

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) April 10, 2026

IP STRATEGY HOLDINGS, INC.
(Exact name of registrant as specified in charter)

<u>Delaware</u> (State or other Jurisdiction of Incorporation or Organization)	<u>001-42411</u> (Commission File Number)	<u>83-4558219</u> (IRS Employer Identification No.)
<u>9668 Bujacich Road Gig Harbor, Washington</u> (Address of Principal Executive Offices)		<u>98332</u> (zip code)
	<u>(253) 509-0008</u> (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 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(b) under the Exchange Act (17 CFR 240.14a-12(b))
- 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:

<u>Title of each class</u>	<u>Trading Symbol(s)</u>	<u>Name of each exchange on which registered</u>
Common Stock, par value \$0.0001 per share	IPST	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 (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 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers

On April 10, 2026, Troy Alstead, a member of the Board of Directors (the “Board”) of IP Strategy Holdings, Inc. (the “Company”), advised the Company of his intention to resign from the Board and all committees thereof, effective upon the filing by the Company of its Annual Report on Form 10-K for the year ended December 31, 2025, which report was filed on April 14, 2026. Mr. Alstead had been a member of the Board since November 25, 2024, the date on which the Company consummated its initial public offering of common stock and its listing on the Nasdaq Stock Market. To the knowledge of the Company, Mr. Alstead’s decision to resign from the Board was a result of his increased responsibilities on the boards of directors of two other public companies on which Mr. Alstead currently sits and was not related to any disagreements with the Company on any matter relating to its operations, policies or practices, or any issues regarding financial disclosures, accounting or legal matters.

On April 14, 2026, the Board, acting upon the recommendation of the Nominating and Corporate Governance Committee of the Board, appointed Brian C. Jun to serve as a director of Company, effective immediately, to fill the vacancy created by the resignation of Mr. Alstead. Mr. Jun will serve on the Board as a member of Class I (the Class in which Mr. Alstead was seated) until the 2027 annual meeting of stockholders of the Company at which directors are elected, at which he is expected to stand for re-election. Biographical information regarding Jun is set forth below:

Brian C. Jun, age 50, is currently, and has been since March 2026, the Chief Financial Officer of Gurufin Inc., the owner of an institutional-grade stablecoin platform built for cross border payments and foreign exchange. From March 2025 to March 2026, Mr. Jun was a tax advisor to a number of other cryptocurrency companies, including the Company and Story Protocol, and from February 2025 to July 2025, Mr. Jun was an advisor to Andreessen Horowitz, a venture capital company, where he served as a tax consultant to a number of its portfolio companies. From May 2021 to February 2025, Mr. Jun was a Senior Manager – Blockchain and Digital Asset Taxation at Deloitte Tax, LLP, a consulting firm in the cryptocurrency industry. Mr. Jun received a J.D. and L.L.M. in taxation from Loyola Law School in Los Angeles, California and a B.A. from the University of California at Berkeley.

There are no arrangements or understandings between Mr. Jun and any other person or persons pursuant to which Mr. Jun was selected as a director of the Company. There are no current or proposed transactions in which Mr. Jun, or any member of the immediate family of Mr. Jun, has an interest that is required to be disclosed under Item 404(a) of Regulation S-K promulgated by the Securities Exchange Commission.

In connection with the appointment of Mr. Jun to the Board, the Board appointed Mr. Jun to the Audit Committee and the Nominating and Corporate Governance Committee of the Board. Mr. Jun was appointed as the Chairman of the Nominating and Corporate Governance Committee. The Board determined that Christopher H. Smith, a current member of the Audit Committee, qualifies as an “audit committee financial expert,” as such term is defined in Item 407(d)(5) of Regulation S-K under the Securities Act of 1933, as amended (the “Securities Act”), and Mr. Smith was appointed Chairman of the Audit Committee, a position that was held by Mr. Alstead prior to his resignation.

Item 7.01 Regulation FD Disclosure.

On April 16, 2026, the Company issued a press release announcing the appointment of Mr. Jun as a member of the Board.

A copy of the press release is attached to this Current Report on Form 8-K as Exhibit 99.1 and incorporated herein by reference. The exhibit furnished under Item 7.01 of this Current Report on Form 8-K 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 or the Exchange Act, regardless of any general incorporation language in such a filing.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit No.	Description
99.1	Press Release dated April 16, 2026
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

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.

Date: April 16, 2026

IP STRATEGY HOLDINGS, INC.

By: /s/ Justin Stiefel

Justin Stiefel

Chief Executive Officer

IP Strategy Appoints Brian C. Jun to Board of Directors, Strengthening Cryptocurrency, Tax and AI Expertise

GIG HARBOR, Wash., April 16, 2026 (GLOBE NEWSWIRE) -- IP Strategy Holdings, Inc. (Nasdaq: IPST) (the "Company" or "IP Strategy"), the first company to adopt a treasury reserve policy centered on the \$IP token, today announced the appointment of Brian C. Jun to its Board of Directors, effective immediately.

