

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 6-K

Report of Foreign Private Issuer
Pursuant to Rule 13a-16 or 15d-16
under the Securities Exchange Act of 1934

For the month of **September 2024**

Commission File Number **001-35751**

STRATASYS LTD.
(Translation of registrant's name into English)

c/o Stratasys, Inc.
7665 Commerce Way
Eden Prairie, Minnesota 55344

1 Holtzman Street, Science Park
P.O. Box 2496
Rehovot, Israel 76124

(Addresses of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F:

Form 20-F Form 40-F

CONTENTS

Authorization of Share Repurchase Program

On September 16, 2024, Stratasys Ltd. (“**Stratasys**” or the “**Company**”) announced that the Company’s board of directors (the “**Board**”) has authorized a program for the Company’s repurchase of up to \$50 million of the Company’s ordinary shares, par value 0.01 New Israeli Shekels per share (“**ordinary shares**”), from time to time.

Under the share repurchase program, Stratasys may effect repurchases by way of a variety of methods, including open market purchases, privately negotiated transactions or otherwise, all in accordance with U.S. securities laws and regulations, including Rule 10b-18 under the U.S. Securities Exchange Act of 1934, as amended (the “**Exchange Act**”). Stratasys may also, from time to time, enter into plans that are compliant with Rule 10b5-1 of the Exchange Act to facilitate repurchases of its ordinary shares under the Board authorization.

The repurchase program does not obligate the Company to acquire any particular number or value of ordinary shares, and the repurchase program may be suspended or discontinued at any time at the Company’s discretion.

In accordance with Section 7C of the Israeli Companies Regulations (Leniencies for Companies Whose Securities are Listed for Trading Outside of Israel), 5760-2000 (the “**Leniency Regulations**”), the share repurchase program is expected to go into effect 30 days after notice of Stratasys’ board of directors’ adoption of the repurchase program is provided to the Company’s material creditors and secured creditors (if any).

A copy of the press release by which the Company announced the repurchase program, which is entitled “*Stratasys Announces Board Authorization of \$50 Million Share Repurchase Program*”, is furnished as [Exhibit 99.1](#) hereto.

Incorporation by Reference

The contents of this Report of Foreign Private Issuer on Form 6-K (but excluding Exhibit 99.1 hereto) are hereby incorporated by reference into the Company’s Registration Statements on Form S-8, SEC file numbers [333-190963](#), [333-236880](#), [333-253694](#), [333-262951](#), [333-262952](#), [333-270249](#), and [333-277836](#), filed by the Company with the SEC on September 3, 2013, March 4, 2020, March 1, 2021, February 24, 2022, February 24, 2022, March 3, 2023 and March 12, 2024, respectively, and Form F-3, SEC file number [333-251938](#), filed by the Company with the SEC on January 7, 2021.

Exhibits

Exhibit No.	Description
99.1	Press Release dated September 16, 2024, entitled “ <i>Stratasys Announces Board Authorization of \$50 Million Share Repurchase Program</i> ”

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.

STRATASYS LTD.

Date: September 16, 2024

By: /s/ Eitan Zamir
Name: Eitan Zamir
Title: Chief Financial Officer

Stratasys Announces Board Authorization of \$50 Million Share Repurchase Program*Further Strengthens Company's Commitment to Cash Flow Generation and Optimization*

MINNEAPOLIS & REHOVOT, Israel, September 16, 2024 – Stratasys Ltd. (Nasdaq: SSYS) (“Stratasys” or the “Company”), a leader in polymer 3D printing solutions, today announced that its Board of Directors has authorized a share repurchase program allowing for the repurchase of up to \$50 million of its ordinary shares.

Dr. Yoav Zeif, Stratasys’ Chief Executive Officer, said, “We are committed to maximizing shareholder value and believe that maintaining a strong balance sheet and improving our working capital are critical elements of this effort. Our focus is on generating significantly higher profit and cash flow by driving revenue, aligning costs and reinvesting in growth initiatives. In addition, we intend to return value to shareholders through a share repurchase program that reflects the Board’s confidence in our strategy and ability to deliver long-term profitable growth. The program will be tied to our cash position and market conditions in order to ensure Stratasys retains financial strength and flexibility to support ongoing investment in the key growth areas of our business, while identifying and capturing additional value enhancing market opportunities.”

