

**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

January 12, 2026

Date of Report (date of Earliest Event Reported)

NEWTEKONE, INC.

(Exact Name of Company as Specified in its Charter)

Maryland

(State or Other Jurisdiction of Incorporation or Organization)

814-01035

(Commission File No.)

46-3755188

(I.R.S. Employer Identification No.)

4800 T Rex Avenue, Suite 120, Boca Raton, Florida 33431

(Address of principal executive offices and zip code)

(212) 356-9500

(Company's telephone number, including area code)

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

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 \$0.02 per share	NEWT	Nasdaq Global Market LLC
5.50% Notes due 2026	NEWTZ	Nasdaq Global Market LLC
8.00% Notes due 2028	NEWTI	Nasdaq Global Market LLC
8.50% Notes due 2029	NEWTG	Nasdaq Global Market LLC
8.625% Notes due 2029	NEWTH	Nasdaq Global Market LLC
Depository Shares, each representing a 1/40th interest in a share of 8.500% Fixed-Rate Reset Non-Cumulative Perpetual Preferred Stock, Series B	NEWTP	Nasdaq Global Market LLC

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 (see General Instruction A.2. below):

- 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))

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.

Forward-Looking Statements

Statements in NewtekOne, Inc.'s (the "Company" or "NewtekOne") Current Report on Form 8-K and the Exhibits hereto contain forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. These statements are based on management's current expectations and beliefs and are subject to significant risks and uncertainties. Actual results may differ materially from those set forth in the forward-looking statements. See "Note Regarding Forward-Looking Statements" and the sections entitled "Risk Factors" in the Company's filings with the Securities and Exchange Commission which are available on the Company's website (<https://investor.newtekbusinessservices.com/sec-filings>) and on the Securities and Exchange Commission's website (www.sec.gov). Any forward-looking statements made by or on behalf of the Company speak only as to the date they are made, and the Company does not undertake to update forward-looking statements to reflect the impact of circumstances or events that arise after the date the forward-looking statements were made.

Item 8.01. Other Events.

On January 12, 2026, NewtekOne issued a press release announcing the expiration date with respect to its previously announced offer to exchange (the "Exchange Offer") its outstanding 5.50% Notes due 2026 (the "Old Notes") for an equal principal amount of newly issued 8.50% Fixed Rate Senior Notes due 2031 (the "New Notes") has been extended to January 23, 2026 in order to provide holders of Old Notes additional time to participate in the Exchange Offer and exchange their Old Notes for New Notes prior the scheduled maturity of the Old Notes on February 1, 2026. A copy of the press release is furnished as Exhibit 99.1 to this report.

Item 9.01 Financial Statement and Exhibits

(d) Exhibits.

<u>Exhibit Number</u>	<u>Description</u>
99.1	NewtekOne, Inc. Press Release dated January 12, 2026
104	Cover Page Interactive Data File

SIGNATURES

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

NEWTEKONE, INC.

Date: January 12, 2026

By:

/S/ BARRY SLOANE

Barry Sloane

Chief Executive Officer, President and Chairman of the Board



NewtekOne, Inc. Announces Extension of Exchange Offer for its Outstanding 5.50% Notes due 2026

BOCA RATON, Fla., Jan. 12, 2026 -- NewtekOne, Inc. ("NewtekOne") today announced that the expiration date with respect to its previously announced offer to exchange (the "Exchange Offer") its outstanding 5.50% Notes due 2026 (the "Old Notes") for an equal principal amount of newly issued 8.50% Fixed Rate Senior Notes due 2031 (the "New Notes") has been extended to January 23, 2026 in order to provide holders of Old Notes additional time to participate in the Exchange Offer and exchange their Old Notes for New Notes prior to the scheduled maturity of the Old Notes on February 1, 2026.

The Exchange Offer will now expire at 5:00 p.m., Eastern time on January 23, 2026, unless extended or earlier terminated by NewtekOne (such date and time, as the same may be extended or earlier terminated, the "Expiration Date"). In order to be exchanged in the Exchange Offer, an Old Note must be validly tendered and not validly withdrawn at or prior to the Expiration Date and accepted by NewtekOne. The settlement date for the Exchange Offer will occur promptly following the Expiration Date, and is expected to be January 28, 2026 (the "Settlement Date").

