

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): January 2, 2024

STRAN & COMPANY, INC.

(Exact name of registrant as specified in its charter)

Nevada
(State or other jurisdiction
of incorporation)

001-41038
(Commission File Number)

04-3297200
(IRS Employer
Identification No.)

2 Heritage Drive, Suite 600, Quincy, MA
(Address of principal executive offices)

02171
(Zip Code)

800-833-3309
(Registrant's telephone number, including area code)

(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, par value \$0.0001 per share	SWAG	The NASDAQ Stock Market LLC
Warrants, each warrant exercisable for one share of Common Stock at an exercise price of \$4.81375	SWAGW	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 or Rule 12b-2 of the Securities Exchange Act of 1934.

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 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On January 2, 2024, Jason Nolley and Randolph Birney, each previously a named executive officer, will longer be an “executive officer” of the Company as such term is defined under Rule 3b-7 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”). Mr. Nolley and Mr. Birney will continue to serve the Company under their current employment contracts.

Item 7.01 Regulation FD Disclosure.

On January 4, 2024, the Company issued a press release announcing the appointment of Ian Thomas Wall as the Company’s new Chief Information Officer. A copy of the press release is furnished as Exhibit 99.1 to this report.

The information furnished pursuant to this Item 7.01 (including Exhibit 99.1 hereto), shall not be deemed “filed” for purposes of Section 18 of the Exchange Act, or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference into any filing under the Exchange Act or the Securities Act of 1933, as amended (the “Securities Act”), except as expressly set forth by specific reference in such a filing.

Forward-Looking Statements

The press release and the statements contained therein include “forward-looking” statements within the meaning of Section 27A of the Securities Act and Section 21E of the Exchange Act, which statements involve substantial risks and uncertainties. Forward-looking statements generally relate to future events or the Company’s future financial or operating performance. In some cases, you can identify these statements because they contain words such as “may,” “will,” “believes,” “expects,” “anticipates,” “estimates,” “projects,” “intends,” “should,” “seeks,” “future,” “continue,” “plan,” “target,” “predict,” “potential,” or the negative of such terms, or other comparable terminology that concern the Company’s expectations, strategy, plans, or intentions. Forward-looking statements relating to expectations about future results or events are based upon information available to the Company as of today’s date and are not guarantees of the future performance of the Company, and actual results may vary materially from the

results and expectations discussed. Forward-looking statements include, but are not limited to, the Company’s expectations regarding its financial position and operating performance, its expectations regarding its technology strategy, its business initiatives, its operating performance, trends in its business, the effectiveness of its growth strategy, its market opportunity, and demand for its products and services in general. The Company’s expectations and beliefs regarding these matters may not materialize, and actual results in future periods are subject to risks and uncertainties that could cause actual results to differ materially from those projected, including risks and uncertainties described in the Company’s Annual Reports on Form 10-K, Quarterly Reports on Form 10-Q and Current Reports on Form 8-K, and other filings with the Securities and Exchange Commission. All subsequent written and oral forward-looking statements concerning the Company or other matters and attributable to the Company or any person acting on its behalf are expressly qualified in their entirety by the cautionary statements above. The Company does not undertake any obligation to publicly update any of these forward-looking statements to reflect events or circumstances that may arise after the date hereof, except as required by law.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit No.	Description of Exhibit
99.1	Press Release dated January 4, 2024
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

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.

Date: January 4, 2024

STRAN & COMPANY, INC.

/s/ Andrew Shape
Name: Andrew Shape
Title: President and Chief Executive Officer



Stran & Company Appoints Ian Thomas Wall as Chief Information Officer

Quincy, MA / January 4, 2024 / Stran & Company, Inc. ("Stran" or the "Company") (NASDAQ: SWAG; SWAGW), a leading outsourced marketing solutions provider that leverages its promotional products and loyalty incentive expertise, announces that it has appointed Ian Thomas Wall as its Chief Information Officer.

