

**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): December 14, 2023



Sterling Check Corp.

(Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation)	001-40829 (Commission File Number)	37-1784336 (I.R.S. Employer Identification No.)
6150 Oak Tree Boulevard, Suite 490 (Address of principal executive offices)	Independence Ohio	44131 (Zip code)

Registrant's telephone number, including area code: 1 (800) 853-3228
(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	STER	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

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 December 14, 2023, on recommendation from the Nominating & Corporate Governance Committee, the Board of Directors of the Company (the "Board") elected Mr. Jagtar Narula as a Class II director to serve for a three-year term until the Company's 2026 Annual Meeting of Stockholders and until his successor has been duly elected and qualified, or until the earlier of his death, resignation, retirement, disqualification, or removal. Mr. Narula was further elected to serve on the Audit Committee.

The Board affirmatively determined that Mr. Narula is independent under the applicable standards of the Nasdaq Stock Market LLC and the Securities and Exchange Commission and has designated Mr. Narula as audit committee financial expert. As an independent non-employee director, Mr. Narula will receive compensation in accordance with the Company's Non-Employee Director Compensation Policy attached as Exhibit 10.2 to the Company's Current Report on Form 8-K filed on September 27, 2021. Mr. Narula also entered into the Company's standard indemnification agreement for directors. Mr. Narula has no direct or indirect material interest in any transactions that would require disclosure under item 404(a) of Regulation S-K. Mr. Narula has no arrangements or understandings with any other person pursuant to which he was selected as a director.

A copy of the press release, dated December 14, 2023, announcing the appointment of Mr. Narula is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits:

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release of Sterling Check Corp., dated December 14, 2023
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.

December 14, 2023

STERLING CHECK CORP.
By: /s/ Steven Barnett
Name: Steven Barnett
Title: Executive Vice President, Secretary and
Chief Legal & Risk Officer



Sterling Appoints Jagtar Narula to its Board of Directors

Global Finance and Strategy Leader to Serve as Member of the Board and Audit Committee

INDEPENDENCE, OH (DECEMBER 14, 2023) — Sterling Check Corp. (NASDAQ: STER) (“Sterling”), a leading provider of identity and background services, today announced the appointment of global finance and strategy leader Jagtar Narula to the Sterling Board of Directors. In this capacity, he will serve as an independent director and member of the Audit Committee.

Currently serving as the Chief Financial Officer at WEX, Narula brings over two decades of experience generating sustainable business results by integrating finance and strategy with cross-functional implementation to grow revenue and increase profits. With previous executive-level experience at other industry-recognized companies including 3D Systems, Blackbaud, Xerox, and GE, Narula has successfully improved company profitability, transformed business portfolios, increased market cap, and led investor relations and all financial planning.

“We are thrilled to welcome Jagtar to Sterling’s Board of Directors,” said Mike Grebe, Chair of the Sterling Board of Directors. “Jagtar’s financial leadership across multiple organizations makes him a great addition to the board.”

“Jagtar joins Sterling with an admirable track record of global leadership and expertise,” said Josh Peirez, CEO of Sterling. “I look forward to partnering with him to position Sterling for continued success.”

“Sterling’s robust set of identity verification solutions and leading cloud-based technology platform position the company well for continued global adoption and growth,” said Jagtar Narula. “I am excited to work with the team and support the company in its strategic focus areas, including revenue growth and margin expansion.”

To learn more about Sterling, visit [Sterlingcheck.com](https://sterlingcheck.com).

About Sterling

Sterling (NASDAQ: STER) — a leading provider of background and identity services — offers background and identity verification to help over 50,000 clients create people-first cultures built on a foundation of trust and safety. Sterling’s tech-enabled services help organizations across all industries establish great environments for their workers, partners, and customers. With operations around the world, Sterling conducted more than 110 million searches in the twelve months ending December 31, 2022. Visit us at www.sterlingcheck.com.

Contact

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