UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 OR 15(d)
of The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): June 29, 2026

Sunbelt Rentals Holdings, Inc.
(Exact name of registrant as specified in its charter)

Delaware	001-43081	33-3657151
(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)

1799 Innovation Pt Fort Mill, SC	29715
(Address of principal executive offices)	(Zip Code)

Registrant's telephone number, including area code: 803-578-5800

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, par value $0.01 per share	SUNB	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

(d) On June 29, 2026, the Board of Directors (the "**Board**") of Sunbelt Rentals Holdings, Inc., a Delaware corporation (the "**Company**"), effective August 1, 2026, increased the size of the Board from eight to nine directors, elected Ms. Cynthia T. Jamison to fill the resulting vacancy, and appointed Ms. Jamison to the Audit Committee of the Board. Ms. Jamison will receive customary compensation from the Company for serving as a non-employee director, in accordance with the Company's Non-Employee Director Compensation Policy as described in the Company's Registration Statement on Form 10. There are no transactions between Ms. Jamison and the Company that would be reportable under Item 404(a) of Regulation S-K, and no arrangements or understandings with any other persons pursuant to which she was selected.

The Company's press release dated June 30, 2026 is attached hereto as Exhibit 99.1 and incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit No.	Description
99.1	Press Release dated June 30, 2026.
104	Cover Page Interactive Data File (embedded within the Inline XBRL document).

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Sunbelt Rentals Holdings, Inc.

Date: June 30, 2026	By:	/s/ Lynne Fuller-Andrews
		Name: Lynne Fuller-Andrews
		Title: Executive Vice President, General Counsel and Corporate Secretary

Sunbelt Rentals Appoints Cynthia T. Jamison to Board of Directors

June 30, 2026

4:05 p.m. ET

Fort Mill, SC. —(BUSINESS WIRE)— Sunbelt Rentals Holdings, Inc. (NYSE: SUNB, LSE: SUNB) ("the company"), a leader in the equipment rental industry, today announced that Cynthia T. Jamison has been appointed to the company's Board of Directors as a non-executive director, effective August 1, 2026.

Ms. Jamison brings extensive board and executive leadership experience, currently serving on the boards of Advance Auto Parts Inc., Darden Restaurants Inc., where she serves as chair, and International Flavors & Fragrances Inc. She also serves as trustee and chair of the nominations and governance committee at Save the Children.

She previously served as chief financial officer of AquaSpy Inc., and as a partner at Tatum LLC, an executive services firm focusing on providing interim CFO Services, where she held multiple interim CFO and COO roles across public and private companies. Earlier in her career, she held senior financial and operational roles at Chart House Enterprises, Allied Domecq Retailing USA, Kraft General Foods and Arthur Andersen.

"We're thrilled to welcome Cindie to our Board of Directors," said Paul Walker, chairman of Sunbelt Rentals Holdings, Inc. "Her deep financial expertise and governance leadership will help strengthen the Board as we continue to execute our Sunbelt 4.0 strategy."

Ms. Jamison holds a B.A. in political science and economics from Duke University and an M.B.A. in finance from the University of Chicago. She is a certified public accountant, an NACD Fellow, and recently completed a four-year term on the Financial Accounting Standards Advisory Council.

About Sunbelt Rentals Holdings, Inc.

Sunbelt Rentals Holdings, Inc., operating primarily as Sunbelt Rentals, is a leading global provider of rental equipment and services based in Fort Mill, South Carolina. Our passionate, customer-centric team of 26,000 employees combines execution-focused resolve with Sunbelt Rentals' innovative array of rental solutions across a vast network of over 1,600 locations and with a fleet of assets exceeding $19 billion. Sunbelt Rentals is committed to delivering unrivaled quality and support for its customers across an increasingly diverse array of industries, project types and end markets, including construction, live events, maintenance and countless emerging applications ranging from small-scale developments to mega projects.

Investor Contact

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