
**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**

**October 16, 2018
Date of Report (Date of earliest event reported)**

FUNKO, INC.
(Exact Name of Registrant as Specified in its Charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

001-38274
(Commission
File Number)

3-2593276
(IRS Employer
Identification No.)

**2802 Wetmore Avenue
Everett, Washington 98201**
(Address of Principal Executive Offices) (Zip Code)

(425) 783-3616
(Registrant's telephone number, including area code)

(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))

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.

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

On October 16, 2018, Richard McNally informed the Board of Directors (the “Board”) of Funko, Inc. (the “Company”) of his resignation as a director of the Company, effective October 31, 2018. Mr. McNally’s resignation was made as contemplated in accordance with termination of the director designation right by Fundamental Capital, LLC under the terms of the Company’s stockholders agreement, dated as of November 1, 2017. On the same date, the Board elected Michael Lunsford as a Class II director of the Company, effective October 31, 2018. Upon the effectiveness of his election, Mr. Lunsford will replace Ken Brotman on the Audit Committee of the Board.

Mr. Lunsford will receive an annual retainer of \$40,000 and, upon the effectiveness of his election to the Board, an initial award of options to purchase shares of the Company’s Class A common stock having an aggregate fair value of \$60,000 on the date of grant, prorated to reflect the period in which Mr. Lunsford will serve as a director until the anniversary of the Company’s 2018 annual meeting of stockholders (the “Initial Award”). The Initial Award will have an exercise price equal to the fair market value of a share of the Company’s Class A common stock on the date of grant, and will vest and become exercisable on the first anniversary of the grant date, subject to Mr. Lunsford’s continued service on the Board through such vesting date. Mr. Lunsford will also enter into the Company’s standard indemnification agreement for directors and officers.

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.

Date: October 22, 2018

FUNKO, INC.

By: /s/ Tracy D. Daw

Tracy D. Daw

Sr. Vice President, General Counsel and Secretary