
**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): January 11, 2026

RxSight, Inc.

(Exact name of Registrant as Specified in Its Charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

001-40690
(Commission File Number)

94-3268801
(IRS Employer
Identification No.)

100 Columbia
Aliso Viejo, California
(Address of Principal Executive Offices)

92656
(Zip Code)

Registrant's Telephone Number, Including Area Code: (949) 521-7830

(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 \$0.001 per share	RXST	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 2.02 Results of Operations and Financial Condition.

On January 11, 2026, RxSight, Inc. (the “Company”) issued a press release announcing certain preliminary unaudited fourth quarter and full-year 2025 financial and operational results. A copy of the press release is furnished herewith as Exhibit 99.1.

In accordance with General Instruction B.2 of Form 8-K, the information furnished in this Current Report on Form 8-K under Item 2.02 and Exhibit 99.1 attached hereto shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or incorporated by reference in any filing under the Securities Act of 1933, as amended, or in any filing under the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

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

On December 13, 2025, the Company appointed Mark Wilterding as its Chief Financial Officer (and principal financial and accounting officer), effective January 11, 2026 (the “Effective Date”), replacing Shelley Thunen in such capacities.

Prior to joining the Company, Mr. Wilterding, age 48, served as the senior vice president, global finance for Edwards Lifesciences, a leading global structural heart innovation company, from March 2025 to January 2026. In this role Mr. Wilterding maintained responsibility for Financial Planning and Analysis (FP&A), treasury, regional finance, investor relations and financial operations & strategy. Prior to his most recent position with Edwards Lifesciences, Mr. Wilterding served in various roles at Edwards Lifesciences beginning in June 2019, including senior vice president, investor relations, FP&A, and treasurer. From April 2014 to June 2019, Mr. Wilterding served as director, investor relations of Medtronic, a global healthcare technology company. Mr. Wilterding holds a bachelor’s degree in economics and English from St. Olaf College and an M.B.A. in finance, management and strategy, and marketing from the Kellogg School of Management at Northwestern University.

In connection with his appointment, Mr. Wilterding entered into a confirmatory employment letter, dated December 15, 2025, effective as of January 11, 2026 (the “Employment Agreement”). Pursuant to the terms of the Employment Agreement, Mr. Wilterding will receive an annual base salary of \$550,000 and will be eligible to receive an annual bonus of up to 65% of his annual base salary. Mr. Wilterding is also entitled to receive a sign-on bonus in an amount to be determined based on terms specified in the Employment Agreement. Mr. Wilterding is eligible to participate in employee benefit plans generally available to other senior executives of the Company. Pursuant to the Employment Agreement, Mr. Wilterding entered into the Company’s Proprietary Information and Inventions Agreement upon commencement of his employment on the Effective Date.

On January 12, 2026, Mr. Wilterding also received, as provided in the Employment Agreement, an option (the “Option”) to purchase 258,770 shares of the Company’s common stock (“Common Stock”) and an award of 163,528 restricted stock units (the “RSU Award,” and collectively with the Option, each a “New Hire Award”). Each New Hire Award is subject to the terms and conditions of the Company’s 2021 Equity Incentive Plan and an award agreement thereunder between Mr. Wilterding and the Company. The Option has an exercise price equal to the closing price of the Common Stock as reported on the Nasdaq Global Market on the grant date (January 12, 2026) and the shares subject to the Option will be subject to vesting on the following terms: 25% of the shares subject to the Option will vest on the one-year anniversary of the grant date, with the balance vesting equally monthly over the following three years, such that all of the shares subject to the Option will be fully vested four years from the grant date, subject to Mr. Wilterding’s continued employment with the Company through each applicable vesting date and the terms of the applicable Option agreement. The RSU Award is subject to vesting on the following terms: one eighth (1/8th) of the shares subject to the RSU Award will vest on February 28, 2026, and one eighth (1/8th) of the shares subject to the RSU Award will vest every six months thereafter on the last day of February and the last day of August over a four-year period, subject to Mr. Wilterding’s continued employment with the Company through each applicable vesting date and the terms of the applicable RSU Award agreement.

In connection with his appointment, Mr. Wilterding also entered into a change in control severance agreement (the “Severance Agreement”) on the same terms as the Company’s other executive officers (other than the Chief Executive Officer), as described under “Executive Compensation – Compensation Discussion and Analysis – Executive Officer Change in Control and Severance Agreements” in the Company’s 2025 Proxy Statement, filed with the U.S. Securities and Exchange Commission (the “SEC”) on April 21, 2025, which disclosure is incorporated herein by reference.