The authorization is part of a number of strategic actions the Company is taking to enhance shareholder value and builds upon its previously announced restructuring plan designed to maintain its industry leadership and better align with evolving market conditions. Stratasys’ previously announced restructuring efforts are expected to produce approximately \$40 million in annual cost savings beginning in the first quarter of 2025. These initiatives include rightsizing the Company’s workforce by approximately 15% by the end of the year and enhancing its go-to-market strategy to focus on the highest growth potential products, materials and software solutions. In addition to these restructuring efforts, the Company continues to focus on operational improvements, efficiencies and asset optimization, including monetizing underutilized assets, to further strengthen its balance sheet and drive cash generation.

Under the Board-authorized repurchase plan, the Company’s ordinary shares may be repurchased from time to time using a variety of methods, which may include open market purchases, privately negotiated transactions or otherwise, all in accordance with U.S. securities laws and regulations, including Rule 10b-18 under the U.S. Securities Exchange Act of 1934, as amended (the “Exchange Act”). The Company may also, from time to time, enter into plans that are compliant with Rule 10b5-1 under the Exchange Act to facilitate repurchases of its shares under this authorization.

The actual timing, number, and value of shares to be repurchased will depend on a number of factors, including the market price of the Company’s ordinary shares, general market and economic conditions, the Company’s financial results and liquidity, and other considerations. The Company expects to fund repurchases with cash on its balance sheet and ongoing cash flow generation.

About Stratasys

Stratasys is leading the global shift to additive manufacturing with innovative 3D printing solutions for industries such as aerospace, automotive, consumer products, healthcare, fashion and education. Through smart and connected 3D printers, polymer materials, a software ecosystem, and parts on demand, Stratasys solutions deliver competitive advantages at every stage in the product value chain. The world’s leading organizations turn to Stratasys to transform product design, bring agility to manufacturing and supply chains, and improve patient care.

To learn more about Stratasys, visit www.stratasys.com, the Stratasys blog, X.com (formerly Twitter), LinkedIn, or Facebook. Stratasys reserves the right to utilize any of the foregoing social media platforms, including the Company’s websites, to share material, non-public information pursuant to the SEC’s Regulation FD. To the extent necessary and mandated by applicable law, Stratasys will also include such information in its public disclosure filings.

Stratasys is a registered trademark and the Stratasys signet is a trademark of Stratasys Ltd. and/or its subsidiaries or affiliates. All other trademarks are the property of their respective owners.

Cautionary Statement Regarding Forward-Looking Statements

Certain statements in this press release are “forward-looking statements” within the meaning of the Private Securities Litigation Reform Act of 1995 and other U.S. securities laws. Forward-looking statements are characterized by the use of forward-looking terminology such as “will,” “expects,” “anticipates,” “believes,” “intends,” “planned,” or other similar words. These forward-looking statements include, but are not limited to, statements relating to the Company’s objectives, plans and strategies, including with respect to the Company’s authorized share repurchase plan, statements regarding the Company’s results of operations and financial condition and all statements that address developments that the Company expects or anticipates will or may occur in the future. Forward-looking statements are not guarantees of future performance and are subject to risks and uncertainties. The Company has based these forward-looking statements on assumptions and assessments made by its management in light of their experience and their perception of historical trends, current conditions, expected future developments and other factors they believe to be appropriate. Important factors that could cause actual results, developments and business decisions to differ materially from those anticipated in these forward-looking statements include, among other things: potential objection to the share repurchase plan by the Company’s creditors and/or failure to receive Israeli court approval after any such objection; the Company’s degree of success at introducing new or improved products and solutions that gain market share; the degree of growth of the 3D printing market generally; the impact of competition and new technologies; and those additional factors referred to under “Risk Factors” in Item 3.D of the Company’s Annual Report on Form 20-F for the year ended December 31, 2023, filed with the SEC on March 11, 2024. Any forward-looking statements in this press release are made as of the date hereof, whether as a result of new information, future events or otherwise, except as required by law.

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Source: Stratasys Ltd.