
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934

(Amendment No. 15)*

NN INC

(Name of Issuer)

Common Stock, par value \$0.01 per share

(Title of Class of Securities)

(CUSIP Number)

CHRISTOPHER S. KIPER
LEGION PARTNERS ASSET MANAGEMENT, LLC, 12121 Wilshire Blvd, Suite 1240
Los Angeles, CA, 90025
424-253-1773

RYAN NEBEL
OLSHAN FROME WOLOSKY LLP, 1325 Avenue of the Americas
New York, NY, 10019
212-451-2300

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

07/20/2026

(Date of Event Which Requires Filing of This Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box. ☐

The information required on the remainder of this cover page shall not be deemed to be “filed” for the purpose of Section 18 of the Securities Exchange Act of 1934 (“Act”) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

SCHEDULE 13D

CUSIP No.

1	Name of reporting person
	Legion Partners, L.P. I
	Check the appropriate box if a member of a Group (See Instructions)
2	☐ (a)
	☐ (b)
3	SEC use only
	Source of funds (See Instructions)
4	WC
	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)
5	☐
	Citizenship or place of organization
6	DELAWARE
	Sole Voting Power
7	0.00
Number of	Shared Voting Power
Shares	
Beneficially	8
Owned by	3,733,515.00
Each	Sole Dispositive Power
Reporting	9
Person	0.00
With:	Shared Dispositive Power
	10
	3,733,515.00
	Aggregate amount beneficially owned by each reporting person
11	3,733,515.00
	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)
12	☐
	Percent of class represented by amount in Row (11)
13	4.8 %
	Type of Reporting Person (See Instructions)
14	PN

SCHEDULE 13D

CUSIP No.

	Name of reporting person
1	Legion Partners, L.P. II
	Check the appropriate box if a member of a Group (See Instructions)
2	☐ (a)
	☐ (b)
3	SEC use only
	Source of funds (See Instructions)
4	WC
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

	☐	Citizenship or place of organization
6		DELAWARE
		Sole Voting Power
	7	0.00
Number of Shares Beneficially Owned by Each Reporting Person With:		Shared Voting Power
	8	406,049.00
		Sole Dispositive Power
	9	0.00
		Shared Dispositive Power
	10	406,049.00
		Aggregate amount beneficially owned by each reporting person
11		406,049.00
		Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)
12		☐
		Percent of class represented by amount in Row (11)
13		0.5 %
		Type of Reporting Person (See Instructions)
14		PN

SCHEDULE 13D

CUSIP No.

		Name of reporting person
1		Legion Partners Special Opportunities, L.P. XI
		Check the appropriate box if a member of a Group (See Instructions)
2		☐ (a)
		☐ (b)
3		SEC use only
		Source of funds (See Instructions)
4		WC
		Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)
5		☐
		Citizenship or place of organization
6		DELAWARE
Number of Shares Beneficially Owned by Each Reporting Person With:		Sole Voting Power
	7	0.00
		Shared Voting Power
	8	858,283.00
		Sole Dispositive Power
	9	0.00

10 Shared Dispositive Power

858,283.00

Aggregate amount beneficially owned by each reporting person

858,283.00

Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)



Percent of class represented by amount in Row (11)

1.1 %

Type of Reporting Person (See Instructions)

PN

SCHEDULE 13D

CUSIP No.

Name of reporting person

Legion Partners, LLC

Check the appropriate box if a member of a Group (See Instructions)



(a)



(b)

SEC use only

Source of funds (See Instructions)

AF

Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)



Citizenship or place of organization

DELAWARE

Sole Voting Power

7

0.00

Number of
Shares

Shared Voting Power

Beneficially

8

4,997,847.00

Owned by

Sole Dispositive Power

Each

9

0.00

Reporting

Person

With:

Shared Dispositive Power

10

4,997,847.00

Aggregate amount beneficially owned by each reporting person

4,997,847.00

Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)



Percent of class represented by amount in Row (11)

6.4 %

Type of Reporting Person (See Instructions)

SCHEDULE 13D

CUSIP No.

1	Name of reporting person
	Legion Partners Asset Management, LLC
	Check the appropriate box if a member of a Group (See Instructions)
2	☐ (a)
	☐ (b)
3	SEC use only
4	Source of funds (See Instructions)
	AF
5	Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)
	☐
6	Citizenship or place of organization
	DELAWARE
	Sole Voting Power
7	0.00
Number of	Shared Voting Power
Shares	
Beneficially	8
Owned by	4,997,847.00
Each	Sole Dispositive Power
Reporting	9
Person	0.00
With:	Shared Dispositive Power
	10
	4,997,847.00
11	Aggregate amount beneficially owned by each reporting person
	4,997,847.00
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)
	☐
13	Percent of class represented by amount in Row (11)
	6.4 %
14	Type of Reporting Person (See Instructions)
	IA, OO

SCHEDULE 13D

CUSIP No.

