# 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 9, 2025**

# Grayscale Ethereum Mini Trust ETF
**(Exact name of Registrant as Specified in Its Charter)**

| Delaware | 001-42184 | 99-6447880 |
|---|---|---|
| (State or Other Jurisdiction of Incorporation) | (Commission File Number) | (IRS Employer Identification No.) |

| c/o Grayscale Investments Sponsors, LLC<br>290 Harbor Drive, 4th Floor<br>Stamford, Connecticut | 06902 |
|---|---|
| (Address of Principal Executive Offices) | (Zip Code) |

**Registrant's Telephone Number, Including Area Code: 212 668-1427**

**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:

☐ 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 |
|---|---|---|
| Grayscale Ethereum Mini Trust ETF Shares | ETH | NYSE Arca, Inc. |

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 April 9, 2025, Grayscale Investments Sponsors, LLC (together with its affiliates as the context may require, "**Grayscale**"), the sponsor of the registrant, announced that GSO Intermediate Holdings Corporation, the sole managing member of Grayscale Operating, LLC, the sole member of Grayscale Investments Sponsors, LLC, has approved the appointment of Diana Zhang to serve as the new Chief Operating Officer of Grayscale Operating, LLC, effective May 6, 2025. Ms. Zhang will succeed Hugh Ross, the current Chief Operating Officer of Grayscale Operating, LLC, who has decided to step down from his position and is expected to remain with Grayscale to assist with the transition of his responsibilities until his departure on or prior to May 31, 2025.

For more than a decade, Ms. Zhang held multiple executive roles at Bridgewater Associates, a globally recognized asset management firm, including as a Deputy to the co-CEO and as COO of Investment Research. Most recently, Ms. Zhang was the COO of BlockTower Capital, a leading institutional investment firm focused on digital and traditional asset classes. Ms. Zhang also co-founded NeighborShare, a technology-driven nonprofit that helps families through pivotal moments of need of $400 or less that would otherwise go unmet.

A copy of Grayscale's press release is attached as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated by reference herein.

**Item 9.01. Financial Statements and Exhibits**

(d) Exhibits

| Exhibit No. | Description |
|---|---|
| 99.1 | Press Release, dated April 9, 2025, of Grayscale |
| 104 | Cover Page Interactive Data File (the cover page XBRL tags are 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 thereunto duly authorized.

Grayscale Investments Sponsors, LLC as Sponsor of
Grayscale Ethereum Mini Trust ETF

| | | |
|---|---|---|
| Date: April 9, 2025 | By: | /s/ Edward McGee |
| | | Edward McGee |
| | | Chief Financial Officer* |

* The Registrant is a trust and the identified person signing this report is signing in their capacity as an authorized officer of Grayscale Operating, LLC, the sole member of Grayscale Investments Sponsors, LLC, the Sponsor of the Registrant.

**Exhibit 99.1**

**Grayscale Investments Appoints Diana Zhang as Chief Operating Officer**

*Veteran asset management executive joins world's largest crypto-focused asset management platform to support the firm's growth trajectory*

STAMFORD, CT, April 9, 2025 -- Grayscale Investments, the world's largest crypto-focused asset management platform, today announced the appointment of Diana Zhang as Chief Operating Officer, effective Tuesday, May 6. In this role, Zhang will report to CEO Peter Mintzberg. Zhang succeeds Hugh Ross, who has served as Grayscale's COO since 2021.

A veteran asset management executive with 18+ years of experience holding leadership positions at prominent asset management firms, Zhang has a proven ability to shape and execute strategy, run company-wide operations, drive business development, and cultivate teams. For more than a decade, Zhang held multiple executive roles at Bridgewater Associates, a globally recognized asset management firm, including as a Deputy to the co-CEO and as COO of Investment Research. Most recently, Zhang was the COO of BlockTower Capital, a leading institutional investment firm focused on digital and traditional asset classes. Zhang also co-founded NeighborShare, a technology-driven nonprofit that helps families through pivotal moments of need of $400 or less that would otherwise go unmet.

"Diana is a rare talent, bringing a combination of relevant experience, track record, and vision to Grayscale from some of the leading asset management and investing firms, including those specializing in cryptocurrency and blockchain-related assets," said Grayscale Chief Executive Officer Peter Mintzberg. "Diana will serve as a strategic partner to our entire team, helping us expand our institutional-caliber partnerships with our clients and fulfill our mission as the largest crypto-focused asset management platform."

"I am thrilled to join Grayscale," said Diana Zhang. "This is an exciting time for the crypto asset management industry, and Grayscale is well-positioned for continued success. I look forward to working with the talented team to drive innovation, deliver exceptional value to our clients, and set the standard for excellence and pioneering leadership in the market."

"We are grateful to Hugh for all his contributions to Grayscale, which have been instrumental in positioning us for success," continued Mintzberg. "During his tenure, we created and launched innovative investment products for the digital economy, including the first digital asset exchange-traded products in the industry. Hugh will provide valuable support during the transition period and, I'm confident, will make a meaningful impact wherever he decides to apply his talents and experience next."

"I am proud of the foundational work Grayscale has accomplished thus far, and I am grateful for the opportunity to have served as its COO for the last four years," said Hugh Ross. "One of the things that attracted me to the crypto asset management space was navigating the challenges associated with an ever-evolving landscape. As I move on to new opportunities, I am confident that the team will continue to drive the company's mission forward and achieve great success."

Over the last decade, Grayscale has launched a suite of more than thirty crypto investment products enabling access to the crypto asset class in a familiar, transparent wrapper, while serving as an educational resource to the investing public, working with policymakers and regulators to bring crypto assets further into the regulatory perimeter, and growing the firm's business capabilities and best-in-class team.

About Grayscale Investments

Grayscale enables investors to access the digital economy through a family of future-forward investment products. Founded in 2013, Grayscale has a proven track record and deep expertise as the world's largest crypto asset manager. Investors, advisors, and allocators turn to Grayscale for single asset, diversified, and thematic exposure.

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