

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): **December 9, 2025**

PSQ Holdings, Inc.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction
of incorporation)

001-40457

(Commission File Number)

86-2062844

(I.R.S. Employer
Identification Number)

**313 Datura Street, Suite 200
West Palm Beach, Florida**

(Address of principal executive offices)

33401

(Zip Code)

Registrant's telephone number, including area code: **(877) 776-2402**

(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
Class A common stock, par value \$0.0001 per share	PSQH	New York Stock Exchange
Redeemable warrants, each whole warrant exercisable for one share of Class A common stock at an exercise price of \$11.50 per share	PSQH.WS	New York Stock Exchange

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 1.02. Termination of a Material Definitive Agreement.

As previously reported on a Current Report on Form 8-K filed on November 10, 2025 (the “Signing Form 8-K”), on November 7, 2025, PSQ Holdings, Inc. (the “Company”) entered into an Asset Purchase Agreement (the “Purchase Agreement”) with Tandym, Inc. (“Seller”), for the purchase by the Company of certain of Seller’s assets. These assets included all of Seller’s intellectual property and rights thereunder, and certain contracts to be assigned to the Company.

On December 9, 2025, the Company delivered a letter to Seller terminating the Purchase Agreement pursuant to its terms, effective as of the same date (the “Termination”). The Purchase Agreement was terminated because Seller had not completed the sale of the portfolio of performing and non-performing loan receivables pursuant to Section 6.2(x) of the Purchase Agreement. Accordingly, the requisite closing conditions were not timely satisfied or waived by the drop-dead date of December 8, 2025.

Certain of each party’s rights and obligations under the Purchase Agreement survive the Termination in accordance with their terms. No termination fees were assessed against either party in connection with the Termination.

A copy of the Purchase Agreement was attached as Exhibit 2.1 to the Signing Form 8-K and is incorporated herein by reference.

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.

PSQ Holdings, Inc.

Date: December 15, 2025

By: /s/ Michael Seifert
Name: Michael Seifert
Title: Founder, Chairman and
Chief Executive Officer
