

COFFEESMITHS COLLECTIVE, INC.

FORM 8-K (Current report filing)

Filed 07/12/16 for the Period Ending 07/08/16

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CIK 0001619055
Symbol COFE
SIC Code 2030 - Canned, Frozen and Preservd Fruit, Vegetables and Food Specialties
Industry Restaurants & Bars
Sector Consumer Cyclicals
Fiscal Year 12/31

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): **July 8th, 2016**

Commission File Number: **333-199583**

FWF HOLDINGS INC.

(Exact name of Registrant as specified in its charter)

Nevada

(State of incorporation)

41-1305387

(IRS Employer ID Number)

Stiftstr 32

Hamburg, Germany 20099

(Address of principal executive offices)

(800) 873-0694

Registrant's telephone number, including area code

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))
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ITEM 5.01 – CHANGE IN CONTROL OF REGISTERANT.

On July 8th, 2016 Atlantik LP closed a transaction in which it acquired a total of 115,000,000 shares of restricted stock of the Company, representing 76% of the shares in the Company from Nami Shams, the former Director for a total purchase price of \$200,000.00.

ITEM 5.02 – DEPARTURE OF DIRECTORS OR PRINCIPAL OFFICERS; ELECTION OF DIRECTORS; APPOINTMENT OF PRINCIPAL OFFICERS.

On July 11th, 2016, Mr. Nami Shams resigned his official position as Director of the Corporation, and on the same day the shareholders of the Corporation voted Mr. Pankaj Rajani as Director and CEO of the Company.

Mr. Rajani, 53, brings significant international leadership and operational management skills to the Company. He has held numerous managerial positions including current Director of Carduus Housing PLC; Director of Macalvins Limited, CFO of AIM listed companies and brings years of managerial experience in cross border transactions and international private equity financing. Mr. Rajani holds a BA in Economics from Manchester University, and is Fellow member of the Institute of Chartered Accountants in England & Wales.

ITEM 9.01 EXHIBITS

(d) Exhibits.

10.1 Shareholder's Resolution Appointing New Director

10.2 Resignation of Nami Shams

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.

FWF Holdings, Inc.

Date: July 11th, 2016

By: /s/ Pankaj Rajani

Pankaj Rajani

CEO

**RESOLUTION OF THE SHAREHOLDERS
OF
FWF HOLDINGS INC.**

The following is a true copy of the resolution duly adopted by the Majority of the Shareholders of the Corporation at a special meeting, notice to this meeting having been waived, held this 11th day of July, 2016;

WHEREAS there has been presented to and considered by this meeting a Motion to name new DIRECTORS of the Corporation,

NOW THEREFORE BE IT RESOLVED that the majority of shareholders (having 115,000,000, or 76%); having considered this matter, and having opened the floor to all those who voice a preference in the issue and pursuant to NRS 78.320, have overwhelmingly decided and RESOLVED that:

PANKAJ RAJANI be named as DIRECTOR and CEO;

Said Motion is hereby passed and the corporate books, records and the Company shall file this Resolution in the corporate records.

Dated this July 11th, 2016

/s/ Pankaj Rajani

Pankaj Rajani, Director, *on behalf of*

Atlantic LP, Majority Holders of **FWF HOLDINGS INC.**

**RESIGNATION OF THE DIRECTOR
OF
FWF HOLDINGS INC.**

The following is a true copy of the Resignation of the Director of the Corporation, held this 11th day of July, 2016;

WHEREAS the undersigned was appointed as CEO, Director of the Corporation, and has served in said capacity; he has determined at this time to formally RESIGN and renounce all further corporate designation or affiliation with **FWF HOLDINGS INC.** and hereby formally RESIGNS, and severs any and all officials ties, duties, obligations or liabilities regarding **FWF HOLDINGS INC.** , and by affixing his signature hereto, officially as his last corporate act, DOES HEREBY RESIGN.

The Board shall choose a new CEO and Director, at a time and place of its choosing.

DATED: 11th July, 2016

/s/ Nami Shams
Nami Shams, CEO, Director,
FWF HOLDINGS INC.