## **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

July 19, 2022 (July 15, 2022) Date of Report (date of earliest event reported)

## CUMBERLAND PHARMACEUTICALS INC.

(Exact name of registrant as specified in its charter) 001-33637

(Commission File Number)

Tennessee (State or other jurisdiction of incorporation or

organization)

62-1765329

(I.R.S. Employer Identification No.)

50 Nashville, Tennessee 37203
Executive Offices)
5-0068
ber, including area code
eously satisfy the filing obligation of the registrant under any of the
CFR 230.425)
R 240.14a-12)
xchange Act (17 CFR 240.14d-2(b))
xchange Act (17 CFR 240.13e-4(c))
Name of each exchange on which registered
NASDAQ Global Select Market
as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this this chapter).  ected not to use the extended transition period for complying with any new the Exchange Act. □
( significant

# Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

Effective July 15, 2022, Cumberland Pharmaceuticals Inc. (the "Company") appointed Martin S. Brown Jr, an attorney with Adams & Reese LLP, as the newest member of its Board of Directors. Mr. Brown previously served for 10 years on the board of directors of Brown-Forman Corporation, a large American wine and spirits company listed on the New York Stock Exchange. He has nearly 30 years of legal experience representing privately held businesses, counseling owners in complex business transactions, intellectual property licensing, international commerce, mergers and acquisitions, and estate planning. He has been listed since 2009 in the corporate law category of Best Lawyers®. Additionally, he has served since 2018 on the board of directors of the parent company of Aegis Sciences Corporation, a federally certified health care laboratory headquartered in Nashville.

There are no arrangements or understandings between Mr. Brown and any other persons pursuant to which he was selected as a director. Mr. Brown has no family relationships with any of the Company's directors or executive officers. There are no transactions and no proposed transactions between Mr. Brown and the Company that would be required to be disclosed pursuant to Item 404(a) of Regulation S-K.

Mr. Brown will receive compensation in accordance with the Company's standard compensation arrangements for non-executive directors, which are described under the caption "Director Compensation" in the Company's definitive proxy statement on Schedule 14A filed with the Securities and Exchange Commission on March 16, 2022.

Mr. Brown has not been named to any committees of the Board of Directors at this time.

### **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.

Cumberland Pharmaceuticals Inc.

Dated: July 19, 2022 By: /s/ John Hamm

John Hamm

Chief Financial Officer