Because the Settlement Date for the Exchange Offer will now fall after the January 15, 2026 record date for the final interest payment on the Old Notes prior to the scheduled maturity of the Old Notes on February 1, 2026, any holder of Old Notes (whether or not exchanged in the Exchange Offer) as of such record date will receive this final interest payment; note, the first interest payment on the New Notes will be net of the amount of interest paid on the Old Notes from the Settlement Date to but excluding the February 1, 2026 interest payment date of the New Notes.

All other terms of the Exchange Offer, other than the Expiration Date, which has been extended to give holders additional time to participate, including the conditions to its consummation, remain unchanged.

Exchange Agent, Information Agent and Dealer Manager

U.S. Bank Trust Company, National Association is serving as the Exchange Agent for the Exchange Offer. Alliance Advisors is serving as Information Agent for the Exchange Offer. Lucid Capital Markets, LLC is serving as the Dealer Manager for the Exchange Offer.

Requests for assistance, additional copies of the prospectus or the letter of transmittal, or questions regarding the procedures for tendering Old Notes should be directed to the Information Agent or the Exchange Agent using the contact information provided in the prospectus.

Important Information

This press release is for informational purposes only and is neither an offer to buy or sell nor a solicitation of an offer to buy or sell any Old Notes or New Notes. The Exchange Offer is being made only pursuant to the Exchange Offer prospectus, which is being distributed to holders of the Old Notes and has been filed with the SEC as part of the Company's Registration Statement on Form S-4 (File No. 333-291615), which was declared effective on November 28, 2025.

Copies of the prospectus and the other Exchange Offer documents may be obtained from the Information Agent:

Alliance Advisors
The Overlook Corporate Center
150 Clove Road Suite 400
Little Falls Township, NJ 07424
Attn: Tyler Herka
Telephone: 1-855-206-1406
Email: NEWT@AllianceAdvisors.com

Holders of Old Notes should read the prospectus and related documents carefully before making any decision regarding the Exchange Offer as it contains important information about the Exchange Offer, the Old Notes and the New Notes, including certain material differences in the terms and the rights of holders of the Old Notes as compared to the New Notes.

About NewtekOne, Inc.

[NewtekOne®](#), Your Business Solutions Company®, is a financial holding company, which along with its bank and non-bank consolidated subsidiaries (collectively, "NewtekOne"), provides a wide range of business and financial solutions under the Newtek® brand to independent business owners. Since 1999, NewtekOne has provided state-of-the-art, cost-efficient products and services and efficient business strategies to independent business owners across all 50 states to help them grow their sales, control their expenses, and reduce their risk.

NewtekOne's and its subsidiaries' business and financial solutions include: [banking \(Newtek Bank, N.A.\)](#), [Business Lending](#), [SBA Lending Solutions](#), [Electronic Payment Processing](#), [Accounts Receivable Financing & Inventory Financing](#), [Insurance Solutions](#) and [Payroll and Benefits Solutions](#). In addition, NewtekOne offers its clients the [Technology Solutions](#) (Cloud Computing, Data Backup, Storage and Retrieval, IT Consulting and Web Services) provided by Intelligent Protection Management Corp. (IPM.com)

[Newtek®](#), [NewtekOne®](#), [Newtek Bank®](#), [National Association](#), Your Business Solutions Company®, One Solution for All Your Business Needs® and Newtek Advantage® are registered trademarks of NewtekOne, Inc.

Note Regarding Forward-Looking Statements

Certain statements in this press release are "forward-looking statements" within the meaning of the rules and regulations of the Private Securities Litigation and Reform Act of 1995 are based on the current beliefs and expectations of NewtekOne's management and are subject to significant risks and uncertainties. Actual results may differ materially from those set forth in the forward-looking statements. See "Note Regarding Forward-Looking Statements" and the sections entitled "Risk Factors" in our filings with the Securities and Exchange Commission which are available on NewtekOne's website (<https://investor.newtekbusinessservices.com/sec-filings>) and on the Securities and Exchange Commission's website (www.sec.gov). Any forward-looking statements made by or on behalf of NewtekOne speak only as to the date they are made, and NewtekOne does not undertake to update forward-looking statements to reflect the impact of circumstances or events that arise after the date the forward-looking statements were made.

SOURCE: NewtekOne, Inc.

Investor Relations & Public Relations

Contact: Bryce Rowe

Telephone: (212) 273-8292 / browe@newtekone.com

