

**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 5, 2019

**CCA INDUSTRIES, INC.**

(Exact Name of Registrant as Specified in Charter)

|   |   |   |
|---|---|---|
| <b>Delaware</b><br>(State or Other Jurisdiction<br>of Incorporation)                                      | <b>1-31643</b><br>(Commission<br>File Number)                                 | <b>04-2795439</b><br>(I.R.S. Employer<br>Identification Number) |
| <b>1099 Wall Street West, Suite 275 Lyndhurst, New Jersey</b><br>(Address of Principal Executive Offices) | <b>(201) 935-3232</b><br>(Registrant's telephone number, including area code) | <b>07071</b><br>(Zip 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 (*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))

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 3.01 Notice of Delisting or Failure to Satisfy a Continued Listing Rule or Standard; Transfer of Listing**

On February 5, 2019, CCA Industries, Inc. (the “Company”) delivered written notice to NYSE American that it intends to delist its common stock, \$0.01 par value, and Class A common stock, \$0.01 par value (together, the “Common Stock”). On January 30, 2019, the Board of Directors of the Company approved the voluntary delisting and deregistration of the Common Stock upon determining that such actions are in the best interests of the Company and its shareholders. As stated in the notice, the Company expects to file a Form 25 with the Securities and Exchange Commission (the “SEC”) on or about April 2, 2019 to voluntarily delist the Common Stock from the NYSE American and to deregister the Common Stock from Section 12(b) of the Securities Exchange Act of 1934, as amended (the “Exchange Act”). After the effectiveness of the Form 25 on or about April 12, 2019, the Company intends to file with the SEC a Form 15 requesting deregistration of its Common Stock under Section 12(g) of the Exchange Act. Immediately upon the filing of Form 15, the Company will no longer be obligated to file certain Exchange Act reports with the SEC.

A copy of the press release, dated February 5, 2019, issued by the Company to announce the delisting and deregistering of the Company’s Common Stock, is attached hereto as Exhibit 99.1 and incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

| <u>Exhibit Number</u> | <u>Description</u>   |
|-----------------------|--|
| <a href="#">99.1</a>  | <a href="#">Press Release issued by CCA Industries, Inc. dated February 5, 2019.</a> |

**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: February 5, 2019

**CCA Industries, Inc.**

By: /s/ Stephen A. Heit  
Stephen A. Heit  
Chief Financial Officer

**CCA Industries, Inc. Announces Plan to Delist from  
NYSE American and Deregister Its Common Stock**

February 5, 2019

Lyndhurst, NJ, February 5, 2019: CCA Industries, Inc. (NYSE AMERICAN: "CAW"), today announced that its board of directors determined that voluntarily delisting the Company's common stock, \$0.01 par value, and Class A common stock, \$0.01 par value, (together, the "Common Stock") from the NYSE American and voluntarily deregistering from the reporting requirements of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), are in the best interests of the Company. The Company is eligible to deregister the Common Stock because it has fewer than 300 stockholders of record.

Accordingly, the Company intends to file on or about April 2, 2019 a Form 25 with the Securities and Exchange Commission (the "SEC") to voluntarily delist the Common Stock from the NYSE American and to deregister the Common Stock from Section 12(b) of the Exchange Act. The Company also intends to file on or about April 12, 2019 a Form 15 with the SEC to request deregistration of the Common Stock under Section 12(g) of the Exchange Act. Immediately upon the filing of Form 15, the Company will no longer be obligated to file certain Exchange Act reports with the SEC. Following delisting and deregistering, the Company presently intends to provide annual information regarding its performance through postings to its website. It is expected that delisting will take effect on or about April 12, 2019, and at that time the Company's shares will no longer be traded on the NYSE American. Chairman & Chief Executive Officer Lance Funston added, "I asked the Board of Directors to form a subcommittee of independent directors to thoroughly explore the option of delisting. After review of the facts the subcommittee recommended to the board that the Company delist. My primary objective for the Company has always been to build the total enterprise value of CCA. The expense of maintaining a publicly traded stock has been counterproductive in achieving this goal."

The decision of the Company's board of directors to delist and deregister the Company's Common Stock was based on consideration of a number of factors, including [ (1) the significant costs and administrative burdens of preparing and filing current and periodic reports with the SEC, (2) the demands placed on management and the Company to comply with registration requirements, including compliance costs applicable to public companies, (3) the low trading volume of the Common Stock and (4) the low number of holders of the Common Stock. ]

**About CCA Industries, Inc.**

CCA Industries, Inc. manufactures and markets health and beauty aids, each under its individual brand name. The products include, principally, "Plus+White" toothpastes and teeth whiteners, "Bikini Zone" medicated topical and shave gels, "Nutra Nail" nail care treatments, "Scar Zone" scar treatment products, "Sudden Change" complete skin care regime and "Porcelana" skin care products.

**Forward Looking Statements**

*Statements contained in the news release that are not historical facts are forward looking statements as that term is defined in the Private Securities Litigation Reform Act of 1995. Such forward-looking statements are subject to risks and uncertainties, which would cause actual results to differ materially, from estimated results. Such risks and uncertainties are detailed in the Company's filings with the Securities and Exchange Commission. No assurance can be given that the results in any forward-looking statement will be achieved and actual results could be affected by one or more factors, which could cause them to differ materially. For these statements, we claim the protection of the safe harbor for forward-looking statements contained in the Private Securities Litigation Reform Act. The Company assumes no obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.*

**Contact:**

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