

**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):

August 9, 2021

**Verb Technology Company, Inc.**

(Exact Name of Registrant as Specified in Charter)

Nevada

(State or Other Jurisdiction  
of Incorporation)

001-38834

(Commission  
File Number)

90-1118043

(IRS Employer  
Identification No.)

782 S. Auto Mall Drive,  
American Fork, Utah

(Address of Principal Executive Offices)

84003

(Zip Code)

Registrant's Telephone Number, Including Area Code:

(855) 250-2300

(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:

<u>Title of each class</u>	<u>Trading Symbol(s)</u>	<u>Name of each exchange on which registered</u>
Common Stock, par value \$0.0001	VERB	The Nasdaq Stock Market LLC
Common Stock Purchase Warrants	VERBW	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 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 8.01. Other Events.**

In accordance with Section 8(a) of the Certificate of Designation of Rights, Preferences, and Restrictions of Series A Convertible Preferred Stock (the "Certificate") of Verb Technology Company, Inc., a Nevada corporation (the "Company"), the Company has elected to convert (the "Conversion") all of the outstanding shares of the Company's Series A Convertible Preferred Stock, par value \$0.0001 per share ("Preferred Stock") into shares of the Company's common stock, par value \$0.0001 per share ("Common Stock"). The Company made the election following a determination that the closing price of the Common Stock met the requisite trading price threshold for at least twenty (20) trading days within a thirty (30) trading day period.

As a result of the Conversion, the Company has no shares of Preferred Stock remaining outstanding.

**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.

Date: August 12, 2021

**Verb Technology Company, Inc.**

By: /s/ Rory J. Cutaia

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Name: Rory J. Cutaia  
Title: Chairman, Chief Executive Officer and President

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