

UNITED STATES  
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): November 30, 2023

**micromobility.com Inc.**  
(Exact Name of Registrant as Specified in Charter)

Delaware  
(State or Other Jurisdiction  
of Incorporation)

001-39136  
(Commission File Number)

84-3015108  
(I.R.S. Employer  
Identification No.)

500 Broome Street, New York, NY 10013  
(Address of Principal Executive Offices, and Zip Code)

(917) 675-7157  
Registrant's Telephone Number, Including Area Code

(Former Name or Former Address, if Changed Since Last Report)

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, \$0.00001 par value   | MCOM              | The Nasdaq Stock Market LLC               |
| Redeemable warrants, each warrant exercisable for one share of Class A Common Stock | MCOMW             | The Nasdaq Stock Market LLC               |

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 communication 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 communication pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))  
 Pre-commencement communication 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 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

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.**

*Appointment of Director*

On November 30, 2023, the nominating committee and compensation committee of the board of directors of micromobility.com Inc. (the “Company”) considered and recommended to the board of directors of the Company (the “Board”) that it nominate Mr. Velco Farina for appointment as an independent director of and member of the audit committee of the Board with annual compensation of US\$75,000 to serve until the 2024 annual general meeting of shareholders of the Company, and on November 30, 2023 the Board appointed Velco Farina to the Board, effective December 1, 2023.

The Board determined that Mr. Farina is an independent director within the meaning of Nasdaq Listing Rule 5605(a)(2).

The biographical information of the newly appointed director is set forth below:

Velco Farina is an Industrial Engineer with a MBA from SDA Bocconi and UCLA Anderson. Mr. Farina is a senior executive whose career started in management consulting at Bain & Co., Sapient and McKinsey. In 2007 he moved to New York City and the enterprise world at American Express, where he served in multiple roles, from product management to international strategy and innovation and partnerships until 2016. He then became the Chief Operating Officer of Kunai, a scrappy professional service agency, and grew it 10x into the tech engine of Fortune 500 financial institutions that it is today. Next he became the founding Managing Director of the innovation lab for Kaleyra a communication-platform-as-a-service company, recently acquired by Tata Communications. After moving back to Europe, Mr. Farina worked as Amazon Web Services Principal for the Financial Services EMEA market. Currently, Mr. Farina serves on the Board of Directors of Torch Systems and sits on the Strategic Board of DIP Capital.

Velco earned a MS from Politecnico di Milano, an MBA from SDA Bocconi School of Management at Bocconi University, an MBA from the Anderson School of Management at University of California, Los Angeles, and an edX Honor Code Certificate from Massachusetts Institute of Technology.

The Company believes Mr. Farina’s distinguished education, extensive international background, and corporate board experience in advising companies makes him well suited to serve as a member of the Board.

There are no family relationships between Mr. Farina and any other employees or members of the Board of Directors of the Company. He has not been involved in any transaction with the Company during the past two years that would require disclosure under Item 404(a) of Regulation S-K.

Mr. Farina accepted an offer letter from the Company and agreed to receive annual compensation of \$75,000. The offer letter is qualified in its entirety by reference to the complete text of the agreement, which is filed hereto as Exhibit 10.1.

**Item 7.01 Regulation FD Disclosure.**

On December 1, 2023, the Company issued a press release announcing that it had entered into the Director Officer letter in Item 1.01 of this Current Report on Form 8-K. The press release is filed as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

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 Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities under that section, nor shall it be deemed to be incorporated by reference in any filing made by the Company under the Securities Act of 1933, as amended, or the Exchange Act, except as otherwise expressly set forth by specific reference in such filing.

**Item 9.01 Financial Statements and Exhibits**

(d) *Exhibits*

| Exhibit Number | Description  |
|----------------|--|
| 10.1           | <a href="#">Director Offer Letter to Mr. Velco Farina</a>                    |
| 99.1           | <a href="#">Press Release of the Company dated as of December 1, 2023</a>    |
| 104            | Cover page Interactive Data File (embedded within the Inline XBRL document). |

\* Filed herewith.

\*\* Furnished herewith.

**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.

Dated: December 1, 2023

micromobility.com Inc.

By: /s/ Salvatore Palella

Name: Salvatore Palella

Title: Chief Executive Officer

# micromobility.com

New York November 29th, 2023

Mr. Velco Farina  
Esvee Inc.  
509 Madison Avenue suite 1510  
New York NY 10022

Dear Mr. Farina,

**Subject: Appointment to the Board of Directors of Micromobility.com**

We are pleased to inform you that the Board of Directors of Micromobility.com has approved your appointment as a member of the Board, effective December 1<sup>st</sup>, 2023. Your unique blend of experience and expertise in management consulting, corporate strategy, and technology innovation makes you an ideal fit for our organization as we continue to navigate the evolving landscape of urban mobility solutions.

**Role and Responsibilities**

As a Board Member, you will be expected to:

- Attend and actively participate in all scheduled board meetings.
- Provide strategic guidance and oversight to ensure the company achieves its business objectives while upholding its values and ethics.
- Advise on key business decisions and contribute to the development of short and long- term strategic plans.
- Monitor the effectiveness of the company's governance practices and recommend improvements.
- Serve on committees or task forces and take on special assignments as needed.

