

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 6-K**

**REPORT OF FOREIGN PRIVATE ISSUER  
PURSUANT TO RULE 13a-16 OR 15d-16  
UNDER THE SECURITIES EXCHANGE ACT OF 1934  
For the Month of November 2021  
Commission File Number: 001-40875**

**NUVEI CORPORATION**

**(Exact name of registrant as specified in its charter)  
1100 René-Lévesque Boulevard West, Suite 900  
Montreal, Quebec H3B 4N4  
(Address of principal executive office)**

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F:

Form 20-F  Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

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On October 14, 2021, the Company issued a material change report, a copy of which is furnished as Exhibit 99.1.

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## EXHIBIT INDEX

EXHIBIT NUMBER	EXHIBIT DESCRIPTION
99.1	Material Change Report, dated October 14, 2021

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## 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.

### **Nuvei Corporation**

Date: November 1, 2021

By: /s/ David Schwartz

Name David Schwartz

Title: Chief Financial Officer

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FORM 51-102F3  
MATERIAL CHANGE REPORT**Item 1 – Name and Address of Company**

Nuvei Corporation (“**Nuvei**” or the “**Company**”)  
1100 René-Lévesque Boulevard West,  
Suite 900 Montréal, Quebec  
H3B 4N4

**Item 2 - Date of Material Change**

October 4, 2021

**Item 3 – News Release**

A news release was disseminated over Globe Newswire on October 4, 2021.

**Item 4 – Summary of Material Change**

On October 4, 2021, Nuvei announced the launch of a marketed offering of 1,500,000 subordinate voting shares of the Company in the United States and Canada, which was increased to 3,000,000 subordinate voting shares of the Company, representing Nuvei’s initial public offering in the United States (the “**Offering**”). In connection with the Offering, Nuvei applied to list its subordinate voting shares on Nasdaq Global Select Market (the “**Nasdaq**”). In addition, Nuvei granted the Underwriters (as defined below) a 30-day over-allotment option to purchase up to an additional 15% of the Offering.

**Item 5 – Full Description of Material Change****5.1 Full Description of Material Change**

On October 4, 2021, Nuvei announced the launch of a marketed offering of 1,500,000 subordinate voting shares of the Company in the United States and Canada, which was increased to 3,000,000 subordinate voting shares of the Company, representing Nuvei’s initial public offering in the United States. In addition, Nuvei granted the Underwriters (as defined below) a 30-day over-allotment option to purchase up to an additional 15% of the Offering.

In connection with the Offering, Nuvei entered into an underwriting agreement with Goldman Sachs & Co. LLC, Credit Suisse, J.P. Morgan, BMO Capital Markets, RBC Capital Markets, Raymond James Ltd., Canaccord Genuity Corp., Cowen and Company, LLC, Keefe, Bruyette & Woods, A *Stifel Company*, William Blair, National Bank Financial Inc., CIBC Capital Markets and Scotiabank (collectively, the “**Underwriters**”).

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On October 8, 2021, the Underwriters purchased, at a price of US\$123.14 per subordinate voting share, an aggregate of 3,450,000 subordinate voting shares offered by Nuvei, including 450,000 subordinate voting shares of the Company following the exercise in full by the Underwriters of their over-allotment option, for gross proceeds to Nuvei of US\$424,833,000.

Nuvei expects to use the net proceeds from the Offering primarily to strengthen Nuvei's financial position and allow it to pursue its growth strategies.

In connection with the Offering, Nuvei's subordinate voting shares started trading in US dollars on Nasdaq and will continue to trade on the Toronto Stock Exchange (the "TSX") in Canadian dollars under the symbol "NVEI" in both instances.

Nuvei voluntarily delisted its "NVEI.U" US dollar listing on the TSX after the close of markets on October 13, 2021.

**5.2 Disclosure for Restructuring Transactions**

Not applicable.

**Item 6 – Reliance on subsection 7.1(2) of National Instrument 51-102**

Not applicable.

**Item 7 - Omitted Information**

Not applicable.

**Item 8 – Executive Officer**

David Schwartz  
Chief Financial Officer  
(514) 313-1190

**Item 9 – Date of Report**

October 14, 2021.

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