NUTRIBAND INC.

FORM 8-K
(Current report filing)

Filed 09/23/26 for the Period Ending 09/21/26

Address	121 S. ORANGE AVE. SUITE 1500 ORLANDO, FL, 32801
Telephone	407 377-6695
CIK	0001676047
Symbol	NTRB
SIC Code	3842 - Orthopedic, Prosthetic, and Surgical Appliances and Supplies
Industry	Medical Equipment, Supplies & Distribution
Sector	Healthcare
Fiscal Year	01/31

SECURITIES AND EXCHANGE COMMISSION
Washington, DC 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): September 21, 2026

Nutriband Inc.

Nevada	*001-40854*	81-1118176
(State or Other Jurisdiction of Incorporation)	(Commission File Number)	(I.R.S. Employer Identification No.)

121 S. Orange Ave. Suite 1500 Orlando, Florida	32801
(Address of Principal Executive Offices)	(Zip Code)

(407) 377-6695
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 (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))

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. ☒

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	NTRB	The Nasdaq Stock Market LLC
Warrants	NTRBW	The Nasdaq Stock Market LLC

Item 7.01 Financial Statements and Exhibits

Nutriband Inc. ("Nutriband" or the "Company") announced on September 21, 2026 that that its publicly traded warrants (Nasdaq: NTRBW) will expire in accordance with their original terms at 5:00 p.m. Eastern Time on September 30, 2026. Trading in the warrants will cease at the close of market on September 30, 2026, after which the warrants will be removed from listing on Nasdaq. Any warrants that remain unexercised at expiration will be voided and of no further value. This expiration occurs automatically under the Warrant Agreement, does not require any action from warrant holders, and has no impact on the Company's common stock, which will continue to trade on Nasdaq under the symbol NTRB.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits

The following exhibits are being filed with this Current Report on Form 8-K:

Exhibit 3.1E	Press Release dated September 21, 2026.
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 THEREUNTO DULY AUTHORIZED.

NUTRIBAND INC.

Date: September 23, 2026

By: /s/ Gareth Sheridan
R: Gareth Sheridan
Chief Executive Officer

EXHIBIT 3.1

Nutriband Confirms Warrants Will Expire September 30 Without Extension or Repricing

ORLANDO, Fla., Sept 21, 2026 (GLOBE NEWSWIRE) -- Nutriband Inc. (NASDAQ:NTRB) (NASDAQ:NTRBW) confirmed today that its outstanding warrants (NASDAQ:NTRBW) will expire on September 30, 2026 at 5PM ET as scheduled. The Company will not extend the expiration date and will not reprice the warrants.

Warrant holders may exercise at the current strike price of $6.43 per share until the expiration date. Warrants not exercised by that date will expire in their entirety and be removed from the NTRBW Nasdaq listing.

There are currently 910,904 warrants outstanding, representing $5,856,112 in potential proceeds to the Company if fully exercised at the $6.43 strike price.

Key dates and terms:

- Expiration date: September 30, 2026 5PM ET
- Strike price: $6.43 per warrant
- Warrants outstanding: 910,904
- No extension. No repricing.

Shareholders and warrant holders are advised to act before the deadline if they intend to exercise. Nutriband will continue to provide updates on Company developments in the coming weeks.

About Nutriband Inc.

We are primarily engaged in the development of a portfolio of transdermal pharmaceutical products. Our lead product under development is an abuse deterrent fentanyl patch incorporating our AVERSA™ abuse deterrence technology. AVERSA™ technology can be incorporated into any transdermal patch to prevent the abuse, misuse, diversion, and accidental exposure of drugs with abuse potential.

The Company's website is www.nutriband.com. Any material contained in or derived from the Company's websites or any other website is not part of this press release.

Forward-Looking Statements

Certain statements contained in this press release, including, without limitation, statements containing the words "believes," "anticipates," "expects" and words of similar import, constitute "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. Such forward-looking statements involve both known and unknown risks and uncertainties. The Company's actual results may differ materially from those anticipated in its forward-looking statements as a result of a number of factors, including those including the Company's ability to develop its proposed abuse-deterrent fentanyl transdermal system and other proposed products, its ability to obtain patent protection for its abuse technology, its ability to obtain the necessary financing to develop products and conduct the necessary clinical testing, its ability to obtain Federal Food and Drug Administration approval to market any product it may develop in the United States and to obtain any other regulatory approval necessary to market any product in other countries, including countries in Europe, its ability to market any product it may develop, its ability to create, sustain, manage or forecast its growth; its ability to attract and retain key personnel; changes in the Company's business strategy or development plans; competition; business disruptions; adverse publicity and international, national and local general economic and market conditions and risks generally associated with an undercapitalized developing company, as well as the risks contained under "Risk Factors" and "Management's Discussion and Analysis of Financial Condition and Results of Operations" in the Company's periodic and current reports on Form 10-K, Forms 10-Q and 8-K and the Company's other filings with the Securities and Exchange Commission. Except as required by applicable law, we undertake no obligation to revise or update any forward-looking statements to reflect any event or circumstance that may arise after the date hereof.

Contact Information:

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