

**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): April 26, 2024

Journey Medical Corporation

(Exact Name of Registrant as Specified in Charter)

Delaware

(State or Other Jurisdiction
of Incorporation)

001-41063

(Commission File Number)

47-1879539

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

**9237 E Via de Ventura Blvd., Suite 105
Scottsdale, AZ 8525**

(Address of principal executive offices)

Registrant's telephone number, including area code: **(480) 434-6670**

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
Common Stock	DERM	The Nasdaq Capital Market

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 x

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.

On April 26, 2024, the Board of Directors (the “**Board**”) of Journey Medical Corporation (the “**Company**”) appointed Joseph Benesch, age 57, as the Company’s permanent Chief Financial Officer. As previously disclosed in the Company’s Current Report on Form 8-K filed with the SEC on January 20, 2023, the Board appointed Mr. Benesch as the Company’s interim Chief Financial Officer, effective January 27, 2023, and such disclosure is hereby incorporated by reference.

Mr. Benesch’s compensation has not changed as a result of this appointment. Any changes to Mr. Benesch’s compensation package, if any, will be determined by the Company’s Board upon recommendation of its Compensation Committee.

No family relationships exist between Mr. Benesch and any of the Company’s directors or other executive officers. There are no arrangements or understandings between Mr. Benesch and any other person pursuant to which Mr. Benesch was selected as the Company’s Chief Financial Officer, nor are there any transactions to which the Company is or was a participant and in which Mr. Benesch has a material interest subject to disclosure under Item 404(a) of Regulation S-K.

Item 8.01. Other Events.

On May 1, 2024, the Company issued a press release announcing the appointment of Mr. Benesch as permanent Chief Financial Officer. The full text of the press release is attached as Exhibit 99.1 to this Current Report on Form 8-K and incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

The following exhibits are furnished herewith:

Exhibit Number	Description
99.1	Press release issued by Journey Medical Corporation, dated May 1, 2024.
104	Cover Page Interactive Data File, formatted in Inline Extensible Business Reporting Language (iXBRL).

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.

Journey Medical Corporation
(Registrant)

By: /s/ Claude Maraoui
Claude Maraoui
Chief Executive Officer, President and Director

Date: May 1, 2024



Journey Medical Corporation Appoints Joseph Benesch as Chief Financial Officer

Scottsdale, AZ – May 1, 2024 – Journey Medical Corporation (“Journey Medical” or “the Company”) (Nasdaq: DERM), a commercial-stage pharmaceutical company that primarily focuses on the selling and marketing of U.S. Food and Drug Administration (“FDA”)-approved prescription pharmaceutical products for the treatment of dermatological conditions, today announced the appointment of Joseph M. Benesch as Chief Financial Officer, effective April 26, 2024. Mr. Benesch had served as the Company’s Interim Chief Financial Officer since January 2023 and he served as the Company’s Corporate Controller prior to that since November 2021.

Claude Maraoui, Co-Founder, President and Chief Executive Officer of Journey Medical, said, “Joe has been an instrumental leader to our finance and accounting team for the past few years and it will be a seamless transition as he steps into the permanent CFO role. With more than 25 years of experience in the public and private sectors including the life sciences industry, Joe’s in-depth financial and accounting knowledge and pharmaceutical experience are valuable assets to our company as we focus on our many upcoming milestones, including the potential approval of DFD-29 for the treatment of rosacea later this year. We look forward to Joe’s continued contributions to Journey Medical.”

Mr. Benesch has over 25 years of experience in all aspects of corporate financial leadership and reporting, technical accounting and controls, corporate controllership, regulatory and public company compliance, treasury and pharmaceutical company operations. Prior to joining Journey Medical, Mr. Benesch previously served as the Principal Accounting Officer, Vice President and Corporate Controller of Teligent Pharma Inc., a specialty generic pharmaceutical company, and Corporate Controller of Torrent Pharmaceuticals, a U.S. subsidiary of the Torrent Group, a multinational pharmaceutical company. Before joining Torrent, he held senior financial management positions of increasing responsibility from Corporate Controller to Vice President of Finance at Savient Pharmaceuticals, Adare Pharmaceuticals and Edenbridge Pharmaceuticals. Mr. Benesch began his career in the public accounting sector at Baker Tilly Virchow Krause, LLP, and Ernst and Young working with a diverse client base. Mr. Benesch is a graduate of Wilkes University where he earned a BA in accounting and is a Certified Public Accountant.

