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**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): February 10, 2025**

**BEYOND MEAT, INC.  
(Exact name of registrant as specified in its charter)**

**Delaware  
(State or other jurisdiction  
of incorporation)**

**001-38879  
(Commission File Number)**

**26-4087597  
(I.R.S. Employer  
Identification Number)**

**888 N. Douglas Street, Suite 100  
El Segundo, California 90245  
(Address of principal executive offices, including zip code)**

**(866) 756-4112  
(Registrant's telephone number, including area code)**

**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 13-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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

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Title of each class

Trading Symbol(s)

Name of each exchange on which registered

**Common Stock, \$0.0001 par value**

**BYND**

**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.

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### **Item 8.01 Other Events**

As previously disclosed by Beyond Meat, Inc. (the "Company") in the Company's Current Report on Form 8-K filed with the Securities and Exchange Commission (the "SEC") on November 7, 2024, the Company entered into an Equity Distribution Agreement (the "Equity Distribution Agreement") with B. Riley Securities, Inc. ("B. Riley") to sell shares of the Company's common stock, par value \$0.0001 per share (the "Common Stock"), with an aggregate offering price of up to \$200,000,000, from time to time, through an "at the market" equity offering program (the "ATM Program") under which B. Riley will act as sales agent. The Equity Distribution Agreement also provides for the sale of shares to B. Riley directly as principal.

As of December 31, 2024, 9,750,312 shares of Common Stock had been sold under the Equity Distribution Agreement for an aggregate offering price of \$48.3 million. As of December 31, 2024 and February 6, 2025, the Company had 76,065,969 shares and 76,109,246 shares, respectively, of Common Stock outstanding.

This Current Report on Form 8-K shall not constitute an offer to sell or the solicitation of any offer to buy the securities discussed herein, nor shall there be any offer, solicitation or sale of the securities in any state in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such state.

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## 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.

### BEYOND MEAT, INC.

By: /s/ Lubi Kutua

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**Lubi Kutua**

Chief Financial Officer and  
Treasurer

Date: February 10, 2025