

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): October 14, 2025 (October 13, 2025)

PROFESSIONAL DIVERSITY NETWORK, INC.

(Exact name of registrant as specified in its charter)

Delaware

(State or Other Jurisdiction
of Incorporation)

001-35824

(Commission
File Number)

80-0900177

(I.R.S. Employer
Identification No.)

55 E. Monroe Street, Suite 2120 Chicago, Illinois 60603

(Address of Principal Executive Office) (Zip Code)

(312) 614-0950

(Registrant's telephone number, including area code)

N/A

(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 (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))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, \$.01 par value	IPDN	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 (§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 checkmark 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

On September 5, 2025, the board of directors (the “Board”) of Professional Diversity Network, Inc. (the “Company”) approved and authorize the officers of the Company to effect, organization and establishment of a Japanese wholly-owned subsidiary to support the Company’s operations, business development, and strategic growth initiatives. Pursuant to that authorization of the Board, on October 13, 2025, the Company announced the establishment of its wholly-owned subsidiary in Tokyo, Japan (the “Japanese Subsidiary”). The Japanese Subsidiary will serve as the Company’s regional headquarters for Web 3.0 and entertainment-related initiatives in Asia, focusing on real-world asset tokenization, decentralized finance, non-fungible tokens, and distributed storage technology. A copy of the Company’s press release announcing the establishment of the Japanese Subsidiary is furnished as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit No.	Description
99.1	Press Release dated October 13, 2025 – Professional Diversity Network, Inc. Announces Establishment of Japanese Subsidiary.
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.

Professional Diversity Network, Inc.

Date: October 14, 2025

By: /s/ Xun Wu

Name: Xun Wu

Title: Chief Executive Officer

Exhibit 99.1

Professional Diversity Network, Inc. Established a Japanese Subsidiary, Launching a New Phase of Its Asia Strategy and Global Expansion

CHICAGO, Oct. 13, 2025 (GLOBE NEWSWIRE) -- Professional Diversity Network, Inc. (Nasdaq: IPDN) (“IPDN” or the “Company”), a technology holding company focused on the application of AI technologies and AI-powered solutions, today announced the establishment of a wholly owned subsidiary in Tokyo, Japan. This marks a significant milestone in the Company’s ongoing globalization strategy, and further strengthens its presence in Asia, with Japan serving as the central hub for business development, technological innovation, and strategic collaboration throughout the region.

The newly established IPDN’s Japanese subsidiary will serve as the group’s regional headquarter for Web3.0 and entertainment-related initiatives in Asia, focusing on the following four key strategic areas:

Real-World Asset Tokenization (RWA): Driving the digital transformation of traditional assets and enabling innovative cross-border investment opportunities.

Decentralized Finance (DeFi): Building a secure, transparent, and efficient blockchain-based financial ecosystem.

Non-Fungible Tokens (NFTs): Integrating entertainment and intellectual property resources to establish a diverse and sustainable digital asset value framework.

Distributed Storage Technology: Delivering secure and scalable data infrastructure to support the growth of the Web3.0 ecosystem.

In addition, IPDN’s Japanese subsidiary plans to collaborate with leading entertainment groups and talent agencies across Asia to invest in and host global artists’ concert tours in the region. By integrating Web3.0 technologies with entertainment content ecosystems, IPDN aims to explore new applications of blockchain technology within the media and entertainment industries – creating immersive, interactive, and value-driven digital experiences for users worldwide.

Japan has long been recognized as a global leader in both finance and entertainment. Tokyo, as a key financial and technological innovation center in Asia, offers a favorable regulatory environment and strong international connectivity. IPDN’s decision to establish its subsidiary in Japan underscores the company’s commitment to advancing its Asia-focused strategy and demonstrates its determination to strengthen its presence within the global Web3.0 and entertainment sectors.

Mr. Wu, Chief Executive Officer IPDN, commented, “The establishment of our Japan subsidiary reflects the strong support we have received from our blockchain and entertainment industry partners across Asia. Moving forward, we will continue to deepen collaboration, drive innovation, and foster cross-industry integration. Together, we aim to build a globally influential Web3.0 and entertainment ecosystem. We believe our Japanese subsidiary will serve as a key growth driver and strategic platform for our continued expansion in Asia and beyond.”

About Professional Diversity Network (IPDN)

Professional Diversity Network, Inc. (Nasdaq: IPDN) is a U.S.-listed company whose businesses span career development platforms, education technology, and artificial intelligence research. The Company is committed to enhancing shareholder value through diversification and technological innovation. The strategic partnership with OOKC reflects IPDN’s continued evolution into the AI, Web 3.0, and digital finance sectors.

For more information about Professional Diversity Network, Inc, please visit www.ipdn.com.

Forward-Looking Statement

This press release contains information about IPDN's view of its future expectations, plans, and prospects that constitute forward-looking statements. These forward-looking statements are made under the safe harbor provisions of the U.S. Private Securities Litigation Reform Act of 1995, as amended. All statements other than statements of historical facts in this announcement are forward-looking statements, including, but not limited to: any projections of earnings, revenue, or other financial items; any statements regarding the adequacy, availability, and sources of capital, any statements of the plans, strategies, and objectives of management for future operations; any statements regarding the future benefits of the investment described in this release, including the development of new revenue streams or the availability of distributions on any securities; any statements relating to the future reinstatement of the license described in this release by the applicable regulatory authorities; any statements concerning proposed new products, services, or developments; any statements regarding future economic conditions or performance; any statements of belief; and any statements of assumptions underlying any of the foregoing. Statements that are not historical facts, including statements about IPDN's beliefs and expectations, are forward-looking statements. Forward-looking statements involve inherent risks and uncertainties, whether known or unknown, and are based on current expectations and projections about future events and financial trends that the Company believes may affect its financial condition, results of operations, business strategy, and financial needs. Investors can identify these forward-looking statements by words or phrases such as "may," "will," "will make," "will be," "expect," "anticipate," "aim," "estimate," "intend," "plan," "believe," "potential," "continue," "endeavor to," "is/are likely to," or other similar expressions. Further information regarding these and other risks is included in our annual report and other filings with the U.S. Securities and Exchange Commission (the "SEC"). All information provided in this press release is as of the date of this press release, and IPDN undertakes no obligation to update any forward-looking statements, except as may be required under applicable law.

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