

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): March 15, 2023

TOUGHBUILT INDUSTRIES, INC.

(Exact name of registrant as specified in its charter)

Nevada

(State or other jurisdiction  
of incorporation)

001-38739

(Commission  
File Number)

46-0820877

(IRS Employer  
Identification No.)

8669 Research Drive  
Irvine, CA

(Address of principal executive offices)

92618

(Zip Code)

(949) 528-3100

(Registrant's telephone number, including area code)

N/A

(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))

Securities registered pursuant to Section 12(b) of the Act:

<u>Title of each class</u>	<u>Trading Symbol(s)</u>	<u>Name of each exchange on which registered</u>
Common Stock, par value \$0.0001 per share	TBLT	The Nasdaq Stock Market LLC
Series A Warrants	TBLTW	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 2.02 Results of Operations and Financial Condition.**

The disclosure set forth below under Item 7.01 (Regulation FD Disclosure) is incorporated by reference into this Item 2.02.

**Item 7.01 Regulation FD Disclosure.**

On March 15, 2023, ToughBuilt Industries, Inc. issued a press release announcing its financial results for the fiscal year ended December 31, 2022 (the “First Press Release”). A copy of the First Press Release is furnished as Exhibit 99.1 to this Current Report on Form 8-K.

Subsequently, on March 15, 2023, ToughBuilt Industries, Inc. issued a second press release (the “Second Press Release”) to correct an inadvertent error in the First Press Release and restate that for the fiscal year ended December 31, 2022, the Company’s gross profits increased to approximately \$21.8 million, compared to approximately \$19.1 million in 2021 and that 2022 gross profit margins were 23%, compared to 27% in 2021. A copy of the Second Press Release is furnished as Exhibit 99.2 to this Current Report on Form 8-K.

The disclosures under Item 2.02 and Item 7.01, including Exhibit 99.1 and Exhibit 99.2 hereto, is being furnished and shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section. The information provided herein shall not be deemed incorporated by reference into any filing made under the Securities Act of 1933, as amended, except as expressly set forth by specific reference in such filing.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

The following exhibits are being filed herewith:

<b>Exhibit No.</b>	<b>Description</b>
<a href="#">99.1</a>	<a href="#">First Press Release of ToughBuilt Industries, Inc., dated March 15, 2023.</a>
<a href="#">99.2</a>	<a href="#">Second Press Release of ToughBuilt Industries, Inc., dated March 15, 2023.</a>
104	Cover Page Interactive Data File (formatted in inline XBRL)

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**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.

**TOUGHBUILT INDUSTRIES, INC.**

Date: March 16, 2023

By: /s/ Martin Galstyan

Name: Martin Galstyan

Title: Chief Financial Officer

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ToughBuilt Industries, Inc.

- **Record fourth quarter revenue of \$29.6 million, with 20% year-over-year growth**
- **Record full year revenue of \$94.9 million with 36% year-over-year growth**

LAKE FOREST, Calif., March 15, 2023 (GLOBE NEWSWIRE) — **ToughBuilt Industries, Inc. (“ToughBuilt”)** (NASDAQ: **TBLT; TBLTW**), today reported financial results for the fourth quarter and full year ended December 31, 2022.

**Twelve Months Ended December 31, 2022 Financial Highlights:**

- Revenues for the twelve months ended December 31, 2022, were approximately \$94.9 million, an increase of 36% compared to 2021. The increase in revenue was primarily the result of wide acceptance of ToughBuilt products, and a combination of onboarding new retail customers, introduction of new SKUs and continued demand for our existing products.
- Gross profit increased to approximately \$21.8 million in 2022, compared to approximately \$19.1 million in 2021. 2022 gross profit margins were 27.2%, compared to 23% in 2021. Margins increased due to the decrease of shipping rates and overall logistics improvements.
- Operating expenses were approximately \$58.4 million in the full year of 2022, compared to approximately \$51.4 million in 2021. The increase in operating expenses was primarily due to the hiring additional employees and marketing expenses to grow the Company.
- Net loss attributable to common stockholders in the full year of 2022 was approximately \$39.8 million, or \$(7.16) loss per share, compared to a net loss of approximately \$37.5 million, or \$(56.08) loss per share in the full year of 2021.

**Three Months Ended December 31, 2022 Financial Highlights:**

- Revenues for the fourth quarter of 2022 increased 20% to \$29.6 million, compared to \$24.7 million in the fourth quarter of 2021. The increase in revenue was primarily due to wide acceptance of our products, receipt of recurring sales orders for metal goods and soft goods from our existing and new customers, and the introduction of new soft and electronic goods products to our customers.

Michael Panosian, ToughBuilt’s CEO, commented, “In 2022 we successfully executed our plan to launch 5-10 new products as well as drove new SKU units into existing retail partnerships. We are pleased to report record breaking revenue of \$94.9 million, we look forward to carrying this momentum through this year.”

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**Conference Call Information:**

Michael Panosian, Chief Executive Officer, and Martin Galstyan, Chief Financial Officer, will host a conference call to review the Company's financial and operating results at 5:00pm ET today.