“I am privileged and honored to continue to lead our finance organization as we seek to drive sustainable value creation for the Company and our shareholders while helping the many patients treated with our dermatology products,” said Mr. Benesch.

About Journey Medical Corporation

Journey Medical Corporation (Nasdaq: DERM) (“Journey Medical”) is a commercial-stage pharmaceutical company that primarily focuses on the selling and marketing of FDA-approved prescription pharmaceutical products for the treatment of dermatological conditions through its efficient sales and marketing model. The Company currently markets seven branded and two generic products that help treat and heal common skin conditions. The Journey Medical team comprises industry experts with extensive experience in developing and commercializing some of dermatology’s most successful prescription brands. Journey Medical is located in Scottsdale, Arizona and was founded by Fortress Biotech, Inc. (Nasdaq: FBIO). Journey Medical’s common stock is registered under the Securities Exchange Act of 1934, as amended, and it files periodic reports with the U.S. Securities and Exchange Commission (“SEC”). For additional information about Journey Medical, visit www.journeymedicalcorp.com.

Forward-Looking Statements

This press release may contain “forward-looking statements” within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. As used below and throughout this press release, the words “the Company”, “we”, “us” and “our” may refer to Journey Medical. Such statements include, but are not limited to, any statements relating to our growth strategy and product development programs and any other statements that are not historical facts. The words “anticipate,” “believe,” “estimate,” “may,” “expect,” “will,” “could,” “project,” “intend,” “potential” and similar expressions are generally intended to identify forward-looking statements. Forward-looking statements are based on management’s current expectations and are subject to risks and uncertainties that could negatively affect our business, operating results, financial condition and stock price. Factors that could cause actual results to differ materially from those currently anticipated include: the fact that our products and product candidates are subject to time and cost intensive regulation and clinical testing and as a result, may never be successfully developed or commercialized; a substantial portion of our sales derive from products that may become subject to third-party generic competition, the introduction of new competitor products, or an increase in market share of existing competitor products, any of which could have a significant adverse impact on our operating income; we operate in a heavily regulated industry, and we cannot predict the impact that any future legislation or administrative or executive action may have on our operations; our revenue is dependent mainly upon sales of our dermatology products and any setback relating to the sale of such products could impair our operating results; competition could limit our products’ commercial opportunity and profitability, including competition from manufacturers of generic versions of our products; the risk that our products do not achieve broad market acceptance, including by government and third-party payors; our reliance third parties for several aspects of our operations; our dependence on our ability to identify, develop, and acquire or in-license products and integrate them into our operations, at which we may be unsuccessful; the dependence of the success of our business, including our ability to finance our company and generate additional revenue, on the successful development and regulatory approval of the DFD-29 product candidate and any future product candidates that we may develop, in-license or acquire; clinical drug development is very expensive, time consuming, and uncertain and our clinical trials may fail to adequately demonstrate the safety and efficacy of our current or any future product candidates; our competitors could develop and commercialize products similar or identical to ours; risks related to the protection of our intellectual property and our potential inability to maintain sufficient patent protection for our technology and products; our business and operations would suffer in the event of computer system failures, cyber-attacks, or deficiencies in our or our third parties’ cybersecurity; the substantial doubt about our ability to continue as a going concern; the effects of major public health issues, epidemics or pandemics on our product revenues and any future clinical trials; our potential need to raise additional capital; Fortress controls a voting majority of our common stock, which could be detrimental to our other shareholders; as well as other risks described in Part I, Item 1A, “Risk Factors,” in our Annual Report on Form 10-K for the year ended December 31, 2023, subsequent Reports on Form 10-Q, and our other filings we make with the SEC. We expressly disclaim any obligation or undertaking to release publicly any updates or revisions to any forward-looking statements contained herein to reflect any change in our expectations or any changes in events, conditions or circumstances on which any such statement is based, except as may be required by law, and we claim the protection of the safe harbor for forward-looking statements contained in the Private Securities Litigation Reform Act of 1995.

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