

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 1, 2023

**CELSIUS HOLDINGS, INC.**

(Exact name of registrant as specified in charter)

**Nevada**

(State or other jurisdiction of incorporation)

**001-34611**

(Commission File Number)

**20-2745790**

(IRS Employer Identification No.)

**2424 N Federal Highway, Suite 208, Boca Raton, Florida 33431**  
(Address of principal executive offices and zip code)

Registrant's telephone number including area code :(561) 276-2239

**Not Applicable**

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 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, \$0.001 par value per share	CELH	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 7.01 Regulation FD Disclosure.**

On November 1, 2023, Celsius issued a press release (a) noting the release date of the financial results for the third quarter ending September 30, 2023 will be on November 7, 2023; and (b) announcing that the Management team will host a conference call that same day at 10:00 a.m. Eastern Time to discuss the financial results with the investment community.

Persons desiring to participate in the conference call, please call one of the following telephone numbers at least 10 minutes before the start of the call:

Toll Free: (877) 709-8150  
Toll/International: (862) 298-0702

**Webcast:** <https://event.choruscall.com/mediaframe/webcast.html?webcastid=fLaBjVHp>

A copy of the press release dated November 1, 2023 is included as **Exhibit 99.1** to this report.

In accordance with General Instruction B.2 of Form 8-K, the information furnished pursuant to this Item 7.01, and including Exhibit 99.1 furnished herewith, shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "**Exchange Act**"), nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

Exhibit No	Description
<a href="#">99.1</a>	<a href="#">Press Release dated November 1, 2023</a>
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

**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.

**CELSIUS HOLDINGS, INC.**

Date: November 1, 2023

By: /s/ John Fieldly  
John Fieldly, Chief Executive Officer

**FOR IMMEDIATE RELEASE**



***Celsius Holdings, Inc. to Release Third Quarter 2023 Financial Results on Tuesday, November 7, 2023***

BOCA RATON, FL, November 1, 2023/PRNewswire/ -- Celsius Holdings, Inc., (Nasdaq: CELH), maker of the leading global fitness drink, CELSIUS®, today announced that it will release financial results for the third quarter ended September 30, 2023, on Tuesday, November 7, 2023. Management will host a conference call that same day at 10:00 a.m. Eastern Time, to discuss the results with the investment community.

To participate in the conference call, please call one of the following telephone numbers at least 10 minutes before the start of the call:

Toll Free: (877) 709-8150

International: (862) 298-0702

**Webcast:** <https://event.choruscall.com/mediaframe/webcast.html?webcastid=fLaBjVHp>

A replay of the call will be available through the webcast link above, after the conclusion of the event.

**About Celsius Holdings, Inc.**

Celsius Holdings, Inc. (Nasdaq: CELH), is a global consumer packaged goods company with a proprietary, clinically proven formula for its master brand CELSIUS®. A lifestyle energy drink born in fitness and a pioneer in the rapidly growing energy category, CELSIUS® offers proprietary, functional, essential energy formulas clinically-proven to offer significant health benefits to its users. CELSIUS® is backed by six university studies that were published in peer-reviewed journals validating the unique benefits CELSIUS® provides. For more information, please visit: <http://www.celsiusholdingsinc.com>

Investor Relations:

[investorrelations@celsius.com](mailto:investorrelations@celsius.com)

Cameron Donahue

(651) 707-3532

[cdonahue@celsius.com](mailto:cdonahue@celsius.com)