In connection with his appointment, the Company entered into an indemnification agreement with Mr. Wilterding, which is in substantially the same form as entered into with other officers of the Company.

Mr. Wilterding has no family relationships with any of the Company’s directors or executive officers, and he has no direct or indirect material interest in any transaction required to be disclosed pursuant to Item 404(a) of Regulation S-K.

The foregoing description of the material terms of the Employment Agreement and the Severance Agreement do not purport to be complete and is qualified in its entirety by reference to the full text of the Employment Agreement and Severance Agreement, which the Company expects to file as exhibits to a subsequent periodic report to be filed with the SEC.

Item 7.01. Regulation FD Disclosure.

On January 11, 2026, the Company issued a press release announcing Mr. Wilterding's appointment as Chief Financial Officer. The press release is attached hereto as Exhibit 99.1 and incorporated herein solely for purposes of this Item 7.01 disclosure.

The information referenced under Item 7.01 (including Exhibit 99.1 referenced in Item 9.01 below) of this Current Report shall not be deemed to be "filed" for purposes of Section 18 of the Exchange Act, or otherwise subject to the liabilities of that Section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or under the Exchange Act, whether made before or after the date hereof, except as expressly set forth by specific reference in such filing to this Current Report.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

<u>Exhibit No.</u>	<u>Description</u>
99.1	RxSight, Inc. Press Release dated January 11, 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 thereunto duly authorized.

RxSight, Inc.

Date: January 12, 2026

By: /s/ Ron Kurtz, M.D.

Ron Kurtz, M.D.

Chief Executive Officer and President

RxSight, Inc. Announces Preliminary Q4 and 2025 Financial Results; New Chief Financial Officer

Aliso Viejo, Calif. (Nasdaq: RXST) – January 11, 2026 – RxSight, Inc., an ophthalmic medical device company dedicated to providing high-quality customized vision to patients following cataract surgery, today announced certain preliminary unaudited financial and operational results for the fourth quarter and full-year 2025. In addition, the company provided an update on the previously announced Chief Financial Officer transition.

Preliminary Unaudited Fourth Quarter and Full-year 2025 Results

- Preliminary unaudited fourth quarter 2025 revenue is expected to be approximately \$32.6 million, driven by:
 - The sale of 28,611 Light Adjustable Lenses (LAL™/LAL+®); representing a 10% increase in procedure volume compared to the third quarter of 2025; and
 - The sale of 25 Light Delivery Devices (LDD™s), expanding the installed base to 1,134 LDDs as of December 31, 2025.
- Preliminary unaudited 2025 fiscal year revenue is expected to be approximately \$134.5 million, versus November guidance of \$125 to \$130 million, reflecting:
 - The sale of 109,615 LALs, representing a 12% increase in procedure volume compared to 2024; and
 - The sale of 163 LDDs.
- Preliminary unaudited cash, cash equivalents and short-term investments as of December 31, 2025, are expected to be \$228.1 million.
- Audited full-year 2025 financial results and full-year 2026 guidance will be announced in conjunction with the company's fourth quarter earnings release in February.

“Procedure trends during the quarter reflected a continued, measured pace of stabilization and recovery, and we remain encouraged by strong engagement across the field as our unified commercial team deepens customer relationships,” said Ron Kurtz, Chief Executive Officer and President of RxSight. “Despite headwinds in 2025, our team made meaningful progress, enabling us to treat more patients than ever before. With more than 1,100 LDDs installed, approximately 10% share of the premium IOL market, and adoption by over 25% of U.S. cataract surgeons, we exited the year in a strengthened position for sustained, long-term growth.”

New Chief Financial Officer

The company is also pleased to announce that Mark Wilterding has been appointed Chief Financial Officer, effective January 11, 2026. Mark will report to Ron Kurtz and will be responsible for overseeing the company's finance organization.

“We are excited to welcome Mark as RxSight's new Chief Financial Officer”, said Ron Kurtz. “Mark has a proven track record of building strong teams, partnering with key Medtech stakeholders, and driving operational excellence. His leadership and expertise will be particularly valuable as we continue to position RxSight for the future.”

