

**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): February 10, 2026

EDAP TMS SA

(Exact name of registrant as specified in its charter)

France
(State or Other Jurisdiction of Incorporation)

000-29374
(Commission File Number)

98-1644844
(I.R.S. Employer Identification No.)

**Parc d'Activites la Poudrette-Lamartine
4/6, rue du Dauphiné
Vaulx-en-Velin, France 69120
(Address of Principal Executive Offices) (Zip Code)**

(+33) 47-215-3150
(Registrant's telephone number, including area code)

(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
American Depositary Shares, each representing one Ordinary Share (Ordinary Shares, nominal value €0.13 per share)	EDAP	Nasdaq Global 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.

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

On February 10, 2026, Mr. Glen French notified the Board of Directors (the “Board”) of EDAP TMS S.A. (the “Company”) of his resignation from the Board and the audit, compensation and nominations committees of the Board, effective immediately. Mr. French’s resignation was not the result of any dispute or disagreement with the Company or the Board.

On February 11, 2026, Mr. David Horn was appointed to the Board, effective immediately, to fill the vacancy created by the resignation of Mr. French. Mr. Horn will serve as a member of the audit and nominations committees of the Board. Mr. Horn’s appointment will be submitted to a shareholder vote at the next convened annual Ordinary and Extraordinary General Meeting of shareholders.

Mr. Horn, age 58, has served as President and Chief Financial Officer of Seer, Inc. since 2023 and originally joined the company as Chief Financial Officer in 2020. In his current role, he oversees Seer’s finance and certain commercial functions and works closely with management and the board on strategic planning and execution. Prior to joining Seer, Mr. Horn spent more than 20 years at Morgan Stanley, where he served as a Managing Director in the Healthcare Investment Banking Group. During his tenure, he led the firm’s global Life Science Tools and Diagnostics practice and oversaw the expansion of its Western Region Healthcare practice, advising public companies on capital markets transactions and strategic initiatives. Mr. Horn has also held leadership roles in the medical device and life sciences sectors, including positions at RITA Medical Systems and Chemdex Corporation. Mr. Horn holds an A.B. from Princeton University and an M.B.A. from the Stanford University Graduate School of Business.

There are no arrangements or understandings between Mr. Horn and any other person pursuant to which Mr. Horn was appointed as a director. Mr. Horn does not have any family relationships with any of the Company’s directors or executive officers, and he does not have a direct or indirect material interest in any transaction required to be disclosed pursuant to Item 404(a) of Regulation S-K.

Mr. Horn will be compensated in accordance with the Company’s director compensation policy.

Item 7.01. Regulation FD Disclosure.

The Company issued a press release on February 12, 2026 announcing the resignation and appointment described in Item 5.02 above. The press release making this announcement is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

The information in this Item 7.01, including Exhibit 99.1, shall not be deemed to be “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, and shall not be incorporated by reference into any registration statement or other document filed under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

[99.1 Press Release dated February 12, 2026](#)

104 Cover Page Interactive Data File-the cover page XBRL tags are embedded within the Inline XBRL document

Signature

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.

Date: February 12, 2026

EDAP TMS S.A.

By: /s/ Sanket Shah

Sanket Shah

General Counsel and Corporate Secretary



EDAP Announces Appointment of David Horn to Board of Directors

AUSTIN, Texas, February 12, 2026 – EDAP TMS S.A. (Nasdaq: EDAP) (“the Company” or “EDAP”), a global leader in therapeutic ultrasound technology, today announced the appointment of David Horn to its Board of Directors, effective February 11, 2026.

The addition of Mr. Horn strengthens the Board with extensive experience both advising and leading companies through periods of strategic growth and transformation. Mr. Horn will serve as a member of the Company’s Audit Committee and Nominations Committee.

“We are pleased to welcome David to the EDAP Board,” said Lance Willsey, Chairman of the Board of EDAP. “David brings deep capital markets expertise, strong operating leadership, and extensive experience across the medical device industry. His perspective will be highly valuable as we continue to execute our strategy and support EDAP’s next phase of growth.”