**Term**

Your appointment will be for a term of one year, subject to renewal as per the company's bylaws and board policies.

**Remuneration and Expenses:**

Remuneration fees are set at \$75,000 payable in equal quarterly amounts of \$18,750 at the beginning of each quarter. \$10,000 for chairing a committee.

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**Confidentiality and Compliance:**

As a board member, you are required to maintain confidentiality of privileged information and comply with all applicable laws and regulations, as well as company policies and procedures.

Please confirm your acceptance of this appointment by signing and returning the enclosed copy of this letter.

We look forward to your valuable contributions to Micromobility.com and are confident that your involvement will be immensely beneficial to our continued growth and success.

Sincerely,  
Salvatore Palella

/s/ Salvatore Palella

CEO/Founder - micromobility.com

**For acceptance:**

Velco Farina

/s/ Velco Farina

November 30<sup>th</sup>, 2023

# micromobility.com

## micromobility.com Appoints Velco Farina as New Board Member

**New York, NY – December 1, 2023** – micromobility.com Inc. (Nasdaq: MCOM), a leading innovator in the field of sustainable urban transportation, is pleased to announce the appointment of Velco Farina as its newest independent board member of the audit committee of the board of directors of the company. With a distinguished career spanning multiple continents and industries, Mr. Farina brings a wealth of experience and expertise to the micromobility.com team. Originally trained as an Industrial Engineer, Velco Farina holds a MBA from SDA Bocconi and UCLA Anderson. His professional journey began in management consulting, where he made his mark at renowned firms such as Bain & Co., Sapient, and McKinsey. In 2007, Mr. Farina transitioned to the corporate world at American Express in New York City. During his tenure there, he excelled in various roles encompassing product management, international strategy, innovation, and partnerships.

In 2016, Mr. Farina took on the role of Chief Operating Officer at Kunai, a burgeoning professional service agency. Under his leadership, Kunai experienced exponential growth, transforming into a technological powerhouse for Fortune 500 financial institutions. His next venture was as the founding Managing Director of an innovation lab for Kaleyra a communication-platform-as-a-service company, recently acquired by Tata Communications. After relocating to Europe, Mr. Farina joined Amazon Web Services as a Principal for the Financial Services EMEA market. His expertise is not limited to executive roles; he also serves on the Board of Torch Systems and the Strategic Board of DIP Capital.

"We are thrilled to welcome Velco Farina to our board," said Salvatore Palella, CEO of micromobility.com Inc. "Mr. Farina's extensive experience in strategy, innovation, and technology, coupled with his impressive track record in consulting and financial services, makes him an invaluable asset to our team. We look forward to his contributions as we continue to drive forward the future of urban mobility. Mr. Farina's appointment comes at a pivotal time for micromobility.com, as the company expands its reach and continues to innovate in the rapidly evolving world of urban transportation solutions. His insights and leadership are expected to play a crucial role in guiding the company towards achieving its strategic goals" concluded Palella.

### **About micromobility.com Inc.**

micromobility.com Inc., a disruptive leader in the micromobility sector, founded by Salvatore Palella, combines expertise in retail, shared services, and vehicle rentals to revolutionize urban transportation. With operations spanning across the US and Europe, the holding group encompasses shared micromobility solutions through micromobility.com Inc., vehicle rentals via Wheels Labs Inc. and e-commerce and planned brick-and-mortar stores via the micromobility.com brand. Committed to providing eco-friendly, affordable solutions and enhancing global accessibility, micromobility.com Inc. sets the standard for professional excellence in the micromobility landscape.

For more information visit [www.micromobility.com](http://www.micromobility.com).

### **Forward-Looking Statements**

Certain statements made in this press release are "forward-looking statements" within the meaning of the "safe harbor" provisions of the Private Securities Litigation Reform Act of 1995. Forward-looking statements may be identified by the use of words such as "anticipate," "believe," "expect," "estimate," "plan," "outlook," and "project" and other similar expressions that predict or indicate future events or trends or that are not statements of historical matters. These forward-looking statements reflect the current analysis of existing information and are subject to various risks and uncertainties. As a result, caution must be exercised in relying on forward looking statements. Due to known and unknown risks, actual results may differ materially from the Company's expectations or projections. The following factors, among others, could cause actual results to differ materially from those described in these forward-looking statements: (i) the failure to meet projected development and production targets; (ii) changes in applicable laws or regulations; and (iii) other risks and uncertainties described herein, as well as those risks and uncertainties discussed from time to time in other reports and other public filings with the Securities and Exchange Commission (the "SEC") by the Company including its Annual Report on Form 10-K for the fiscal year ended December 31, 2022. The Company's SEC filings are available publicly on the SEC's website at [www.sec.gov](http://www.sec.gov). Any forward-looking statement made by us in this press release is based only on information currently available to the Company and speaks only as of the date on which it is made. The Company undertakes no obligation to publicly update any forward-looking statement, whether written or oral, that may be made from time to time, whether as a result of new information, future developments or otherwise, except as required by law.

### **Contacts**

For media inquiries:  
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