

**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 25, 2024

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.)

**3024 Sierra Juniper Court
Las Vegas, Nevada**

(Address of Principal Executive Offices)

89138

(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:

| Title of each class | Trading Symbol(s) | Name of each exchange on which registered |
|----------------------------------|-------------------|---|
| Common Stock, par value \$0.0001 | VERB | 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.

This current report on Form 8-K is being filed by Verb Technology Company, Inc. (the "Company") to make publicly available its unaudited balance sheet as of March 31, 2024, which is attached hereto as Exhibit 99.1. Subsequent to the period covered and reported in the Company's annual report on Form 10-K, the Company's stockholders' equity increased to \$14,001,000. Accordingly, the Company believes it qualifies for an additional extension of 180 days to regain compliance with Nasdaq \$1.00 Minimum Bid Price Listing Rule 5550(a)(2).

ITEM 9.01 EXHIBITS.

(d) Exhibits

Exhibit No. Description

| | |
|------|---|
| 99.1 | Unaudited Balance Sheet as of March 31, 2024. |
| 104 | Cover Page Interactive Data File (embedded as Inline XBRL document and contained in Exhibit 101). |

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: April 25, 2024

VERB TECHNOLOGY COMPANY, INC.

By: /s/ Rory J. Cutaia

Name: Rory J. Cutaia

Title: President and Chief Executive Officer

VERB TECHNOLOGY COMPANY, INC.
UNAUDITED CONDENSED CONSOLIDATED BALANCE SHEET
(in thousands, except share and per share data)

March 31, 2024

| ASSETS | | March 31, 2024 |
|---|-----------|-----------------------|
| Current assets | | |
| Cash | \$ | 14,182 |
| Prepaid expenses and other current assets | | 313 |
| Total current assets | | 14,495 |
| Capitalized software development costs, net | | 3,741 |
| ERC receivable | | 1,528 |
| Property and equipment, net | | 60 |
| Operating lease right-of-use assets | | 208 |
| Intangible assets, net | | 135 |
| Other non-current assets | | 259 |
| Total assets | \$ | 20,426 |
| LIABILITIES AND STOCKHOLDERS' EQUITY | | |
| Current liabilities | | |
| Accounts payable | \$ | 1,083 |
| Accrued expenses | | 3,015 |
| Accrued officers' compensation | | 901 |
| Notes payable, current | | 1,024 |
| Preferred dividends payable | | 75 |
| Operating lease liabilities, current | | 70 |
| Total current liabilities | | 6,168 |
| Long-term liabilities | | |
| Notes payable, non-current | | 113 |
| Operating lease liabilities, non-current | | 144 |
| Total liabilities | | 6,425 |
| Commitments and contingencies | | |
| Stockholders' equity | | |
| Series C Preferred Stock, \$0.0001 par value, 5,000 shares authorized, 3,000 shares issued and outstanding as of March 31, 2024 | | 2,980 |
| Class A units, 3 shares issued and authorized as of March 31, 2024 | | - |
| Common stock, \$0.0001 par value, 400,000,000 shares authorized, 79,300,788 shares issued and outstanding as of March 31, 2024 | | 8 |
| Additional paid-in capital | | 190,155 |
| Accumulated deficit | | (179,142) |
| Total stockholders' equity | | 14,001 |
| Total liabilities and stockholders' equity | \$ | 20,426 |