
**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): September 9, 2026



ENBRIDGE INC.

(Exact Name of Registrant as Specified in Charter)

Canada
(State or Other Jurisdiction
of Incorporation)

001-15254
(Commission
File Number)

98-0377957
(IRS Employer
Identification No.)

200, 425 - 1st Street S.W.
Calgary, Alberta, Canada T2P 3L8
(Address of Principal Executive Offices) (Zip Code)

1-403-231-3900
(Registrant's telephone number, including area code)

Not Applicable
(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))

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. ☐

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 Shares	ENB	New York Stock Exchange

Item 7.01 Regulation FD Disclosure.

On September 9, 2026, Enbridge Inc. (“Enbridge”) issued a news release announcing a “bought-deal” offering of Enbridge common shares (the “Offering”). A copy of the news release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

The information contained under this Item 7.01 in this Current Report on Form 8-K, including Exhibit 99.1, is being furnished and shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934 (the “Exchange Act”) or otherwise subject to the liabilities under that Section and shall not be deemed to be incorporated by reference into any filing of Enbridge under the Securities Act of 1933 or the Exchange Act.

This Current Report on Form 8-K does not constitute an offer to sell or the solicitation of an offer to buy any security and shall not constitute an offer, solicitation or sale of any security in any jurisdiction in which such offering, solicitation or sale would be unlawful.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit Number	Description
99.1	News Release of Enbridge Inc. dated September 9, 2026*
104	Cover Page Interactive Data File (embedded within the Inline XBRL document).

* Furnished herewith.

Forward-Looking Information

This communication contains both historical and forward-looking statements within the meaning of Section 27A of the U.S. Securities Act of 1933, as amended, and Section 21E of the U.S. Securities Exchange Act of 1934, as amended, and forward-looking information within the meaning of Canadian securities laws (collectively, “forward-looking statements”). Forward-looking statements have been included in this Current Report on Form 8-K to provide potential investors with information about Enbridge. This information may not be appropriate for other purposes. Forward-looking statements are typically identified by words such as “anticipate”, “expect”, “project”, “estimate”, “forecast”, “plan”, “intend”, “target”, “believe”, “likely”, and similar words suggesting future outcomes or statements regarding an outlook. Forward-looking statements included in this Current Report on Form 8-K, including the exhibit hereto, include, but are not limited to, statements with regarding the closing of the Offering and the use of proceeds of the Offering.

Although Enbridge believes these forward-looking statements are reasonable based on the information available on the date such statements are made and processes used to prepare the information, such statements are not guarantees of future events and readers are cautioned against placing undue reliance on forward-looking statements. By their nature, these statements involve a variety of assumptions, known and unknown risks and uncertainties and other factors, which may cause actual events to differ materially from those expressed or implied by such statements.

Enbridge’s forward-looking statements are subject to risks and uncertainties, including, but not limited to the possibility that the Offering does not close when expected, or at all, because conditions to closing are not satisfied on a timely basis, or at all, and those other risks and uncertainties disclosed in Enbridge’s other filings with Canadian and United States securities regulators. The impact of any one assumption, risk, uncertainty or factor on a particular forward-looking statement is not determinable with certainty as these are interdependent and Enbridge’s future course of action depends on management’s assessment of all information available at the relevant time. Except to the extent required by applicable law, Enbridge assumes no obligation to publicly update or revise any forward-looking statement made in this Current Report on Form 8-K or the exhibit hereto or otherwise, whether as a result of new information, future events or otherwise. All subsequent forward-looking statements, whether written or oral, attributable to Enbridge or persons acting on its behalf, are expressly qualified in their entirety by these cautionary statements.

Enbridge cautions that the foregoing list of important factors is not exhaustive and other factors could also adversely affect the future results of Enbridge. The forward-looking statements speak only as of the date of this Current Report on Form 8-K. When relying on Enbridge’s forward-looking statements to make decisions with respect to Enbridge, investors and others should carefully consider the foregoing factors and other uncertainties and potential events.

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, thereunto duly authorized.

ENBRIDGE INC. (Registrant)

Date: September 9, 2026

By: /s/ David Taniguchi

David Taniguchi

Vice President, Legal & Corporate Secretary (Duly Authorized Officer)

Enbridge Announces CDN\$2.6 Billion Bought-Deal Offering of Common Shares

The Canadian base shelf prospectus is accessible, and the Canadian prospectus supplement or any amendment will be accessible, within two business days through SEDAR+.

CALGARY, ALBERTA— (September 9, 2026) - Enbridge Inc. (TSX:ENB) (NYSE:ENB) (“Enbridge” or the “Company”) today announced that it has entered into an agreement with a syndicate of underwriters (the “Underwriters”) led by RBC Capital Markets and CIBC Capital Markets, and including Scotiabank, BMO Capital Markets, TD Securities Inc., and National Bank of Canada Capital Markets as joint bookrunners, under which the Underwriters have agreed to purchase, on a bought deal basis, 38,900,000 common shares of the Company (“Common Shares”) for aggregate gross proceeds of CDN\$2.6 billion at an offering price of CDN\$66.85 per Common Share (the “Offering”).

