

**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): June 11, 2026

Bath & Body Works, Inc.

(Exact Name of Registrant
as Specified in Its Charter)

Delaware

(State or Other Jurisdiction of Incorporation)

1-8344

(Commission File Number)

31-1029810

(IRS Employer Identification No.)

**Three Limited Parkway
Columbus, OH**

(Address of Principal Executive Offices)

43230

(Zip Code)

(614) 415-7000

(Registrant's Telephone Number, Including Area Code)

Not Applicable

(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, \$0.50 Par Value	BBWI	The 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 5.07. Submission of Matters to a Vote of Security Holders.

Bath & Body Works, Inc. (the "Company") held its Annual Meeting of Stockholders (the "Annual Meeting") on June 11, 2026. The matters voted upon at the Annual Meeting, each of which is described in the Company's 2026 Proxy Statement filed on April 28, 2026 (the "Proxy Statement"), and the results of the voting were as follows:

Election of Directors

Alessandro Bogliolo, Lucy O. Brady, Daniel J. Heaf, Francis A. Hondal, Danielle M. Lee, Sarah E. Nash, Juan Rajlin, Stephen D. Steinour, J.K. Symancyk, and Steven E. Voskuil were elected to the Board for a term of one year. Of the 180,873,116 shares present in person or represented by proxy at the meeting, the number of shares voted for, the number of shares voted against, the number of shares abstained and the number of broker non-votes were as follows, with respect to each of the nominees:

	<u>For</u>	<u>Against</u>	<u>Abstain</u>	<u>Broker Non-Votes</u>
Alessandro Bogliolo	156,389,860	7,851,331	230,601	16,401,324
Lucy O. Brady	161,941,704	2,279,447	250,641	16,401,324
Daniel J. Heaf	163,161,351	1,065,753	244,688	16,401,324
Francis A. Hondal	162,546,250	1,696,956	228,586	16,401,324
Danielle M. Lee	161,772,345	2,449,027	250,420	16,401,324
Sarah E. Nash	162,673,795	1,574,595	223,402	16,401,324
Juan Rajlin	161,864,901	2,359,206	247,685	16,401,324
Stephen D. Steinour	160,903,641	3,340,853	227,298	16,401,324
J.K. Symancyk	161,975,515	2,264,774	231,503	16,401,324
Steven E. Voskuil	162,936,336	1,309,686	225,770	16,401,324

Ratification of the Independent Registered Public Accounting Firm

The appointment of Ernst & Young LLP as the Company's independent registered public accounting firm for the 2026 fiscal year was ratified, with 178,656,095 shares voting for the appointment, 2,033,828 shares voting against the appointment and 183,193 shares abstaining.

Advisory Vote on Executive Compensation

The compensation of the Company's named executive officers as described in the Proxy Statement was approved by the Company's stockholders, on an advisory basis, with 159,868,611 shares voting for the Company's executive compensation, 4,342,715 shares voting against the Company's executive compensation, 260,466 shares abstaining and 16,401,324 broker non-votes. 97.35% of the shares voting on the proposal voted in favor of the proposal.

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.

Bath & Body Works, Inc.

Date: June 15, 2026

By: /s/ TOM JAVITCH

Tom Javitch

Interim Chief Financial Officer