# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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#### **CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): January 1, 2022

# **HUDSON GLOBAL, INC.**

(Exact name of registrant as specified in charter)

Delaware (State or other jurisdiction of incorporation) 001-38704 (Commission File Number) 59-3547281 (I.R.S. Employer Identification No.)

53 Forest Avenue, Suite 102 Old Greenwich, CT 06870 (Address of Principal Executive Offices)

Registrant's telephone number, including area code (203) 409-5628

N/A

(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:

- O Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- O Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- O 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:

<u>Title of each class</u> Common Stock, \$0.001 par value Preferred Share Purchase Rights Trading Symbol(s)
HSON

Name of each exchange on which registered
The NASDAQ Stock Market LLC
The NASDAQ Stock Market LLC

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 $\square$	Emerging	growth company	
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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.  $\Box$ 

#### ITEM 8.01. OTHER EVENTS.

Effective January 1, 2022, Mimi K. Drake was appointed as Chairman of the Board of Directors of Hudson Global, Inc. (the "Company"). A copy of the Company's press release, dated January 6, 2022, announcing the appointment of Ms. Drake as Chairman of the Board of Directors of the Company is furnished as Exhibit 99.1 hereto and is incorporated by reference herein.

Additionally, following the resignation of Richard K. Coleman as a director of the Company effective January 1, 2022, Mimi K. Drake, Ian V. Nash, and Connia M. Nelson, being all of the independent directors of the Company, were appointed to serve on the Audit Committee, Compensation Committee, Nominating and Governance Committee, and Strategic Planning Committee.

### ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS.

(d) Exhibits

EXHIBIT NUMBER DESCRIPTION

99.1 Press Release dated January 6, 2022.

## 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.

HUDSON GLOBAL, INC. (Registrant)

By: /s/ JEFFREY E. EBERWEIN

Jeffrey E. Eberwein Chief Executive Officer

Dated: January 6, 2022

# HUDSON GLOBAL

# Hudson Global Appoints Mimi Drake as Chair of the Board

**OLD GREENWICH, CT, Jan 6, 2022** – Hudson Global, Inc. ("the Company") (NASDAQ: HSON), a leading total talent solutions provider, announced today the appointment of Mimi Drake as Chair of its Board of Directors (the "Board"), effective January 1, 2022.

Ms. Drake has served as a director of the Company's Board since February 2019 and has chaired its Nominating and Governance Committee since May 2019.

"Hudson Global shareholders will be well-served with Mimi chairing the Board," said Jeff Eberwein, CEO and director of Hudson Global. "Her experience as an executive in the financial services sector and her passion for improving workplace diversity and inclusion as a founding board member and former board chair of 100 Women in Finance make her well positioned to chair the Company's Board on behalf of shareholders."

Ms. Drake added, "I am excited to chair Hudson Global's Board and look forward to continue collaborating with the Board and management team to add value for clients, employees, and shareholders."

#### **About Hudson RPO**

Hudson Global, Inc. is a leading global total talent solutions provider operating under the brand name Hudson RPO. We deliver innovative, customized recruitment outsourcing and total talent solutions to organizations worldwide. Through our consultative approach, we develop tailored talent solutions designed to meet our clients' strategic growth initiatives. As a trusted advisor, we meet our commitments, deliver quality and value, and strive to exceed expectations.

For more information, please visit us at <a href="https://hudsonrpo.com">hudsonrpo.com</a> or contact us at <a href="mailto:ir@hudsonrpo.com">ir@hudsonrpo.com</a>.

Investor Relations: The Equity Group Lena Cati 212 836-9611 / <u>lcati@equityny.com</u>

#### **Forward-Looking Statements**

This press release contains statements that the company believes to be "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. All statements other than statements of historical fact included in this press release, including statements regarding the company's future financial condition, results of operations, business operations and business prospects, are forward-looking statements. Words such as "anticipate," "estimate," "expect," "project," "intend," "plan," "predict," "believe" and similar words, expressions and variations of these words and expressions are intended to identify forward-looking statements. All forward-looking statements are subject to important factors, risks, uncertainties, and assumptions, including industry and economic conditions that could cause actual results to differ materially from those described in the forward-looking statements. Such factors, risks, uncertainties and assumptions include, but are not limited to, global economic fluctuations; the adverse impacts of the recent coronavirus, or COVID-19 outbreak; the Company's ability to successfully achieve its strategic initiatives; risks related to potential acquisitions or dispositions of businesses by the Company; the Company's ability to retain and recruit qualified management and/or advisors; the Company's ability to operate successfully as a company focused on its RPO business; risks related to fluctuations in the Company's operating results from quarter to quarter; the loss of or material reduction in our business with any of the Company's largest customers; the ability of clients to terminate their relationship with the Company any time; competition in the Company's markets; the negative cash flows and operating losses that may recur in the future; risks relating to how future credit facilities may affect or restrict our operating flexibility, risks associated with the Company's investment strategy; risks related to international operations, including foreign currency fluctuat