1	Name of reporting person
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Legion Partners Holdings, LLC
Check the appropriate box if a member of a Group (See Instructions)

2

☐ (a)
☐ (b)

3

SEC use only

4

Source of funds (See Instructions)

4

AF, WC

5

Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

5

☐

6

Citizenship or place of organization

6

DELAWARE

7

Sole Voting Power

7

0.00

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person
With:

8

Shared Voting Power

8

4,998,147.00

9

Sole Dispositive Power

9

0.00

10

Shared Dispositive Power

10

4,998,147.00

11

Aggregate amount beneficially owned by each reporting person

11

4,998,147.00

12

Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

12

☐

13

Percent of class represented by amount in Row (11)

13

6.4 %

14

Type of Reporting Person (See Instructions)

14

OO

SCHEDULE 13D

CUSIP No.

1

Name of reporting person

1

Kiper Christopher S

2

Check the appropriate box if a member of a Group (See Instructions)

2

☐ (a)
☐ (b)

3

SEC use only

4

Source of funds (See Instructions)

4

AF

5

Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

5

☐

6

Citizenship or place of organization

UNITED STATES

Sole Voting Power

7

0.00

Number of
Shares

Shared Voting Power

Beneficially

8

4,998,147.00

Owned by

Each

Sole Dispositive Power

Reporting

9

0.00

Person

With:

Shared Dispositive Power

10

4,998,147.00

Aggregate amount beneficially owned by each reporting person

11

4,998,147.00

Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)

12



Percent of class represented by amount in Row (11)

13

6.4 %

Type of Reporting Person (See Instructions)

14

IN

SCHEDULE 13D

CUSIP No.

Name of reporting person

1

White Raymond T.

Check the appropriate box if a member of a Group (See Instructions)

2



(a)



(b)

3

SEC use only

Source of funds (See Instructions)

4

AF

Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

5



Citizenship or place of organization

6

UNITED STATES

Number of
Shares

Sole Voting Power

7

Beneficially

0.00

Owned by

Shared Voting Power

Each

8

4,998,147.00

Reporting

Person

With:

Sole Dispositive Power

9

0.00

10 Shared Dispositive Power

	4,998,147.00
11	Aggregate amount beneficially owned by each reporting person
	4,998,147.00
12	Check if the aggregate amount in Row (11) excludes certain shares (See Instructions)
	☐
13	Percent of class represented by amount in Row (11)
	6.4 %
14	Type of Reporting Person (See Instructions)
	IN

SCHEDULE 13D

Item 1. Security and Issuer

Title of Class of Securities:

(a) Common Stock, par value \$0.01 per share

Name of Issuer:

(b) NN INC

Address of Issuer's Principal Executive Offices:

(c) 6210 ARDREY KELL ROAD, SUITE 120, CHARLOTTE, NORTH CAROLINA , 28277.

Item 4. Purpose of Transaction

Item 4 is hereby amended to add the following: On July 20, 2026, Raymond T. White resigned as a member of the board of directors of the Issuer, effective immediately.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Legion Partners, L.P. I

Signature: /s/ Christopher S. Kiper

Christopher S. Kiper, Managing Director of
Name/Title: Legion Partners Asset Management, LLC, its
Investment Advisor

Date: 07/22/2026

Legion Partners, L.P. II

Signature: /s/ Christopher S. Kiper

Christopher S. Kiper, Managing Director of
Name/Title: Legion Partners Asset Management, LLC, its
Investment Advisor

Date: 07/22/2026

Legion Partners Special Opportunities, L.P. XI

Signature: /s/ Christopher S. Kiper

Christopher S. Kiper, Managing Director of
Name/Title: Legion Partners Asset Management, LLC, its
Investment Advisor

Date: 07/22/2026

Legion Partners, LLC

Signature: /s/ Christopher S. Kiper

Name/Title: Christopher S. Kiper, Managing Member of

Legion Partners Holdings, LLC, its Managing
Member

Date: 07/22/2026

Legion Partners Asset Management, LLC

Signature: /s/ Christopher S. Kiper

Name/Title: Christopher S. Kiper, Managing Director

Date: 07/22/2026

Legion Partners Holdings, LLC

Signature: /s/ Christopher S. Kiper

Name/Title: Christopher S. Kiper, Managing Member

Date: 07/22/2026

Kiper Christopher S

Signature: /s/ Christopher S. Kiper

Name/Title: Christopher S. Kiper

Date: 07/22/2026

White Raymond T.

Signature: /s/ Raymond White

Name/Title: Raymond White

Date: 07/22/2026