

**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 18, 2024

GITLAB INC.

(Exact name of Registrant as Specified in Its Charter)

Delaware

(State or Other Jurisdiction of Incorporation)

001-40895

(Commission File Number)

47-1861035

(IRS Employer Identification No.)

Address Not Applicable¹

(Address of Principal Executive Offices)

Zip Code Not Applicable¹

(Zip Code)

Registrant's Telephone Number, Including Area Code: Not Applicable

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
Class A Common Stock, par value \$0.0000025 per share	GTLB	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.

¹ We are a remote-only company. Accordingly, we do not maintain a headquarters. For purposes of compliance with applicable requirements of the Securities Act and Securities Exchange Act of 1934, as amended, any stockholder communication required to be sent to our principal executive offices may

Item 7.01. Regulation FD Disclosure.

On January 17, 2024, the Board of Directors of GitLab Inc. (the “**Company**”) appointed Sabrina Farmer as the Company’s Chief Technology Officer, effective January 18, 2024. Ms. Farmer’s annual salary will be \$450,000 and will be eligible to receive bonus compensation under the Company’s Bonus Plan with a target cash bonus of 60% of her annual salary. Any bonus payment made for the current fiscal year will be prorated based upon her start date. Ms. Farmer will also be entitled to payments and benefits on termination of employment or upon a termination in connection with a change of control consistent with our other executive officers, as described in our definitive proxy statement filed on May 15, 2023.

Ms. Farmer most recently served as Google’s Vice President of Engineering from June 2019 to January 2024. Previously, from January 2005 to June 2020, Ms. Farmer served in various roles of increasing responsibility at Google. Ms. Farmer earned her bachelor’s of science degree in computer science from the University of New Orleans.

Ms. Farmer will enter into the Company’s standard form of officers’ indemnification agreement with the Company, pursuant to which the Company agrees to indemnify its officers to the fullest extent permitted by applicable law and subject to certain conditions to advance expenses in connection with proceedings as described in the indemnification agreement. The form of indemnification agreement is attached as Exhibit 10.1 to the Company’s Registration Statement on Form S-1 (File No. 333-259602), filed with the Securities and Exchange Commission on September 17, 2021.

There are no arrangements or understandings between Ms. Farmer and any other persons, pursuant to which she was appointed as Chief Technology Officer. There are also no family relationships between Ms. Farmer and any director or executive officer of the Company, nor does Ms. Farmer have a direct or indirect material interest in any transaction required to be disclosed pursuant to Item 404(a) of Regulation S-K.

The Company issued a press release dated January 18, 2024 announcing Ms. Farmer’s appointment as Chief Technology Officer, which is filed as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated by reference herein.

The information in Item 7.01 of this Current Report on Form 8-K, including Exhibit 99.1 attached hereto, is furnished and shall not be treated as filed for purposes of the Securities Exchange Act of 1934, as amended.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit No.	Description
99.1	Press Release issued by GitLab Inc. announcing the appointment of Ms. Farmer as GitLab Inc.'s Chief Technology Officer dated January 18, 2024.
104	Cover Page Interactive Data File (formatted as Inline XBRL).

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: January 18, 2024

GitLab Inc.

By: /s/ Brian Robins

Brian Robins

Chief Financial Officer

GitLab Appoints Sabrina Farmer as Chief Technology Officer

Former Google VP of Engineering brings more than 25 years of experience to lead GitLab's software engineering, operations, and customer support teams for the most comprehensive AI-powered DevSecOps platform in the market

SAN FRANCISCO, January 18, 2024 (GLOBE NEWSWIRE) -- *All Remote* - [GitLab Inc.](#), the most comprehensive AI-powered DevSecOps platform, today announced the appointment of Sabrina Farmer as its chief technology officer (CTO).

Farmer will lead GitLab's software engineering, operations, and customer support teams to execute the company's technical vision and strategy and oversee the development and delivery of GitLab's products.

She joins GitLab after a 19-year career at Google where she most recently served as vice president of engineering, core infrastructure. During her tenure with Google, she was directly responsible for the reliability, performance, and efficiency of all of Google's billion-user products and infrastructure.

A long-time advocate for women in technology, Farmer earned a B.S. in Computer Science at the University of New Orleans, where she established two scholarships to help level the playing field for inclusion and empowerment in technology.

Supporting Quotes

"Sabrina is a seasoned technology leader with an incredible track record of building and scaling teams, processes, and technologies that power the world's most successful applications that billions of people rely on every day," said Sid Sijbrandij, co-founder and CEO, GitLab. "I am confident that Sabrina's leadership will continue to inspire our team members as we innovate our AI-powered DevSecOps platform to enable customers to boost speed and efficiency without sacrificing privacy, security, and compliance."

"Developers and the wider user community love GitLab because it streamlines the development process, and enterprises look to GitLab to consolidate tools, reduce integration costs, and increase productivity," said Sabrina Farmer, CTO, GitLab. "From GitLab's culture of transparency to defining the DevSecOps category, I'm thrilled to join at such an exciting time in the company's trajectory and look forward to working with the engineering team and leaders across the company to deliver technology that enables our customers to build and deliver secure software faster."

About GitLab

GitLab is the most comprehensive, scalable enterprise DevSecOps platform for software innovation. GitLab enables organizations to increase developer productivity, improve operational efficiency, reduce security and compliance risk, and accelerate digital transformation. More than 30 million registered users and more than 50% of the Fortune 100 trust GitLab to ship better, more secure software faster.

