

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): **May 4, 2021**

**BYRNA TECHNOLOGIES INC.**  
(Exact name of registrant as specified in its charter)

Delaware  
(State or other jurisdiction of incorporation)

**333-132456**  
(Commission File Number)

**71-1050654**  
(IRS Employer Identification No.)

**100 Burt Road, Suite 115**  
**Andover, MA 01810**  
(Address and Zip Code of principal executive offices)

**(978) 868-5011**  
(Registrant's telephone number, including area code)

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, \$.001 par value per share	BYRN	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 7.01. Regulation FD Disclosure.**

On May 4, 2021, Byrna Technologies Inc. (the "Company") issued a press release announcing that The Nasdaq Stock Market LLC has approved the listing of the Company's common stock on the Nasdaq Capital Market under the ticker symbol "BYRN." Pursuant to Item 7.01 of Form 8-K, a copy of the press release is furnished as Exhibit 99.1 to this Current Report on Form 8-K.

The information in Item 7.01, Item 9.01 and Exhibit 99.1 shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, or otherwise subject to the liability of such section, nor shall it be deemed incorporated by reference in any filing of the Company under the Securities Act of 1933 or the Securities Exchange Act of 1934, regardless of any general incorporation language in such filing, unless expressly incorporated by specific reference in such filing.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits.

[99.1](#) [Press Release, dated May 4, 2021](#)

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 hereunto duly authorized.

**BYRNA TECHNOLOGIES INC.**

Date: May 4, 2021

By: /s/ Bryan Ganz

Name: Bryan Ganz

Title: Chief Executive Officer

---



### Byrna Technologies to Commence Trading on Nasdaq

**ANDOVER, MA (May 4, 2021)** — Byrna Technologies Inc. (OTCQB: BYRN) (CSE: BYRN) (“Byrna” or “the Company”) today announced that The Nasdaq Stock Market LLC has approved the listing of the Company’s common stock on the Nasdaq Capital Market (“Nasdaq”). The Company expects to begin trading on the Nasdaq on Wednesday May 5, 2021 under the symbol “BYRN.” The Company’s common stock will continue to trade on the OTCQB until market close on May 4, 2021, and will continue to trade on the Canadian Stock Exchange.

“The Nasdaq listing is an important milestone for Byrna and is a testament to Byrna’s growth and evolution as a publicly traded company over the last several years,” said Bryan Ganz, CEO of Byrna. “We are enthusiastic about this listing because we believe it will help elevate the Company’s public profile, expand our shareholder base, improve liquidity and enhance shareholder value.”

Mr. Ganz continued, “Our flagship product, the Byrna<sup>®</sup> HD has proven to be a game changer in the market for non-lethal personal security devices, and we expect the product innovations we have been developing to further solidify our position as a leader in this market. The Byrna HD is a product for the times, driven by the growing need for both civilians and law enforcement professionals to have a safe and effective alternative to lethal firearms to protect themselves, their families, and their communities. Our rapid sales growth over the past year reflects this need and our broad and expanding brand appeal with consumers. We believe we are well positioned for continued growth and that we have the human and financial resources in place necessary to support that growth.”

#### About Byrna Technologies Inc.

Byrna is a technology company, specializing in the development, manufacture, and sale of innovative, non-lethal personal security solutions. For more information on the Company, please visit the corporate website [here](#) or the Company’s investor relations site [here](#). The Company is the manufacturer of the Byrna<sup>®</sup> HD personal security device, a state of the art handheld CO<sub>2</sub> powered launcher designed to provide a non-lethal alternative to a firearm for the consumer, private security, and law enforcement markets. To purchase Byrna products [e-commerce store](#)

1

#### Forward Looking Information

This news release contains “forward-looking statements” within the meaning of the U.S. and Canadian securities laws. All statements contained in this news release, other than statements of current and historical fact, are forward-looking. Often, but not always, forward-looking statements can be identified by the use of words such as “plans”, “expects”, “projects”, “intends”, “anticipates” and “believes” and statements that certain actions, events or results “may”, “could”, “would”, “should”, “might”, “occur” or “be achieved” or “will be taken.” Forward-looking statements include descriptions of currently occurring matters which may continue in the future. Forward-looking statements in this news release include, but are not limited to, expectations for elevation of the Company’s public profile, expansion of its shareholder base, improved liquidity and enhanced shareholder value, as well as statements regarding market leadership position and growth, listing on the Nasdaq, and ceasing to list on the OTCQB and the timing thereof and the Company’s continued listing on the CSE. Forward-looking statements are based on, among other things, opinions, assumptions, estimates and analyses that, while considered reasonable by the Company at the date the forward-looking information is provided, inherently are subject to significant risks, uncertainties, contingencies and other factors that may cause actual results and events to be materially different from those expressed or implied.

Any number of risk factors could affect anticipated events and outcomes and cause them to differ materially from those expressed or implied by the forward-looking statements in this news release, including, but not limited to, completion of administrative or regulatory steps and approvals in the time frame anticipated or at all, some of which are out of the Company’s control, future financial results or business-related matters or civil, political or market events which could affect the timing or completion of an uplist, other events that could negatively affect the Company’s business, financial results, or the market in its securities or the stock market generally, and therefore impact the market for the Company’s stock or future shareholder liquidity and value. The order in which these factors appear should not be construed to indicate their relative importance or priority. We caution that all risks cannot be anticipated and any list of risks may not be exhaustive, accordingly, any forward-looking statements contained herein should not be relied upon as a prediction of actual results. Investors should carefully consider these and other relevant factors, including those risk factors in Part I, Item 1A in our most recent Form 10-K and subsequent filings with the Securities and Exchange Commission (“SEC”), and should not place undue reliance on forward-looking information. The Company assumes no obligation to update or revise any forward-looking information, except as required by applicable law.

#### Contact:

Byrna Technologies, Inc.  
Lisa Wager, Chief Legal Officer  
978-665-2721

#### Investor Relations Counsel:

The Equity Group Inc.  
Fred Buonocore, CFA 212-836-9607  
Mike Gaudreau 212-836-9620

2