

**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): December 15, 2020**

**RACKSPACE TECHNOLOGY, INC.**

(Exact name of Registrant as specified in its charter)

**Delaware**  
(State of  
Incorporation)

**001-39420**  
(Commission  
File Number)

**81-3369925**  
(I.R.S. Employer  
Identification No.)

**1 Fanatical Place  
City of Windcrest  
San Antonio, Texas**  
(Address of principal executive offices)

**78218**  
(Zip Code)

**(210) 312-4000**  
(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
<b>Common Stock, par value \$0.01 per share</b>	<b>RXT</b>	<b>The Nasdaq Stock Market LLC</b>

Indicate by check mark whether the Registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

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 8.01. Other Events.****Final Results of Tender Offer**

On November 16, 2020, Rackspace Technology Global, Inc. (the “Company”), a wholly-owned subsidiary of Rackspace Technology, Inc., commenced a tender offer (the “Tender Offer”) to purchase for cash any and all of its outstanding 8.625% Senior Notes due 2024 (the “Notes”). The Tender Offer expired at the end of the day, 12:00 midnight, New York City time on Monday, December 14, 2020 (the “Expiration Time”).

On December 1, 2020, the Company purchased \$259,147,000 aggregate principal amount of Notes that were tendered at or prior to 5:00 p.m., New York City time on Monday, November 30, 2020 (the “Early Tender Time”). On December 15, 2020, the Company was advised by Global Bondholder Services Corporation, as the Depository for the Tender Offer, that after the Early Tender Time and at or prior to the Expiration Time, no additional Notes were tendered in the Tender Offer.

A copy of the press release is filed as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

**Redemption**

On December 16, 2020, the Company completed its previously announced redemption (the “Redemption”) of all of its Notes that remained outstanding under the indenture, dated as of November 3, 2016, among the Company, the subsidiary guarantors party thereto from time to time and Wells Fargo Bank, National Association, as trustee (as amended or supplemented, the “Indenture”). Pursuant to the Indenture, the \$260,085,000 aggregate principal amount of the Notes that remained outstanding were redeemed at a price equal to 104.313% of the principal amount thereof, plus accrued and unpaid interest thereon to, but excluding, the redemption date.

**Item 9.01. Financial Statements and Exhibits.****(d) Exhibits.**

<u>Exhibit No.</u>	<u>Document Description</u>
99.1	<a href="#">Press Release dated December 15, 2020</a>

**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.

**RACKSPACE TECHNOLOGY, INC.**

By: /s/ Amar Maletira

Name: Amar Maletira

Title: President and Chief Financial Officer

Dated: December 16, 2020

**Rackspace Technology Announces Final Results of Tender Offer**

**San Antonio, December 15, 2020** – Rackspace Technology™ (NASDAQ: RXT) today announced the final results for the previously announced tender offer (the “Tender Offer”) by its wholly owned subsidiary Rackspace Technology Global, Inc. (the “Company”) to purchase for cash any and all of the Company’s outstanding 8.625% Senior Notes due 2024 (the “Notes”). The Tender Offer expired at the end of the day, 12:00 midnight, New York City time on Monday, December 14, 2020 (the “Expiration Time”).

On December 1, 2020, the Company purchased \$259,147,000 aggregate principal amount of Notes that were tendered at or prior to 5:00 p.m., New York City time on Monday, November 30, 2020 (the “Early Tender Time”). On December 15, 2020, the Company was advised by Global Bondholder Services Corporation, as Depository for the Tender Offer, that after the Early Tender Time and at or prior to the Expiration Time, no additional notes were tendered in the Tender Offer.

**About Rackspace Technology**

Rackspace Technology is a leading end-to-end multicloud technology services company. We design, build and operate our customers’ cloud environments across all major technology platforms, irrespective of technology stack or deployment model. We partner with our customers at every stage of their cloud journey, enabling them to modernize applications, build new products and adopt innovative technologies.

**Rackspace Technology Safe Harbor Statement**

Some of the statements in this news release constitute “forward-looking statements” that do not directly or exclusively relate to historical facts. The forward-looking statements made in this release reflect the Company’s intentions, plans, expectations, assumptions and beliefs about future events and are subject to risks, uncertainties and other factors, many of which are outside of the Company’s control. Known risks include, among others, the risks included in Rackspace Technology, Inc.’s filings with the U.S. Securities and Exchange Commission. Because actual results could differ materially from the Company’s intentions, plans, expectations, assumptions and beliefs about the future, you are urged to view all forward-looking statements contained in this press release with caution. The Company does not undertake any obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.

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