"We are thrilled to welcome Ian as our new Chief Information Officer given his impressive professional history and demonstrated ability to leverage technology to enhance operations, improve efficiency, and strengthen the customer experience," commented Andy Shape, Chief Executive Officer of Stran. "His appointment follows recent key sales hires, which we believe will help accelerate our growth. Towards this end, we continue to implement digital technologies to provide our sales team with tools to enhance lead generation and closure rates. We also believe Ian's skillset and experience in technological strategic planning will be invaluable as we work to improve our organizational efficiency and look forward to his contributions."

"Part of what makes Stran a premier player within the promotional products industry is its history of developing, creating, and implementing technologies into its operations and services," Mr. Wall added. "Given Stran's forward-looking culture, I am excited to be a part of the senior leadership team, overseeing Stran's technology strategies, and helping its clients and employees see better results more efficiently and profitably."

Mr. Wall is an accomplished senior technology executive with over a decade of experience in digital transformation, technology road mapping, organizational development, continuous improvement, and risk management. Most recently, Mr. Wall served as the Senior Vice President of Digital Transformation and Service Delivery at Digital Radius, a consulting firm focused on digital transformation and implementing software-as-a-service solutions for its clients. At Digital Radius, Mr. Wall was responsible for overseeing all enterprise information technology and acted as a chief information officer for its clients and managing project teams. Prior to Digital Radius, Mr. Wall was the Chief Information Officer and Interim Vice President at Bentley University, where he managed a team of more than 70 people, and supported their global remote, hybrid, and on-campus learning technology operations. Previously, Mr. Wall held the position of Director of Enterprise Applications at Tufts University and managed the implementation, update, and support of the school's enterprise applications while supervising 50 team members. Mr. Wall also served as the Director of Enterprise Business Intelligence at Vertex Pharmaceuticals and Head of Business Intelligence Strategy at Biogen Idec as well as Associate Director of Harvard University Information Technology (HUIT) at Harvard University. Mr. Wall holds a BA in Liberal Arts from the University of Massachusetts Amherst and an MS in Science & Engineering Management (MSEM) from Tufts University.

About Stran

For over 28 years, Stran has grown to become a leader in the promotional products industry, specializing in complex marketing programs to help recognize the value of promotional products, branded merchandise, and loyalty incentive programs as a tool to drive awareness, build brands and impact sales. Stran is the chosen promotional programs manager of many Fortune 500 companies, across a variety of industries, to execute their promotional marketing, loyalty and incentive, sponsorship activation, recruitment, retention, and wellness campaigns. Stran provides world-class customer service and utilizes cutting-edge technology, including efficient ordering and logistics technology to provide order processing, warehousing and fulfillment functions. The Company's mission is to develop long-term relationships with its clients, enabling them to connect with both their customers and employees in order to build lasting brand loyalty. Additional information about the Company is available at: www.stran.com.

Forward Looking Statements

This press release contains "forward-looking statements" that are subject to substantial risks and uncertainties. All statements, other than statements of historical fact, contained in this press release are forward-looking statements. Forward-looking statements contained in this press release may be identified by the use of words such as "anticipate," "believe," "contemplate," "could," "estimate," "expect," "intend," "seek," "may," "might," "plan," "potential," "predict," "project," "target," "aim," "should," "will," "would," or the negative of these words or other similar expressions, although not all forward-looking statements contain these words. Forward-looking statements are based on the Company's current expectations and are subject to inherent uncertainties, risks and assumptions that are difficult to predict. Further, certain forward-looking statements are based on assumptions as to future events that may not prove to be accurate. These risks and uncertainties include those which are described more fully in the section titled "Risk Factors" in the Company's periodic reports which are filed with the Securities and Exchange Commission. Forward-looking statements contained in this announcement are made as of this date, and the Company undertakes no duty to update such information except as required under applicable law.

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