Mr. Horn has served as President and Chief Financial Officer of Seer, Inc. since 2023 and originally joined the company as Chief Financial Officer in 2020. In his current role, he oversees Seer’s finance and certain commercial functions and works closely with management and the board on strategic planning and execution. Prior to joining Seer, Mr. Horn spent more than 20 years at Morgan Stanley, where he served as a Managing Director in the Healthcare Investment Banking Group. During his tenure, he led the firm’s global Life Science Tools and Diagnostics practice and oversaw the expansion of its Western Region Healthcare practice, advising public companies on capital markets transactions and strategic initiatives. Mr. Horn has also held leadership roles in the medical device and life sciences sectors, including positions at RITA Medical Systems and Chemdex Corporation. Mr. Horn holds an A.B. from Princeton University and an M.B.A. from the Stanford University Graduate School of Business.

“I am honored to join the Board at this important stage in the Company’s evolution,” said Mr. Horn. “EDAP is a market leader in focal therapy technology with a strong history of innovation and a continued focus on expanding clinical indications to reach a broader patient population. I look forward to working with the Board and management team to help further advance the Company’s mission and drive shareholder value.”

The Company also announced that Glen French stepped down from the Board of Directors, effective February 10, 2026.

“I would like to thank Glen for his service and contributions to EDAP,” added Mr. Willsey. “We are grateful for his leadership and guidance during his tenure.”

About EDAP TMS S.A.

A recognized leader in robotic energy-based therapies, EDAP TMS develops, manufactures, promotes, and distributes worldwide minimally invasive medical devices for various conditions using ultrasound technology. By combining the latest technologies in imaging, robotics, and precise non-invasive energy delivery, EDAP introduced the Focal One® in Europe and the United States as a leading prostate focal therapy controlled by urologists, with the potential to expand to multiple indications beyond prostate cancer. For more information on the Company, please visit <https://focalone.com>.

Forward-Looking Statements

In addition to historical information, this press release contains forward-looking statements within the meaning of applicable federal securities laws, including Section 27A of the U.S. Securities Act of 1933 (the "Securities Act") or Section 21E of the U.S. Securities Exchange Act of 1934, which may be identified by words such as "believe," "can," "contemplate," "could," "plan," "intend," "is designed to," "may," "might," "potential," "objective," "target," "project," "predict," "forecast," "ambition," "guideline," "should," "will," "estimate," "expect" and "anticipate," or the negative of these and similar expressions, which reflect our views about future events and financial performance. Such statements include those related to the value Mr. Horn will bring to the board of directors. Such statements are based on management's current expectations and are subject to a number of risks and uncertainties, including matters not yet known to us or not currently considered material by us, and there can be no assurance that anticipated events will occur or that the objectives set out will actually be achieved. Important factors that could cause actual results to differ materially from the results anticipated in the forward-looking statements include, among others, the clinical status and market acceptance of our HIFU devices and the continued market potential for our lithotripsy and distribution divisions, as well as risks associated with the current worldwide inflationary environment, the uncertain worldwide economic, political and financial environment, geopolitical instability, climate change and pandemics like the COVID 19 pandemic, or other public health crises, and their related impact on our business operations, including their impacts across our businesses or demand for our devices and services. Other factors that may cause such a difference may also include, but are not limited to, those described in the Company's filings with the Securities and Exchange Commission and in particular, in the sections "Cautionary Statement on Forward-Looking Information" and "Risk Factors" in the Company's Annual Report on Form 20-F.

Forward-looking statements speak only as of the date they are made. Other than required by law, we do not undertake any obligation to update them in light of new information or future developments. These forward-looking statements are based upon information, assumptions and estimates available to us as of the date of this press release, and while we believe such information forms a reasonable basis for such statements, such information may be limited or incomplete.
