

Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On February, 21, 2019, the Board of Directors of Xylem Inc. (the "Company") appointed Geri McShane as Vice President, Controller and Chief Accounting Officer of the Company, effective March 1, 2019. In this role, Ms. McShane will serve as the Company's principal accounting officer. Ms. McShane, 45, is a certified public accountant with 25 years of accounting and finance experience. Most recently, she served as the Company's Controller, Accounting and Reporting. Prior to joining Xylem in 2011, she held a number of increasingly responsible positions at several publicly-traded companies including ITT Corporation, The Thomson Corporation and Metromedia Fiber Network, Inc., and also spent several years with Ernst & Young, LLP as an auditor.

Effective March, 1, 2019, Paul Stellato will step down from his role as Vice President, Controller and Chief Accounting Officer to move into a different role within the Company.

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.

**XYLEM
INC.**

Date: February 25, 2019 By: /s/ E. Mark
Rajkowski
E. Mark
Rajkowski
SVP, Chief
Financial
Officer