Enbridge intends to use the net proceeds from the Offering to partially fund announced acquisitions and to create financial flexibility to fund potential future growth opportunities. A portion of the net proceeds of the Offering may be temporarily used to reduce indebtedness or invested in short-term liquid investments.

The Common Shares will be offered to the public in all of the provinces of Canada through the Underwriters and their affiliates by way of a Canadian prospectus supplement (the “Canadian Prospectus Supplement”) to Enbridge’s short form base shelf prospectus dated September 9, 2026 (the “Canadian Prospectus”). The Common Shares will be offered to the public in the United States pursuant to Enbridge’s registration statement, including a prospectus (the “U.S. Prospectus”), filed with the U.S. Securities and Exchange Commission (the “SEC”), and a prospectus supplement (the “U.S. Prospectus Supplement”) to the U.S. Prospectus. Before investing, prospective purchasers in Canada should read the Canadian Prospectus Supplement, the Canadian Prospectus and the documents incorporated by reference therein, and prospective purchasers in the United States should read the U.S. Prospectus, the U.S. Prospectus Supplement and the documents incorporated by reference therein for more complete information about Enbridge and the Offering in Canada and the United States, respectively. Common Shares may also be offered on a private placement basis in other international jurisdictions in reliance on applicable private placement exemptions.

The Offering is expected to close on or about September 14, 2026. Pursuant to the agreement, the Underwriters have an option to purchase up to 15% in additional Common Shares by providing notice to Enbridge at any time until the date that is 30 days after the closing of the Offering, to cover over-allotments, if any. If the over-allotment option is exercised in full, the aggregate gross proceeds from the Offering will be approximately CDN\$3.0 billion.

Access to the Canadian Prospectus Supplement, the Canadian Prospectus and any amendment to these documents is provided in accordance with securities legislation relating to procedures for providing access to a shelf prospectus supplement, a base shelf prospectus and any amendment. The Canadian Prospectus is, and the Canadian Prospectus Supplement will be (within two business days of the date hereof), available on SEDAR+ (<http://www.sedarplus.ca>). A copy of the U.S. Prospectus is, and a copy of the U.S. Prospectus Supplement will be, available on the SEC website (<http://www.sec.gov>). Potential investors can request, without charge, electronic or paper copies of the Canadian Prospectus and Canadian Prospectus Supplement from RBC Dominion Securities Inc., 180 Wellington Street West, 8th Floor, Toronto, ON M5J 0C2, Attention: Distribution Centre via email at Distribution.RBCDS@rbccm.com, or from CIBC Capital Markets, 161 Bay Street, 5th Floor, Toronto, ON M5J 2S8, or via telephone: 1-416-956-6378, or via email at Mailbox.CanadianProspectus@cibc.com. Potential investors can request, without charge, electronic or paper copies of the U.S. Prospectus and U.S. Prospectus Supplement from RBC Capital Markets, LLC, 200 Vesey Street, 8th Floor, New York, NY 10281-8098, Attention: Equity Syndicate, or via telephone: 877-822-4089, or via email at equityprospectus@rbccm.com, or CIBC Capital Markets, 161 Bay Street, 5th Floor, Toronto, ON M5J 2S8, or via telephone at 1-416-956-6378, or via email at Mailbox.USProspectus@cibc.com.

This press release shall not constitute an offer to sell or the solicitation of an offer to buy any securities, nor will there be any sale of these securities, in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction.

FORWARD-LOOKING INFORMATION

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Enbridge's forward-looking statements are subject to risks and uncertainties, including, but not limited to the possibility that the Offering does not close when expected, or at all, because conditions to closing are not satisfied on a timely basis, or at all, and those other risks and uncertainties disclosed in Enbridge's other filings with Canadian and United States securities regulators. The impact of any one assumption, risk, uncertainty or factor on a particular forward-looking statement is not determinable with certainty as these are interdependent and Enbridge's future course of action depends on management's assessment of all information available at the relevant time. Except to the extent required by applicable law, Enbridge assumes no obligation to publicly update or revise any forward-looking statements made in this news release or otherwise, whether as a result of new information, future events or otherwise. All subsequent forward-looking statements, whether written or oral, attributable to Enbridge or persons acting on its behalf, are expressly qualified in their entirety by these cautionary statements.

ABOUT ENBRIDGE INC.

At Enbridge, we safely connect millions of people to the energy they rely on every day, fueling quality of life through our North American natural gas, oil and renewable power networks and our European offshore wind portfolio. We're investing in modern energy delivery infrastructure to sustain access to secure, affordable energy and building on more than a century of operating conventional energy infrastructure and two decades of experience in renewable power. We're advancing new technologies including hydrogen, renewable natural gas and carbon capture and storage. Headquartered in Calgary, Alberta, Enbridge's common shares trade under the symbol ENB on the Toronto (TSX) and New York (NYSE) stock exchanges. To learn more, visit us at enbridge.com.

FOR FURTHER INFORMATION PLEASE CONTACT:

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