

**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): June 3, 2025

WESTWOOD HOLDINGS GROUP, INC.

(Exact name of registrant as specified in charter)

Delaware
(State or other jurisdiction
of incorporation)

001-31234
(Commission File Number)

75-2969997
(IRS Employer Identification No.)

200 Crescent Court, Suite 1200
Dallas, Texas 75201
(Address of principal executive offices, including zip code)

(214) 756-6900
(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 the registrant under any of the following provisions (see General Instruction A.2. below):

- ☐ 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))
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Item 5.02: Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Certain Officers; Compensatory Arrangements of Certain Officers

On May 30, 2025, Jan Ryan was appointed to the Board of Directors (the "Board") of Westwood Holdings Group, Inc. ("Westwood"), effective immediately.

Ms. Ryan will receive compensation in accordance with Westwood's standard non-employee director compensation practices, which are summarized in Westwood's Proxy Statement on Schedule 14A under the heading "Director Compensation" filed with the Securities and Exchange Commission on March 26, 2024.

Item 9.01. Financial Statements and Exhibits

(d) Exhibits.

<u>Exhibit Number</u>	<u>Description</u>
99.1	Press Release dated June 3, 2025

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.

Date: June 3, 2025

WESTWOOD HOLDINGS GROUP, INC.

By: /s/ Murray Forbes III
Murray Forbes III
Chief Financial Officer and Treasurer



Westwood Holdings Group, Inc. Names Jan Ryan to Board of Directors

DALLAS (June 3, 2025) – Westwood Holdings Group (NYSE: WHG), a boutique asset management, trust and wealth services firm, today announced the appointment of Jan Ryan to its Board of Directors. Based in Austin, Texas, Ms. Ryan brings over three decades of leadership experience, spanning technology, venture capital, revenue strategy and operational alignment. Her appointment further strengthens Westwood's Board as the firm continues to advance its focus on innovation, client experience and long-term value creation for investors.

"We are thrilled to welcome Jan to our Board of Directors," Brian Casey, CEO of Westwood Holdings Group, commented. "Her deep expertise in venture capital, technology and growth strategy, combined with her proven leadership and entrepreneurial mindset, will be invaluable as we continue to evolve our platform and pursue new opportunities for our clients and shareholders."

Ms. Ryan shared, "I am honored to join the Board of Directors at Westwood Holdings Group," adding, "I look forward to contributing to the company's mission of delivering strong results for clients while fostering a culture of innovation, inclusivity and responsible growth. Together, we'll navigate the opportunities ahead with a clear focus on long-term success."

Jan Ryan Bio

Jan Ryan is a seasoned entrepreneur, board advisor and growth strategist with over 30 years of experience in leading and scaling technology-driven companies. She has held executive roles such as founder, CEO, COO and CRO at multiple venture-backed and private equity-backed firms, resulting in four successful acquisitions and one IPO. Ms. Ryan is currently the founder and managing partner of 3Hills Group, an advisory firm focused on growth strategy and innovation for high-performing CEOs and boards.

Previously, she co-founded Social Dynamx, an SaaS-based platform for large-scale social customer care, acquired by Lithium Technologies. Ms. Ryan's strategic counsel has guided companies through critical phases of market expansion, revenue optimization and organizational scaling.

In addition to her private sector leadership, Ms. Ryan has held prominent academic and civic roles. She served as executive director of entrepreneurship and innovation at the University of Texas at Austin and co-founded the Kendra Scott Women's Entrepreneurial Leadership Institute. She currently teaches "Women in Entrepreneurship" at UT and serves on various councils and task forces in Austin.

Her board and advisory expertise includes growth and distribution strategy, client experience transformation, technology risk oversight and ESG-aligned leadership. Ms. Ryan resides in Austin and Wimberley, Texas.

ABOUT WESTWOOD HOLDINGS GROUP, INC.

Westwood Holdings Group, Inc. (NYSE: WHG) is a boutique asset management firm that offers a diverse array of actively managed and outcome-oriented investment strategies, along with white-glove trust and wealth services, to institutional, intermediary and private wealth clients. For over 40 years, Westwood's client-first approach has fostered strong, long-term client relationships due to our unwavering commitment to delivering bespoke investment strategies with a vehicle-optimized approach, exceptional counsel and unparalleled client service. Our flexible and agile approach to investing allows us to adapt to constantly changing markets, while continually seeking innovative strategies that meet our investors' short- and long-term needs.

Our team at Westwood comes from varied backgrounds and life experiences, which reflects our origins as a woman-founded firm. We are committed to incorporating diverse insights and knowledge into all aspects of our services and solutions. Our culture and approach to our business reflect our core values — integrity, reliability, responsiveness, adaptability, flexibility and collaboration — and underpin our constant pursuit of excellence. For more information on Westwood, please visit westwoodgroup.com.



Media Contact:

Tyler Bradford

Hewes Communications

212.207.9454

tyler@hewescomm.com