

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):
September 2, 2026 (August 27, 2026)

ADVASA HOLDINGS, INC.
(Exact Name of Registrant as Specified in Its Charter)

Delaware
(State or Other Jurisdiction of Incorporation)

001-43445
(Commission
File Number)

39-3819559
(IRS Employer
Identification No.)

1-2-7 Moto-Akasake, Minato-ku, Tokyo, Japan
(Address of Principal Executive Offices)

107-0051
(Zip Code)

+81-3-6868-5538
(Registrant's Telephone Number, Including Area Code)

N/A
(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 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))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbols	Name of each exchange on which registered
Common Stock, par value \$0.00001	ADBT	The Nasdaq Stock Market LLC

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.

Resignation of Chief Financial Officer

On August 27, 2026, Katharyn Field, the Chief Financial Officer (principal financial and accounting officer) of Advasa Holdings, Inc. (the “Company”), formally resigned her position as Chief Financial Officer (principal financial and accounting officer) and advised the Company that her resignation was due to personal reasons and not a result of any dispute or disagreement with the Company, its management, or its board of directors.

Appointment of Interim Chief Financial Officer

The Company has commenced a search for a new Chief Financial Officer (principal financial and accounting officer). In the meantime, Mr. Grady Ryther, the Company’s Chief Executive Officer, will serve as the Company’s Interim Chief Financial Officer (principal financial and accounting officer), effective immediately, until a permanent successor is appointed.

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.

Dated: September 2, 2026

Advava Holdings, Inc.

By: /s/ Grady Ryther

Name: Grady Ryther

Title: Chief Executive Officer