

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): March 18, 2025



Shopify Inc.

(Exact name of registrant as specified in its charter)

Canada	001-37400	98-0486686
(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)
151 O'Connor Street, Ground Floor Ottawa, Ontario Canada K2P 2L8	(Address of Principal Executive Offices) (Zip Code)	148 Lafayette Street New York, New York USA 10012

Registrant's Telephone Number, Including Area Code: (613) 241-2828 x 1045

Check the appropriate box below if the Form 8-K 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	Name of each exchange on which registered
Class A Subordinate Voting Shares	SHOP	New York Stock Exchange

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 3.01. Notice of Delisting or Failure to Satisfy a Continued Listing Rule or Standard; Transfer of Listing.

On March 18, 2025, Shopify Inc. (the "Company"), acting pursuant to authorization from its Board of Directors, provided notice to the New York Stock Exchange (the "NYSE") that it intends to voluntarily withdraw the listing of its Class A Subordinate Voting Shares (the "Shares") from the NYSE and transfer the listing of its Shares to The Nasdaq Stock Market LLC ("Nasdaq"). The Company expects that the listing and trading of its Shares on the NYSE will end at market close on March 28, 2025, and that trading will begin on Nasdaq at market open on March 31, 2025. The Shares have been authorized for listing on Nasdaq and will continue to trade under the stock symbol "SHOP."

Item 7.01. Regulation FD Disclosure.

On March 18, 2025, the Company issued a press release announcing the transfer of the listing of its Shares to Nasdaq. A copy of the press release is attached hereto as Exhibit 99.1 to this report and incorporated herein by reference.

The information in this Item 7.01 and Exhibit 99.1, attached hereto 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 into any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as expressly set forth by specific reference in such filing.

Item 9.01. Financial Statements and Exhibits.

Exhibit No.	Description
99.1	Press release dated March 18, 2025
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

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.

SHOPIFY INC.

Date: March 18, 2025

By: /s/ Michael L. Johnson

Name: Michael L. Johnson

Title: Corporate Secretary



Shopify to Transfer U.S. Stock Exchange Listing to Nasdaq; No Change to TSX Listing

Ticker symbol to remain "SHOP"

Internet, Everywhere – March 18, 2025 - Shopify Inc. (NYSE, TSX: SHOP) ("Shopify"), a leading commerce technology company, announced today that it will voluntarily transfer its U.S. stock exchange listing to the Nasdaq Global Select Market ("Nasdaq") from the New York Stock Exchange ("NYSE"). Shopify expects that its Class A Subordinate Voting Shares will cease trading on the NYSE at market close on Friday, March 28, 2025 and that its Class A Subordinate Voting Shares will commence trading on the Nasdaq on Monday, March 31, 2025.

Shopify's listing on the Toronto Stock Exchange ("TSX") will not be impacted, and its Class A Subordinate Voting Shares will continue to be listed under the ticker symbol "SHOP" on both the TSX and Nasdaq.

About Shopify

Shopify is the leading global commerce company that provides essential internet infrastructure for commerce, offering trusted tools to start, scale, market, and run a retail business of any size. Shopify makes commerce better for everyone with a platform and services that are engineered for speed, customization, reliability, and security, while delivering a better shopping experience for consumers online, in store, and everywhere in between. Shopify powers millions of businesses in more than 175 countries and is trusted by brands such as BarkBox, Vuori, BevMo, Carrier, JB Hi-Fi, Meta, ButcherBox, SKIMS, Supreme, and many more.

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Forward-looking Statements

This press release contains forward-looking statements and forward-looking information (collectively, "forward-looking statements"), including statements related to Shopify transferring its stock exchange listing to the Nasdaq from the NYSE and the expected dates of the transfer. These statements can be identified by words such as "will" and "expect" and are based on Shopify's current expectations about future events. Known and unknown risks may cause actual results to differ materially from those described in the forward-looking statements. Factors and risks that may cause actual results to differ materially from those set out in the forward-looking statements are set out in

Shopify's Annual Report on Form 10-K and other filings made with US and Canadian securities regulators, available at www.sedarplus.ca and www.sec.gov. Undue reliance should not be placed on the forward-looking statements in this press release, which are based on information available to management on the date hereof and represent management's beliefs regarding future events, which, by their nature, are inherently uncertain. The forward-looking statements are provided to give additional information about management's expectations and beliefs and may not be appropriate for other purposes. Shopify undertakes no duty to publicly update or revise any forward-looking statements, except as may be required by law.