
Section 1: 8-K

**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 30, 2019

REED'S, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

001-32501
(Commission
File Number)

35-2177773
(IRS Employer
Identification No.)

201 Merritt 7 Corporate Park, Norwalk CT 06851
(Address of principal executive offices and zip code)

Not applicable
(Former name or former address if changed since last report)

Registrant's telephone number, including area code: (800) 997-3337

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))
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Item 3.01 Notice of Delisting or Failure to Satisfy a Continued Listing Rule or Standard; Transfer of Listing.

On April 30, 2019, Reed's, Inc. (the "Company"), acting pursuant to authorization from its Board of Directors, is planning to voluntarily withdraw the principal listing of the Company's common stock, par value \$0.0001 per share (the "Common Stock"), from the NYSE American, LLC ("NYSE") and to transfer the listing to The Nasdaq Stock Market, LLC ("Nasdaq"). The Company expects that listing and trading of its common stock on the NYSE will end at market close on May 9, 2019, and that trading will begin on the Nasdaq Capital Market at market open on May 10, 2019 under the stock symbol "REED".

The Company issued a press release in connection with the transfer of the principal listing of the Common Stock to Nasdaq. The press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

The following exhibit relating to Item 3.01 shall be deemed to be furnished, and not filed:

[99.1 Press release of Reed's Inc. dated April 30, 2019](#)

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, thereunto duly authorized.

REEDS, INC.,
a Delaware corporation

Dated: April 30, 2019

By: /s/ Iris Snyder
Iris Snyder
Chief Financial Officer

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Section 2: EX-99.1



Reed's Inc. Transfers Stock Exchange Listing to Nasdaq

NORWALK, CT, April 30, 2019 (GLOBE NEWSWIRE) — Reed's Inc. (NYSE American:REED), owner of the nation's leading portfolio of handcrafted, all-natural beverages, today announced it is planning to transfer its stock exchange listing from NYSE American to the Nasdaq Capital Market ("Nasdaq"). The company's shares are expected to begin trading as a Nasdaq listed security on May 10, 2019, with the common stock continuing to trade under the symbol "REED".

"We are very excited to be transferring to the Nasdaq Exchange, joining a community of more than 3,700 listed companies creating a market of innovators and visionaries that are aligned together with a shared interest in helping attract more customers and investors," stated Val Stalowir CEO of Reed's, Inc. "Our partnership with Nasdaq further aligns us with our goals of positioning the company for future growth and building shareholder value by providing us with great cost-effectiveness and a suite of tools, services and great brand visibility."

About Reed's, Inc.:

Established in 1989, Reed's is America's best-selling Ginger Beer brand and has been the leader and innovator in the ginger beer category for decades. Virgil's is America's best-selling independent, full line of natural craft sodas. The Reed's Inc. portfolio is sold in over 30,000 retail doors nationwide. Reed's Ginger Beers are unique due to the proprietary process of using fresh ginger root combined with a Jamaican inspired recipe of natural spices and fruit juices. The Company uses this same handcrafted approach in its award-winning Virgil's line of great tasting, bold flavored craft sodas.

For more information about Reed's, please visit the Company's website at: <http://www.drinkreeds.com> or call 800-99-REEDS. Follow Reed's on Twitter, Instagram, and Facebook @drinkreeds.

For more information about Virgil's please visit Virgil's website at: <http://www.virgils.com>. Follow Virgil's on Twitter and Instagram @drinkvirgils and on Facebook @drinkvirgilssoda.

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