Mr. Jun brings deep expertise in digital assets, blockchain taxation, and international tax structuring, with more than 15 years of experience advising leading companies, financial institutions, and Web3 organizations. He currently serves as Chief Financial Officer of Gurufin Inc., an institutional-grade stablecoin platform focused on cross-border payments and foreign exchange. In this role, he is leading its fundraising efforts, while also establishing its foundational finance and treasury operations.

In addition to his Chief Financial Officer role, Mr. Jun serves as a cryptocurrency tax advisor to leading venture capital firms and Web3 projects, including a number of Andreessen Horowitz (a16z) portfolio companies. In the past, he assisted Story Foundation with critical tax planning ahead of its mainnet launch. He has also previously advised IP Strategy in a contractor capacity on digital asset tax matters.

"We are excited to welcome Brian to our Board," said Justin Stiefel, Chief Executive Officer of IP Strategy. "His unique combination of institutional tax expertise and hands-on experience in blockchain, digital assets, and emerging financial infrastructure will be invaluable as we continue to scale our IP-backed digital asset strategy."

Prior to his current roles, Mr. Jun was a Senior Manager in Blockchain & Digital Asset Taxation at Deloitte, where he led tax strategy and structuring initiatives for prominent blockchain organizations such as Uniswap, Aave, Solana, OpenSea, and others. His work has included token structuring, DAO planning, stablecoin design, and digital asset taxation frameworks.

Earlier in his career, Mr. Jun held tax leadership roles at KPMG, Fox Entertainment Group, and Ernst & Young, specializing in international tax, mergers and acquisitions, and complex cross-border structuring. He began his career as a Financial Advisor at Morgan Stanley, managing significant client assets and investment strategies.

"IPST sits at the intersection of intellectual property and digital asset innovation, built on the Story layer 1 blockchain, purpose-built to make IP programmable in the age of AI," said Mr. Jun. "As AI systems increasingly rely on high-quality, rights-cleared data, Story provides the infrastructure to register, license, and monetize IP at scale. I'm excited to support the Company's mission to unlock value through IP-backed financial strategies, next-generation treasury solutions, and compliant, rights-aligned AI ecosystems."

Mr. Jun holds a J.D. and an LL.M. in Taxation from Loyola Law School, Los Angeles, and a B.A. from the University of California, Berkeley. He is admitted to the State Bar of California.

About IP Strategy

IP Strategy Holdings, Inc. (Nasdaq: IPST) is the first Nasdaq-listed company to hold \$IP tokens as a primary reserve asset and operate a validator for the Story Blockchain. The Company provides public market investors broad exposure to the \$80 trillion programmable intellectual property economy in a regulated equity format. IP Strategy's treasury reserve of \$IP tokens provides direct participation in the Story ecosystem, which enables on-chain registration, licensing, and monetization of intellectual property.

About Story

Story is the AI-native blockchain network powering the \$IP token and making intellectual property programmable, traceable, and monetizable in real time. Backed by \$136 million from a16z crypto, Polychain Capital, and Samsung Ventures, Story launched its mainnet in February 2025 and has rapidly become a leading infrastructure for tokenized intellectual property. Story allows creators and enterprises to turn media, data, and AI-generated content into legally

enforceable digital assets with embedded rights, enabling automated licensing and new markets for intellectual property across AI and entertainment

Forward-Looking Statements

This press release contains forward-looking statements, including statements made pursuant to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. These statements may be identified by words such as “aims,” “anticipates,” “believes,” “could,” “estimates,” “expects,” “forecasts,” “goal,” “intends,” “may,” “plans,” “possible,” “potential,” “seeks,” “will,” and variations of these words or similar expressions that are intended to identify forward-looking statements. Any such statements in this press release that are not statements of historical fact may be deemed to be forward-looking statements. These forward-looking statements include, but are not limited to, the potential impact that Mr. Jun’s expertise and experience in blockchain, digital assets, and emerging financial infrastructure may have on the Company and the potential support Mr. Jun may provide to the Company’s mission to unlock value through IP-backed financial strategies, next-generation treasury solutions, and compliant, rights-aligned AI ecosystems.

Any forward-looking statements in this press release are based on IP Strategy’s current expectations, estimates and projections only as of the date of this release and are subject to a number of risks and uncertainties that could cause actual results to differ materially and adversely from those set forth in or implied by such forward-looking statements. These risks and uncertainties include, but are not limited to, risks related to the volatility of the Company’s common stock and any correlation between the Company’s stock price and the price of \$IP tokens or any correlation between the Company’s stock price and activity or projects within the Story ecosystem, the legal, commercial, regulatory and technical uncertainty regarding digital assets generally, and expectations with respect to future performance and growth. These and other risks concerning IP Strategy’s programs and operations are described in additional detail in its [registration statement on Form S-1 initially filed with the Securities and Exchange Commission on August 26, 2025, as amended by Amendment No. 1 filed on October 16, 2025, Amendment No. 2 filed on December 12, 2025 and Amendment No. 3 filed on December 19, 2025, its]latest annual report on Form 10-K, subsequent quarterly reports on Form 10-Q, and any other subsequent filings with the Securities and Exchange Commission. IP Strategy explicitly disclaims any obligation to update any forward-looking statements except to the extent required by law.

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