

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): **June 3, 2021**

TATTOOED CHEF, INC.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction
of incorporation)

001-38615

(Commission
File Number)

82-5457906

(IRS Employer
Identification No.)

6305 Alondra Blvd.

Paramount, CA 90723

(Address of principal executive offices, including zip code)

Registrant's telephone number, including area code: **(562) 602-0822**

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 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, \$0.0001 par value per share	TTCF	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 5.07 Submission of Matters to a Vote of Security Holders.

On June 3, 2021, Tattooed Chef, Inc., a Delaware corporation (“Tattooed Chef” or the “Company”), held its 2021 annual meeting of stockholders (the “Annual Meeting”). At the Annual Meeting, a total of 53,916,911 of Tattooed Chef’s issued and outstanding shares of common stock held of record as of April 5, 2021, the record date for the Annual Meeting, were present either in person or by proxy, which constituted a quorum. Tattooed Chef’s stockholders voted on the following proposals at the Annual Meeting, each of which was approved and described in more detail in Tattooed Chef’s definitive proxy statement filed with the Securities and Exchange Commission on April 16, 2021. The final vote tabulation for each proposal is set forth below.

1. **Election of Directors.** To elect three Class I directors to the Company’s board of directors (the “Board”) to hold office with terms to expire at the 2024 Annual Meeting of Stockholders. The final voting tabulation for this proposal was as follows:

Nominee	Votes For	Abstain	Broker Non-Votes
Ryan Olohan	42,724,666	55,114	11,137,131
David Boris	42,128,271	651,509	11,137,131
Marie Quintero-Johnson	42,725,956	53,824	11,137,131

Based on the votes set forth above, each of the director nominees was duly elected.

2. **Ratification of the Company’s Independent Registered Public Accounting Firm.** To ratify the appointment of BDO USA, LLP (“BDO”) as our independent registered public accounting firm for the fiscal year ending December 31, 2021. The final voting tabulation for this proposal was as follows:

Votes For	Votes Against	Abstain
53,378,443	417,281	121,187

Based on the votes set forth above, the appointment of BDO as the Company’s independent registered public accounting firm for the fiscal year ending December 31, 2021 was duly ratified.

3. **Incentive Plan Amendment.** To approve an amendment to Tattooed Chef’s 2020 Incentive Award Plan (the “Plan”) to increase the maximum annual amount of shares that may be granted under the Plan to any non-employee director who serves as chairperson of a duly formed and authorized committee of the Board, when taken together with any cash fees paid to that director, by \$25,000 to \$125,000. The final voting tabulation for this proposal was as follows:

Votes For	Votes Against	Abstain	Broker Non-Votes
42,273,177	410,207	96,396	11,137,131

Based on the votes set forth above, the amendment to increase the maximum annual amount of shares that may be granted under the Plan was duly approved.

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.

Tattooed Chef, Inc.

Dated: June 7, 2021

By: /s/ Salvatore Galletti

Name: Salvatore Galletti

Title: Chief Executive Officer and Chairman of the Board
