

**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): November 8, 2021 (November 8, 2021)



VINCO VENTURES, INC.

(f/k/a Edison Nation, Inc.)

(Exact Name of Registrant as Specified in Charter)

Nevada

(State or other jurisdiction
of incorporation)

001-38448

(Commission
File Number)

82-2199200

(IRS Employer
Identification No.)

**6 North Main Street
Fairport, NY**

(Address of principal executive offices)

14450

(Zip Code)

(866) 900-0992

(Registrant's Telephone Number, Including Area Code)

(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
Common Stock, \$0.001 par value per share	BBIG	Nasdaq

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.

As previously disclosed in the Company's Current Report filed on Form 8-K with the Securities and Exchange Commission on October 19, 2021, Brett Vroman, the Company's Chief Financial Officer and Treasurer, was to have resigned effective as of November 4, 2021. Mr. Vroman and the Company have elected to retain Mr. Vroman until the Company's Quarterly Report on Form 10-Q is filed with the Securities and Exchange Commission on or before November 22, 2021.

Item 7.01 Regulation FD Disclosure

On November 8, 2021, Company issued a press release announcing the filing of its Form 10 registration statement with the United States Securities and Exchange Commission in connection with the planned spinoff of its subsidiary Cryptyde, Inc.

Cautionary Note Regarding Forward-Looking Statements

This Current Report on Form 8-K includes information that may constitute forward-looking statements. These forward-looking statements are based on the Company's current beliefs, assumptions and expectations regarding future events, which in turn are based on information currently available to the Company. By their nature, forward-looking statements address matters that are subject to risks and uncertainties. Forward looking statements include, without limitation, statements relating to projected industry growth rates, the Company's current growth rates and the Company's present and future cash flow position. A variety of factors could cause actual events and results, as well as the Company's expectations, to differ materially from those expressed in or contemplated by the forward-looking statements. Risk factors affecting the Company are discussed in detail in the Company's filings with the Securities and Exchange Commission. The Company undertakes no obligation to publicly update or revise any forward-looking statement, whether as a result of new information, future events or otherwise, except to the extent required by applicable securities laws.

The information in Item 7.01 to 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, as amended, or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, except as expressly set forth by specific reference in such filing.

The Press Release can also be found on our website at <https://investors.vincoventures.com/press-releases>.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit

No.	Description
99.1	Press release dated November 8, 2021
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

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.

Date: November 9, 2021

VINCO VENTURES, INC.

By: /s/ Lisa King
Name: Lisa King
Title: Chief Executive Officer

Vinco Ventures, Inc. (BBIG) Announces Filing of Form 10 Registration Statement in Connection with Planned Spin-Off of Cryptyde, Inc. (TYDE)

FAIRPORT, NY., November 8, 2021, Vinco Ventures, Inc. (NASDAQ: BBIG) (“Vinco”) today announced the filing of a Form 10 registration statement with the United States Securities and Exchange Commission (“SEC”) in connection with the planned spin-off of its subsidiary Cryptyde, Inc. The spin-off would make Cryptyde a stand-alone, publicly traded Nasdaq listed company under the ticker symbol TYDE. Vinco will continue to trade under the BBIG ticker symbol on Nasdaq following completion of the planned spin-off and currently planned subsequent merger with Zash Global Media and Entertainment Corp. The Cryptyde executive team has been transitioned from Vinco, with former Vinco Chief Strategy Officer, Brian McFadden, named Chief Executive Officer of Cryptyde, Vinco Chief Financial Officer, Brent Vroman, named Chief Financial Officer of Cryptyde, with him serving in both capacities as his duties are transitioned to the new Vinco CFO previously named, and the majority of the board of directors of Cryptyde consisting of former Vinco board members.

The Form 10 includes detailed information about Cryptyde, including historical financial information, as well as business strategy, risk factors and legal and financial disclosures:

- Distribution ratio in the spin-off is 1 share of Cryptyde common stock for every 10 shares of Vinco common stock.
 - For example, if a stockholder holds 1,000 shares of Vinco (BBIG), they would receive 100 shares of Cryptyde (TYDE).
- Distribution is currently anticipated to be tax free.
- Currently expected number of outstanding shares of Cryptyde common stock is approximately 19 million.

“We believe the spin-off will provide significant benefits for Cryptyde, Vinco and their shareholders, enabling each company to enhance its strategic and operational focus, and improve resource allocation,” said Lisa King, Chief Executive Officer of Vinco. “We believe Vinco and Cryptyde will be well positioned to pursue distinct strategic agendas, and build long term shareholder value for both companies,” Ms. King concluded.

