

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or Section 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): November 21, 2025

AMAZE HOLDINGS, INC.
(Exact name of registrant as specified in its charter)

Nevada

(State or other jurisdiction
of incorporation)

001-41147

(Commission
File Number)

87-3905007

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

**2901 West Coast Highway, Suite 200
Newport Beach, CA**

(Address of principal executive offices)

92663

(Zip Code)

(888)-672-0365

Registrant's telephone number, including area code

Fresh Vine Wine, Inc.

(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 to 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
Common stock, par value \$0.001 per share	AMZE	NYSE American

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 or Rule 12b-2 of the Securities Exchange Act of 1934.

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 8.01 Other Events.

On November 21, 2025, the Company filed a prospectus supplement (the “Prospectus Supplement”) to register an additional \$18,106,838 of shares of the Company’s common stock issuable pursuant to the at-the-market offering agreement, dated as of October 15, 2025 (the “Sales Agreement”), with Ladenburg Thalmann & Co. Inc. (“Ladenburg”). The Company previously registered the offer and sale of up to \$6,959,000 of shares of common stock through Ladenburg acting as sales agent under the Sales Agreement. Prior to the date hereof, the Company has sold an aggregate of \$6,893,162 shares of common stock under the Sales Agreement. An opinion relating to the validity of the shares of common stock that may be issued pursuant to the Sales Agreement and covered by the Prospectus Supplement is filed as Exhibit 5.1 to this Current Report on Form 8-K.

The issuance and sale of the Shares by the Company under the Sales Agreement will be made pursuant to the Company’s registration statement on Form S-3 (File No. 333-289876) filed with the Securities and Exchange Commission on August 27, 2025 and declared effective on September 19, 2025 (the “Registration Statement”) and a base prospectus dated as of September 19, 2025 included in the Registration Statement, as supplemented by the prospectus supplement dated as of October 15, 2025 and the Prospectus Supplement.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit No.	Description
5.1	Opinion of Maslon LLP
23.1	Consent of Maslon LLP (included in Exhibit 5.1)
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

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: November 21, 2025

AMAZE HOLDINGS, INC.

By: /s/ Aaron Day

Name: Aaron Day

Title: Chief Executive Officer

November 21, 2025

Amaze Holdings, Inc.
2901 West Coast Highway, Suite 200
Newport Beach, CA 92663

Ladies and Gentlemen:

We have acted as counsel to Amaze Holdings, Inc., a Nevada corporation (the “**Company**”), in connection with the proposed offering of shares of the Company’s common stock, par value \$0.001 per share (the “**Common Stock**”), having an aggregate offering price of up to \$18,106,838 (the “**Shares**”), pursuant to a Registration Statement on Form S-3 (Registration No. 333-289876) (the “**Registration Statement**”) filed with the Securities and Exchange Commission (the “**Commission**”) under the Securities Act of 1933, as amended (the “**Securities Act**”), on August 27, 2025, the base prospectus dated September 19, 2025 (the “**Base Prospectus**”) and the prospectus supplements dated October 15, 2025 and November 21, 2025 (the “**Prospectus Supplements**”) and together with the Base Prospectus, the “**Prospectus**”). The Shares are to be sold by the Company pursuant to an At The Market Offering Agreement dated October 15, 2025 by and between Ladenburg Thalmann & Co. Inc. and the Company (the “**ATM Agreement**”). This opinion letter is being furnished in accordance with Item 601(b)(5) of Regulation S-K under the Securities Act.

We have examined copies of such agreements, instruments and documents and undertaken such further inquiry as we consider necessary or advisable for purposes of rendering the opinions set forth below. In our examination, we have assumed the authenticity of all documents submitted to us as originals, the genuineness of all signatures, the legal capacity of all natural persons, and the conformity to the originals of all documents submitted to us as copies.

We are members of the bar of the State of Minnesota and express no opinion as to the laws of any state or jurisdiction other than Chapter 78 of the Nevada Revised Statutes.

Subject to the foregoing and the other matters set forth herein, it is our opinion that the Shares have been duly authorized and, when issued in accordance with the terms of the ATM Agreement and the authorizing resolutions of the Company’s board of directors (or a committee designated by the Board), will be validly issued, fully paid and nonassessable.

We hereby consent to the filing of this opinion letter as an exhibit to the Company’s Current Report on Form 8-K dated November 21, 2025 and to the reference to this firm under the heading “Legal Matters” in the Prospectus. In giving this consent, we do not thereby admit that we are an “expert” within the meaning of the Securities Act.

Very truly yours,

/s/ Maslon LLP