To attend the conference call, please dial one of the teleconference numbers below or follow the live audio webcast here: [Q4 Earnings Call](#). Attendees are encouraged to dial in to the conference call at least five minutes prior to the start time.

**U.S. TOLL-FREE:** 1-877-407-9716

**INTERNATIONAL:** 1-201-493-6779

To listen to a replay of the conference call, please dial one of the teleconference numbers below. The replay will also be available through the audio webcast link here: [Q4 Earnings Call](#).

**REPLAY U.S. TOLL-FREE:** 1-844-512-2921

**REPLAY INTERNATIONAL:** 1-412-317-6671

**REPLAY PIN:** 13736816

**ABOUT TOUGHBUILT INDUSTRIES, INC.**

ToughBuilt is an advanced product design, manufacturer and distributor with emphasis on innovative products. Currently focused on tools and other accessories for the professional and do-it-yourself construction industries. We market and distribute various home improvement and construction product lines for both the do-it-yourself and professional markets under the TOUGHBUILT brand name, within the global multibillion dollar per year tool market industry. All of our products are designed by our in-house design team. Since launching product sales in 2013, we have experienced significant annual sales growth. Our current product line includes three major categories, with several additional categories in various stages of development, consisting of Soft Goods & Kneepads and Sawhorses & Work Products. Our mission is to provide products to the building and home improvement communities that are innovative, of superior quality derived in part from enlightened creativity for our end users while enhancing performance, improving well-being and building high brand loyalty. Additional information about the Company is available at: <https://www.toughbuilt.com/>.

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## **FORWARD-LOOKING STATEMENTS**

This press release contains “forward-looking statements.” Such statements may be preceded by the words “intends,” “may,” “will,” “plans,” “expects,” “anticipates,” “projects,” “predicts,” “estimates,” “aims,” “believes,” “hopes,” “potential” or similar words. Forward-looking statements are not guarantees of future performance, are based on certain assumptions and are subject to various known and unknown risks and uncertainties, many of which are beyond the Company’s control, and cannot be predicted or quantified and consequently, actual results may differ materially from those expressed or implied by such forward-looking statements. Such risks and uncertainties include, without limitation, risks and uncertainties associated with (i) the impact of the worldwide COVID-19 pandemic and government actions, on our business, (ii) supply chain disruptions, (iii) market acceptance of our existing and new products, (iv) delays in bringing products to key markets; (v) an inability to secure regulatory approvals for the ability to sell our products in certain markets, (vi) intense competition in our industry from much larger, multinational companies, (vii) product liability claims, (viii) product malfunctions, (ix) our limited manufacturing capabilities and reliance on subcontractors for assistance, (x) our efforts to successfully obtain and maintain intellectual property protection covering our products or defend ourselves from third parties’ infringement claims, (xi) our reliance on a single supplier for certain product components, (xii) the fact that we will need to raise additional capital to meet our business requirements in the future and that such capital raising may be costly, dilutive or difficult to obtain and (xiii) the fact that we conduct business in multiple foreign jurisdictions, exposing us to tariffs, foreign currency exchange rate fluctuations, logistical and communications challenges, burdens and costs of compliance with foreign laws and political and economic instability in each jurisdiction and (xiv) changes in e-commerce marketplaces. More detailed information about the Company and the risk factors that may affect the realization of forward-looking statements is set forth in the Company’s filings with the Securities and Exchange Commission (SEC), including our Annual Report on Form 10-K and our subsequent Quarterly Reports on Form 10-Q. Investors and security holders are urged to read these documents free of charge on the SEC’s web site at <http://www.sec.gov>. The Company encourages you to consider all of these risks, uncertainties and other factors carefully in evaluating the forward-looking statements contained in this press release. As a result of these matters, changes in facts, assumptions not being realized or other circumstances, the Company’s actual results may differ materially from the expected results discussed in the forward-looking statements contained in this press release. The forward-looking statements made in this press release are made only as of the date of this press release, and the Company undertakes no obligation to update them to reflect subsequent events or circumstances.

Investor Relations Contact:

*KCSA Strategic Communications*

**David Hanover**

[toughbuilt@kcsa.com](mailto:toughbuilt@kcsa.com)

Source: ToughBuilt Industries, Inc

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LAKE FOREST, Calif., March 15, 2023 (GLOBE NEWSWIRE) — In a release issued under the same headline earlier today by ToughBuilt Industries, Inc. (NASDAQ: TBLT; TBLTW), please note that in the second bullet under the header “Twelve Months Ended December 31, 2022 Financial Highlights” the percentages should be 23% for 2022 followed by 27% for 2021 rather than 27.2% and 23%. The corrected release follows:

**ToughBuilt Industries, Inc. (“ToughBuilt”) (NASDAQ: TBLT; TBLTW)**, today reported financial results for the fourth quarter and full year ended December 31, 2022.

**Twelve Months Ended December 31, 2022 Financial Highlights:**

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Source: ToughBuilt Industries, Inc

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