Mr. Wilterding has more than 25 years of financial leadership experience, most recently serving as the Senior Vice President of Global Finance for Edwards Lifesciences, where he joined in 2019. In this role, he oversaw investor relations, financial planning and analysis, treasury, financial operations and strategy, and regional finance teams. Prior to joining Edwards Lifesciences, Mr. Wilterding worked for Medtronic and spent the first 15 years of his career at Citi and

Credit Suisse. He received a B.A. in economics from St. Olaf College and an M.B.A. from the Kellogg School of Management at Northwestern University.

“I am thrilled to be joining RxSight, a company offering the only adjustable IOL technology, which is redefining the premium category”, said Mark Wilterding. “RxSight products deliver meaningful value to patients and surgeons, and I am looking forward to supporting their continued advancement as we aim to drive long-term, sustainable growth and shareholder value.”

As previously communicated, Shelley Thunen will support the company in a consulting capacity.

The company’s fourth quarter and full-year 2025 financial and operational results are preliminary and are subject to the completion of the company’s 2025 audit. Audited full-year 2025 and unaudited fourth quarter 2025 financial results are expected to be announced in February 2026.

About RxSight, Inc.

RxSight, Inc. is an ophthalmic medical device company dedicated to providing high-quality customized vision to patients following cataract surgery. The RxSight® Light Adjustable Lens system, comprised of the RxSight Light Adjustable Lens® (LAL®/LAL+®, collectively the “LAL”), RxSight Light Delivery Device (LDD™) and accessories, is the first and only commercially available intraocular lens (IOL) technology that can be adjusted after surgery, enabling doctors to customize and deliver high-quality vision to patients after cataract surgery. Additional information about RxSight can be found at www.rxsight.com.

Forward-Looking Statements

This press release contains forward-looking statements, including: statements concerning: the company’s preliminary unaudited fourth quarter and fiscal 2025 financial and operational results and the anticipated timing of announcing audited full-year 2025 and unaudited fourth quarter 2025 financial results; procedure trends, including the pace of stabilization and recovery in the company’s business; engagement across the field and the ability of the company’s unified commercial team to deepen customer relationships; the growing recognition of the value delivered by the company’s adjustable intraocular lens technology to patients and doctors; expectations regarding continued adoption of the RxSight system, including utilization across the company’s installed base of more than 1,100 Light Delivery Devices, adoption by a meaningful portion of U.S. cataract surgeons, and penetration within the premium IOL market; the company’s ability to treat more patients over time; the company’s plans to continue innovating its adjustable IOL technology and products; the belief that adjustable IOL technology is redefining the premium category and can support sustained, long-term growth; and the potential of the company’s technology, products, and leadership team to drive long-term, sustainable growth and shareholder value. Such statements relate to future events or our future financial performance and involve known and unknown risks, uncertainties and other factors that may cause our or our industry’s actual results, levels of activity, performance or achievements to be materially different from any future results, levels of activity, performance or achievements expressed, implied or inferred by these forward-looking statements, including those risks described in the company’s prior press releases and the company’s filings with the Securities and Exchange Commission (SEC), including in Part II, Item 1A (Risk Factors) of the company’s Quarterly Report on Form 10-Q for the quarter ended September 30, 2025, filed with the SEC on November 5, 2025, and any subsequent filings with the SEC. In some cases, you can identify forward-looking statements by terminology such as “may,” “will,” “should,” “could,” “would,” “expects,” “plans,” “intends,” “anticipates,” “believes,” “estimates,” “predicts,” “projects,” “potential,” or “continue” or the negative of such terms and other same terminology. These statements are only predictions based on our current expectations and projections about future events. You should not place undue reliance on these statements. Actual events or results may differ materially. In evaluating these statements, you should specifically consider various factors. These and other factors may cause our actual results to differ materially from any forward-looking statement. We undertake no obligation to update any of the forward-looking statements after the date of this press release to conform those statements to reflect the occurrence of unanticipated events, except as required by applicable law.

Preliminary Estimates

The foregoing financial and operational results are preliminary estimates. We are in the process of finalizing our financial statements for the year ended December 31, 2025, and our actual results remain subject to completion of those

financial statements and their audit by our independent registered public accounting firm. These preliminary estimates are based on information available to management as of the date of this press release and certain related assumptions, which could prove incorrect. Our actual, reported results of operations could differ based on completion of our year end closing procedures, final adjustments and developments that may arise prior to completion of our annual financial statements, and adjustments arising from the audit by our independent registered public accounting firm. You should carefully review our audited, consolidated financial statements for the year ended December 31, 2025 when they become available.

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