
**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): **April 22, 2021**

Better Choice Company Inc.

(Exact name of Registrant as Specified in its Charter)

Delaware
(State or other Jurisdiction of Incorporation)

333-161943
(Commission File Number)

26-2754069
(IRS Employer Identification No.)

**12400 Race Track Road
Tampa, Florida 33626**
(Address of Principal Executive Offices) (Zip Code)

(Registrant's Telephone Number, Including Area Code): **(813) 659-5921**

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:

- 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 |
|---------------------|-------------------|---|
| N/A | N/A | N/A |

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

Resignation of Directors

On April 22, 2021, each of Michael Close, Clinton Gee and Damian Dalla-Longa submitted to the Board of Directors (the “Board”) of Better Choice Company Inc., a Delaware corporation (the “Company”), a notice of resignation from his respective position as a director of the Board, with such resignation to be effective immediately. The Board accepted the resignations of Messrs. Close, Gee, and Dalla-Longa on April 22, 2021. The resignations of Messrs. Close, Gee, and Dalla-Longa did not result from any disagreement with the Board. Following their resignations as directors, Messrs. Close and Gee shall serve as advisors to the Board, and Mr. Dalla-Longa shall be a Board observer.

Appointment of Gil Fronzaglia as a Director

On April 22, 2021, the Board appointed Gil Fronzaglia as a director of the Company, effective immediately, to serve in such capacity until a successor has been elected and qualified, or until his resignation or removal.

Mr. Fronzaglia will also be appointed a member of each of the Company’s audit committee, compensation committee and nominating and governance committee effective as of April 22, 2021.

Mr. Fronzaglia currently serves on the board of Quinn Snacks Inc. (where he also served as interim COO from December 2018 through July 2019). He has also served on the boards of Grillo’s Pickles, Inc. (October 2016 – January 2021), I and Love and You (May 2015 – April 2017), Little Secrets Candies (October 2014 – July 2018) and Spindrift Beverage Co., Inc. (January 2013 – February 2017). Previously, Mr. Fronzaglia served as the Chief Operating Officer of Revelry Brands from May 2013 through September 2016. Prior to Revelry, he served in various operating roles for venture-backed companies which had successful exits to strategic investors, including: Food Should Taste Good (sold to General Mills), Izze Beverage Company (sold to Pepsi), Blue Buffalo Pet Food (sold to General Mills), and SoBe Beverage Company (sold to Pepsi). Prior to that, Mr. Fronzaglia spent over 15 years with multiple Fortune 500 consumer packaged goods companies. Mr. Fronzaglia received his MBA from Barry University and holds a Bachelor of Science in Chemical Engineering from Northeastern University. We believe Mr. Fronzaglia’s qualifications to serve as a director of our Company include his extensive experience in operating roles and successful exit strategies for consumer product goods businesses as well as his various Board leadership experience.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits.

| Items | Description |
|-------|--|
| | Press Release dated April 26, 2021 |

SIGNATURE

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.

Better Choice Company Inc.

By: /s/ Scott Lerner
Name: Scott Lerner
Title: Chief Executive Officer

April 26, 2021

Better Choice Announces Appointment of Former Blue Buffalo Founding Shareholder, Gil Fronzaglia, to the Board of Directors

NEW YORK – April 26, 2021 (GLOBE NEWSWIRE) – Better Choice Company (OTCQX: BTTR) (“Better Choice”), an animal health and wellness company, today announces the appointment of Gil Fronzaglia, former Blue Buffalo founding shareholder. Mr. Fronzaglia brings tremendous industry experience and knowledge as a highly successful investor into the animal health and wellness sector as well as many other consumer-packaged goods companies.

Michael Young, Chairman of Better Choice, stated, “We are excited to have Gil Fronzaglia join our Board of Directors. Not only does Gil have exceptional experience in the pet space as a founding member of Blue Buffalo, but he has built and sold many consumer-packaged goods companies in the natural food and beverage industry. Gil brings a wealth of industry specific knowledge and invaluable industry contacts, which will help to accelerate Better Choice’s already rapidly growing revenue.”

Mr. Young continued, “As we have previously stated, we continue to position Better Choice towards an up listing of our stock to a major North American Stock exchange in the near future. Adding such highly revered industry professionals as Gil Fronzaglia to our Board of Directors is yet another step towards achieving this very important corporate milestone.”

Gil Fronzaglia, newly appointed Better Choice Company Board Member, stated, “I am excited to re-enter the animal health and wellness industry at such an exciting time. I look forward to supporting the amazing executive team here at Better Choice, and feel I can really help further their successes. Over the past 10 years I have seen the impact a strong and industry knowledgeable board can have on a company’s performance and corporate achievements and I expect no less with Better Choice. I have been lucky enough to have had a long and successful career, which has included, large consumer-products companies, natural food and beverage startups, venture capital, and numerous board seats. I intend to call on all of these experiences in order to help the team here at Better Choice Company achieve ultimate success.”

About Better Choice Company, Inc.

Better Choice Company Inc. is a growing animal health and wellness company committed to leading the industry shift toward pet products and services that help dogs and cats live healthier, happier and longer lives. We take an alternative, nutrition-based approach to animal health relative to conventional dog and cat food offerings and position our portfolio of brands to benefit from the mainstream trends of growing pet humanization and consumer focus on health and wellness. We have a demonstrated, multi-decade track record of success selling trusted animal health and wellness products and leverage our established digital footprint to provide pet parents with the knowledge to make informed decisions about their pet’s health. We sell the majority of our dog food, cat food and treats under the Halo and TruDog brands, which are focused, respectively, on providing sustainably sourced kibble and canned food derived from real whole meat, and minimally processed raw-diet dog food and treats. For more information, please visit <https://www.betterchoicecompany.com>.

Forward Looking Statements

This press release contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. The words “believe,” “may,” “estimate,” “continue,” “anticipate,” “intend,” “should,” “plan,” “could,” “target,” “potential,” “is likely,” “will,” “expect” and similar expressions, as they relate to us, are intended to identify forward-looking statements. The Company has based these forward-looking statements largely on our current expectations and projections about future events and financial trends that we believe may affect our financial condition, results of operations, business strategy and financial needs. Some or all of the results anticipated by these forward-looking statements may not be achieved. Further information on the Company’s risk factors is contained in our filings with the SEC. Any forward-looking statement made by us herein speaks only as of the date on which it is made. Factors or events that could cause our actual results to differ may emerge from time to time, and it is not possible for us to predict all of them. The Company undertakes no obligation to publicly update any forward-looking statement, whether as a result of new information, future developments or otherwise, except as may be required by law.

Company Contact:

Better Choice Company, Inc.
Scott Lerner, CEO

Investor Contact:

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