Upon completion of the spin-off, holders of Vinco will continue to maintain their existing ownership interest in Vinco (BBIG). Shareholders of Vinco as of the record date for the distribution will be granted shares in the new stand-alone, publicly-traded company, Cryptyde (TYDE).

“Our filing of the Form 10 is an important step in the process of creating two independent public companies, executing distinct growth strategies, that we believe will allow each company to leverage its competitive advantages and serve distinct end users and markets globally - all while enabling both companies to realize their potential shareholder value,” said Brian McFadden, Chief Executive Officer of Cryptyde.

About Vinco Ventures, Inc.

Vinco Ventures, Inc. (BBIG) (“Vinco”) is focused on the development of digital media and content technologies. Vinco’s consolidated subsidiary, ZVV Media Partners, LLC, a joint venture of Vinco and Zash Global Media and Entertainment Corp. (“Zash”), has an 80% ownership interest in Lomotif Private Limited. Vinco and Zash have announced their plan to complete a merger transaction. For more information visit investors.vincoventures.com.

Cryptyde Inc.

Cryptyde is focused on leveraging blockchain technology to disrupt consumer facing industries. Current operations include E-NFT.com, a Streaming Music NFT Platform, and CW Machines LLC, a crypto mining ecosystem which seeks to leverage Cryptyde’s knowledge of blockchain technologies to bring BTC mining to a price point for the everyday consumer. Cryptyde will also include the Ferguson Containers business of Vinco.

About Lomotif

Lomotif is a video-sharing social networking platform that is democratizing video creation. Since the company was co-founded by video enthusiast Paul Yang in 2014, Lomotif has been granted three technology patents focused on empowering creators to share and watch short videos with ease through remix and collaboration. Yang’s vision is to build the world’s largest video vocabulary to accelerate the world’s transition to video-first expression. Lomotif, available in the Apple and Google stores, is a downloadable app designed with a focus on hip hop, rap, and urban culture across the United States and Latin America. For additional information about Lomotif Private Limited, please visit Lomotif’s website at www.lomotif.com.

Forward-Looking Statements and Disclaimers

This press release contains “forward-looking statements” as defined in the safe harbor provisions of the U.S. Private Securities Litigation Reform Act of 1995, which are based upon beliefs of, and information currently available to, Vinco’s and Cryptyde’s management as well as estimates and assumptions made by Vinco’s and Cryptyde’s management. These statements can be identified by the fact that they do not relate strictly to historic or current facts. When used in this presentation the words “estimate,” “expect,” “intend,” “believe,” “plan,” “anticipate,” “projected,” and other words or the negative of these terms and similar expressions as they relate to the applicable company or its management identify forward-looking statements. Such statements reflect the current view of Vinco and Cryptyde with respect to future events and are subject to risks, uncertainties, assumptions and other factors relating to each company’s industry, operations and results of operations. Such factors include, but are not limited to, uncertainties as to the completion and timing of the spin-off, the failure to satisfy any conditions to complete the spin-off as specified in the Form 10, the expected tax treatment of the spin-off and the impact of the spin-off on the businesses of Vinco and Cryptyde, and such other risks and uncertainties described more fully in documents filed by Vinco and Cryptyde with or furnished to the Securities and Exchange Commission, including the risk factors discussed in Cryptyde’s Form 10, Vinco’s Annual Report on Form 10-K for the period ended December 31, 2020 filed on April 15, 2021, and Vinco’s Quarterly Reports on Form 10-Q filed thereafter, which are available at www.sec.gov. Should one or more of these risks or uncertainties materialize, or the underlying assumptions prove incorrect, actual results may differ significantly from those anticipated, believed, estimated, expected, intended, or planned. Although each company believes that the expectations reflected in the forward-looking statements are reasonable, the companies cannot guarantee future results, performance, or achievements. Except as required by applicable law, including the security laws of the United States, neither company intends to update any of the forward-looking statements to conform these statements to actual results. The spin-off is subject to certain conditions as described in Cryptyde’s Form 10, including the effectiveness of the Form 10, Nasdaq approval of the listing of Cryptyde shares, receipt of an opinion from tax counsel regarding the tax-free nature of the distribution, Vinco having the requisite surplus under Nevada law to effect the distribution of Cryptyde shares, and final approval and declaration of the distribution by Vinco’s Board of Directors. There can be no assurance regarding the ultimate timing of the spin-off or that it will be completed.

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Investor Relations

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