

**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): May 15, 2023

FORTUNE BRANDS INNOVATIONS, INC.

(Exact name of Registrant as Specified in Its Charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

1-35166
(Commission File Number)

62-1411546
(IRS Employer
Identification No.)

520 Lake Cook Road
Deerfield, Illinois
(Address of Principal Executive Offices)

60015-5611
(Zip Code)

Registrant's Telephone Number, Including Area Code: 847 484-4400

(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 | FBIN | 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.

On May 15, 2023, the Board of Directors (the "Board") of Fortune Brands Innovations, Inc. (the "Company") elected Ameer Chande as a Class I member of the Board, effective June 1, 2023. Ms. Chande will serve on the Board for a term continuing until the Company's 2024 Annual Meeting of Stockholders (the "2024 Annual Meeting"). The Board also appointed Ms. Chande to serve as a member of the Audit Committee and the Nominating, Environmental, Social and Governance Committee.

The Board determined that Ms. Chande is independent under the rules of the New York Stock Exchange. There are no arrangements or understandings between Ms. Chande and any other persons regarding her appointment to the Board. There are no family relationships between Ms. Chande and any director or executive officer and Ms. Chande is not a party to any transactions with the Company for which disclosure is required under Item 404(a) of Regulation S-K. Ms. Chande will participate in the compensation program for non-employee directors described in the Company's Definitive Proxy Statement filed with the Securities and Exchange Commission on March 30, 2023 and in connection with her appointment, will receive a pro-rated annual equity award for her term of service through the 2024 Annual Meeting.

Item 7.01 Regulation FD Disclosure.

On May 16, 2023, the Company issued a press release announcing Ms. Chande's election to the Board. The press release is furnished as Exhibit No. 99.1 to this Current Report on Form 8-K and is incorporated herein by reference under this Item 7.01.

The information furnished pursuant to this Item 7.01, including Exhibit 99.1, shall not be deemed to be "filed" for purposes of Section 18 of the Securities Exchange Act of 1934 (the "Exchange Act") or otherwise subject to the liabilities under that section and shall not be deemed to be incorporated by reference into any filing of the Company under the Securities Act of 1933 or the Exchange Act.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

| Exhibit No. | Description |
|-------------|---|
| 99.1 | Press release dated May 16, 2023 issued by Fortune Brands Innovations, Inc. |
| 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.

FORTUNE BRANDS INNOVATIONS, INC.

Date: May 16, 2023

By: /s/ Hiranda S. Donoghue

Hiranda S. Donoghue
Executive Vice President, Chief Legal Officer and
Corporate Secretary



Fortune Brands Elects Ameer Chande to Board of Directors

DEERFIELD, III – May 16, 2023 – Fortune Brands Innovations, Inc. (NYSE: FBIN or “Fortune Brands” or the “Company”), an industry-leading home, security and commercial building products company, today announced it has elected Ameer Chande as a Class I member of the Board of Directors, effective June 1, 2023, and for a term expiring at the Company’s 2024 annual meeting of shareholders.

“Ameer has a strong executive background with large, global retailers. She is also experienced in helping companies to navigate technological disruption, and leading them to embrace technology-driven innovation that meets consumers’ needs,” said Fortune Brands Chief Executive Officer Nicholas Fink. “As Fortune Brands becomes an increasingly digitally enabled company focused on capturing supercharged opportunities, I am glad to bring Ameer’s unique perspectives to our strategy, helping Fortune Brands to accelerate growth and create long term value.”

Chande has extensive board experience and currently serves on the Board of Directors of Algonquin Power & Utilities Corp., an international generation, transmission and distribution utility company, Air Canada, the largest airline of Canada, and Thumbtack.com, an online solution that matches homeowners with local contractors. She is an advisory board member for LivingBridge, a midmarket private equity fund.

From 2020 to 2022, Chande led ChargePoint’s efforts to build its Fleet business’ electric vehicle charging infrastructure. In 2019, Chande was Chief Commercial Officer for Waymo, an autonomous driving technology subsidiary of Google LLC. From 2015 to 2018, she was a Managing Director at Alibaba Group, one of the world’s largest e-commerce companies, where she was leading its globalization strategy. Prior to that, she held senior executive roles with large, global retailers, including CEO for NutriCentre, CEO for Staples UK and Vice President of New Business at Wal-Mart USA. Chande began her career as a strategy consultant with McKinsey & Company.

Chande holds a Bachelor of Business Administration degree from Simon Fraser University, a Master of Science degree from the London School of Economics and a Master of Business Administration from Harvard Business School.

Fortune Brands’ Board of Directors is committed to board succession planning and refreshment. In the past four years, six new members have been added to the Board, broadening the group’s perspectives and skills and enhancing the Board’s diversity, leadership capabilities and expertise.

About Fortune Brands Innovations

Fortune Brands Innovations, Inc. (NYSE: FBIN), headquartered in Deerfield, Ill., is a brand, innovation and channel leader focused on exciting, supercharged categories in the home products, security and commercial building markets. The Company's growing portfolio of brands includes Moen, House of Rohl, Aqualisa, Therma-Tru, Larson, Fiberon, Master Lock and SentrySafe. To learn more about FBIN, its brands and environmental, social and governance (ESG) commitments, visit www.FBIN.com.

Source: Fortune Brands Innovations, Inc.

INVESTOR AND MEDIA CONTACT:

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