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

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**FORM 8-K**

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**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 15, 2021**

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**EG ACQUISITION CORP.**

(Exact name of registrant as specified in its charter)

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**Delaware**  
(State or other jurisdiction  
of incorporation)

**001-40444**  
(Commission  
File Number)

**86-1740840**  
(IRS Employer  
Identification No.)

**375 Park Avenue, 24th Floor**  
**New York, NY 10152**  
(Address of principal executive offices, including zip code)

**Registrant's telephone number, including area code: 212-888-1040**

**Not Applicable**  
(Former name or former address, if changed since last report)

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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))

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

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Units	EGGFU	The New York Stock Exchange
Class A shares	EGGF	The New York Stock Exchange
Warrants	EGGFW	The New York Stock Exchange

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 8.01 Other Events.**

## Separate Trading of Units, Class A Shares and Warrants

As previously reported on Current Report on Form 8-K, filed on May 28, 2021, EG Acquisition Corp. (the “Company”) consummated its initial public offering (“IPO”) of an aggregate of 22,500,000 units (the “Units”). Each Unit consists of one share of Class A common stock of the Company, par value \$0.0001 per share (“Class A Common Stock”), and one-third of one redeemable warrant of the Company (the “Warrants”), with each whole Warrant entitling the holder thereof to purchase one Class A Share for \$11.50 per share. The Units were sold at a price of \$10.00 per Unit, generating gross proceeds to the Company of \$225,000,000.

On July 15, 2021, the Company issued a press release, a copy of which is attached as Exhibit 99.1 to this Current Report on Form 8-K, announcing that the holders of the Units may elect to separately trade the Class A Common Stock and Warrants comprising the Units commencing on July 16, 2021. Those Units not separated will continue to trade on The New York Stock Exchange under the symbol “EGGFU,” and the shares of Class A Common Stock and Warrants that are separated will trade on The New York Stock Exchange under the symbols “**EGGF**” and “**EGGFW**,” respectively. No fractional warrants will be issued upon separation of the units and only whole warrants will trade. Holders of the Units will need to have their brokers contact Continental Stock Transfer & Trust Company, the Company’s transfer agent, in order to separate the Units into Class A Common Stock and Warrants.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits. The following exhibit is filed with this Form 8-K:

<u>Exhibit</u> <u>No.</u>	<u>Description of Exhibits</u>
99.1	<a href="#"><u>Press Release dated July 15, 2021.</u></a>

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**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.

**EG ACQUISITION CORP.**

By: /s/ Gregg S. Hymowitz

Name: Gregg S. Hymowitz

Title: Chief Executive Officer

Dated: July 15, 2021

EG Acquisition Corp. Announces the Separate Trading of its Class A Common Stock and Warrants

**New York, New York, July 15, 2021** – EG Acquisition Corp. (the “Company”) announced today that, commencing July 16, 2021, holders of the 22,500,000 units sold in the Company’s initial public offering may elect to separately trade the Company’s Class A common stock and warrants included in the units. Shares of Class A common stock and warrants that are separated will trade on The New York Stock Exchange under the symbols “EGGF” and “EGGFW,” respectively. No fractional warrants will be issued upon separation of the units and only whole warrants will trade. Those units not separated will continue to trade on The New York Stock Exchange under the symbol “EGGFU.” Holders of units will need to have their brokers contact Continental Stock Transfer & Trust Company, the Company’s transfer agent, in order to separate the units into shares of Class A common stock and warrants.

The Company is a newly organized blank check company formed for the purpose of effecting a business combination with one or more businesses. The Company is not subject to any restrictions or limitations regarding the industry in which a target business may operate. However, there are certain sectors that the Company believes are particularly complemented by the expertise and relationships of its sponsor’s affiliates, EnTrust Global and GMF Capital, including transportation and real assets, financial services, financial services technology, healthcare, real estate, and sustainability-focused businesses.

The units were initially offered by the Company in an underwritten offering. BTIG, LLC acted as the sole book-running manager and Bankers Securities, Inc. acted as co-manager for the offering. A registration statement relating to these securities was declared effective by the Securities and Exchange Commission (“SEC”) on May 25, 2021. This press release shall not constitute an offer to sell or the solicitation of an offer to buy, nor shall there be any sale of these securities in any state or jurisdiction in which such an offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such state or jurisdiction.

The offering was made only by means of a prospectus, copies of which may be obtained on the U.S. Securities and Exchange Commission website at <http://www.sec.gov>. Alternatively, copies of the prospectus may be obtained from BTIG, LLC, 65 East 55th Street, New York, NY 10022, or by e-mail at [ProspectusDelivery@btig.com](mailto:ProspectusDelivery@btig.com).

***Cautionary Note Concerning Forward-Looking Statements***

This press release contains statements that constitute “forward-looking statements,” including with respect to the initial public offering, the anticipated use of the net proceeds and search for an initial business combination. No assurance can be given that the offering discussed above will be completed on the terms described, or at all, or that the net proceeds of the offering will be used as indicated. Forward-looking statements are subject to numerous conditions, many of which are beyond the control of the Company, including those set forth in the “Risk factors” section of the Company’s registration statement and prospectus for the Company’s offering filed with the SEC. Copies are available on the SEC’s website at [www.sec.gov](http://www.sec.gov). The Company undertakes no obligation to update these statements for revisions or changes after the date of this release, except as required by law.

**Contact**

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