

**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 31, 2023
Date of Report (date of earliest event reported)

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

<p>Nevada (State or other jurisdiction of incorporation or organization)</p>	<p>001-38858 (Commission File Number)</p>	<p>20-1117381 (I.R.S. Employer Identification No.)</p>
<p>711 Broadway St., Suite 320 San Antonio (Address of Principal Executive Offices)</p>	<p>Texas</p>	<p>78215 (Zip Code)</p>

Registrant's telephone number, including area code: (210) 678-3700

(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 Symbol(s)	Name of each exchange on which registered
Common Stock, par value \$0.001 per share	XPEL	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 (§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 5.03 Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.

On October 31, 2023, the Board of Directors (“the Board”) of XPEL, Inc. adopted certain amendments to the Company's By-Laws, effective as of October 31, 2023, primarily under Sections 2.8 and 2.13 and new Section 2.15, to stipulate certain universal proxy card advance notice requirements that shareholders, intending to include their nominees on the Company’s management proxy card, must comply with before such nominees may be included in the proxy card.

The foregoing summary does not purport to be complete and is subject to, and qualified in its entirety by, reference to the full text of the Amended and Restated Bylaws of XPEL, Inc. (as of October 31, 2023), filed hereto as Exhibit 3.1 and incorporated herein by reference.

EXHIBIT NO.**IDENTIFICATION OF EXHIBIT**

3.1	Amended and Restated Bylaws of XPEL, Inc. (as of October 31, 2023)
104	Cover Page Interactive Data File (embedded within the Inline XBRL Document)

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.

XPEL, Inc.

Dated: November 1, 2023

By: /s/ Babatunde Awodiran

Babatunde Awodiran

Senior Vice President, General Counsel & Secretary