

**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 Earliest Event reported):**  
**August 26, 2025**



**Grocery Outlet Holding Corp.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction of  
incorporation)  
**5650 Hollis Street,**  
**Emeryville, California**  
(Address of principal executive offices)

**001-38950**  
(Commission  
File Number)

**47-1874201**  
(I.R.S. Employer  
Identification No.)

**94608**  
(Zip Code)

**(510) 845-1999**  
(Registrant's telephone number, including area code)

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:

<b>Title of each class</b>	<b>Trading Symbol</b>	<b>Name of each exchange on which registered</b>
Common stock, par value \$0.001 per share	GO	Nasdaq Global Select Market

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.

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**Item 7.01 Regulation FD Disclosure.**

On August 26, 2025, Grocery Outlet Holding Corp., a Delaware corporation (the "Company"), issued a press release announcing the appointment of Frank Kerr as the Company's Executive Vice President, Chief Store Operations Officer, effective September 15, 2025. A copy of the press release is attached to this report as Exhibit 99.1 and is incorporated herein by reference.

The information in Item 7.01 of this current report on Form 8-K (including Exhibit 99.1 furnished herewith) shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (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 the Exchange Act, except as expressly set forth by specific reference in such a filing.

**Item 9.01 Financial Statements and Exhibits.**

(d) *Exhibits.*

<u>Exhibit No.</u>	<u>Description</u>
<u>99.1</u>	<u><a href="#">Press release, dated August 26, 2025, entitled "Grocery Outlet Appoints Frank Kerr to Chief Store Operations Officer"</a></u>
104	Cover Page Interactive Data File - the cover page interactive data file does not appear in the Interactive Data File because its XBRL tags are embedded within the Inline XBRL document.

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### 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.

Grocery Outlet Holding Corp.

Date: August 26, 2025

By: /s/ Luke D. Thompson  
Name: Luke D. Thompson  
Title: Executive Vice President, General Counsel and Secretary



## Grocery Outlet Appoints Frank Kerr to Chief Store Operations Officer

**Emeryville, CA – August 26, 2025** – Grocery Outlet Holding Corp. (NASDAQ: GO) ("Grocery Outlet," the "Company," "we" or "our"), a high-growth, extreme value retailer of quality, name-brand consumables and fresh products, today announced the appointment of Frank Kerr to Executive Vice President, Chief Store Operations Officer, effective September 15, 2025.

Mr. Kerr has more than a decade of progressive leadership experience in the grocery retail space, and has a strong track record of driving growth, efficiency, and profitability across large store fleets. He joins Grocery Outlet from Lidl US, where he most recently served as the company's Senior Vice President, Operations, and its Chief Customer Officer. During his tenure with Lidl, he oversaw the grocer's expansion into the U.S., achieving significant market share gains while delivering consistent top- and bottom-line results. Mr. Kerr previously served as Vice President of Retail Operations for Save A Lot, where he drove improvements in operational performance across the company's fleet of more than 900 retail partner licensed grocery stores.

"Frank's proven leadership experience in grocery retail and the exceptional results he has achieved throughout his career, in both licensee and traditional grocery models, make him an ideal leader of our store operations team," said Jason Potter, President and CEO of Grocery Outlet. "Frank brings operational expertise across a multitude of functional areas, including store operations, marketing, strategy, and market expansion, to support our independent operators to drive execution and store performance in our next chapter of profitable growth. We look forward to welcoming Frank to our team."

"I'm thrilled to be joining the Grocery Outlet team and to be part of the company's mission focused on making a positive difference in the lives of customers by offering exceptional value and a shopping experience they'll love," said Mr. Kerr. "I look forward to partnering with our team and our independent operators to bring that mission to life every day through strong execution in stores, while delivering sustainable growth and stronger profitability for the benefit of all of our stakeholders."

### About Grocery Outlet

Based in Emeryville, California, Grocery Outlet is a high-growth, extreme value retailer of quality, name-brand consumables and fresh products sold primarily through a network of independently operated stores. Grocery Outlet and its subsidiaries have more than 550 stores in California, Washington, Oregon, Pennsylvania, Tennessee, Idaho, Nevada, Maryland, North Carolina, New Jersey, Ohio, Georgia, Alabama, Delaware, Kentucky and Virginia.

### Forward-Looking Statements

This news release includes forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. All statements contained in this release other than statements of historical fact may constitute forward-looking statements. Words such as "anticipate," "believe," "estimate," "expect," "intend," "may," "outlook," "plan," "project," "seek," "will," and similar expressions, are intended to identify such forward-looking statements. These forward-looking statements are subject to a number of risks, uncertainties and assumptions that may cause actual results to differ materially from those expressed or implied by any forward-looking statements, including the factors discussed under "Risk Factors" in the Company's most recent annual report on Form 10-K and in other subsequent reports the Company files with the United States Securities and Exchange Commission (the "SEC"). The Company's periodic filings are accessible on the SEC's website at [www.sec.gov](http://www.sec.gov).

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