

# SECURITIES & EXCHANGE COMMISSION EDGAR FILING

**Attis Industries Inc.**

**Form: 8-K**

**Date Filed: 2019-08-23**

Corporate Issuer CIK: 949721

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): **August 19, 2019**

**ATTIS INDUSTRIES INC.**

(Exact name of registrant as specified in its charter)

**New York**

(State or other jurisdiction  
of incorporation)

**001-13984**

(Commission File Number)

**13-3832215**

(IRS Employer  
Identification No.)

**12540 Broadwell Road, Suite 2104  
Milton, GA 30004**

(Address of principal executive offices)

**(678) 580-5661**

(Registrant's telephone number, including area code)

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, par value \$0.025	ATIS	The NASDAQ Capital Market
Warrant to purchase Common Stock (expiring January 30, 2022)	ATISW	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

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 3.01. Notice of Delisting or Failure to Satisfy a Continued Listing Rule or Standard; Transfer of Listing**

On August 19, 2019, Attis Industries Inc. (the "Company") received a letter (the "Letter") from the staff of The Nasdaq Capital Market (the "Exchange") indicating that the Company is not in compliance with the Exchange's continued listing requirements, under the timely filing criteria, as set forth in Nasdaq Listing Rule 5250(c)(1), as a result of the Company's failure to timely file its Quarterly Report on Form 10-Q for the fiscal quarter ended June 30, 2019 (the "Form 10-Q").

The Letter informed the Company that it should present its views with respect to this additional deficiency to the Nasdaq Hearings Panel in writing no later than August 26, 2019.

The Company will file its Form 10-Q as soon as practicable.

The Company issued a press release on August 23, 2019 disclosing the Company's receipt of the Letter. A copy of the press release is attached as Exhibit 99.1 hereto.

**Item 9.01. Financial Statements and Exhibits**

(d) Exhibits.

Exhibit No.	Description
99.1	<a href="#">Press Release dated August 23, 2019</a>

**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.

**ATTIS INDUSTRIES INC.**

Date: August 23, 2019

By: /s/ Jeffrey Cosman

Name: Jeffrey Cosman

Title: Chief Executive Officer



### **Attis Provides an Update on Status of Nasdaq Listing**

#### **Attis to Continue Appeal of Staff Determination Regarding Delinquent Reports**

**MILTON, GA (GlobeNewswire) – August 23, 2019:** Attis Industries Inc. (NASDAQ: ATIS) (the “Company” or “Attis”), a diversified innovation and technology holding company, today announced that Nasdaq has informed the Company by letter (the “August Nasdaq Letter”) that it is not in compliance with Nasdaq’s filing requirements set forth in Listing Rule 5250(c)(1) because it has failed to file its Quarterly Report on Form 10-Q for the period ending June 30, 2019. The August Nasdaq Letter has no immediate effect on the listing or trading of the Company’s common stock or registered warrants.

The delay in the Company’s filings is a result of efforts to continue to assess the accounting related to certain historical transactions that took place in 2017 and the first half of 2018 and the Company believes it is important that the aforementioned transactions are presented accurately to our shareholders. The Company has benefited from these transactions through the acquisition of valuable intellectual property and licenses related to ethanol coproduct technology and absorbing an engineering team with extensive process and civil engineering experience in the green technology market; however, the process of quantifying certain fair values within these transactions has proven extremely labor-intensive and time-consuming.

The Company is continuing to work diligently with its independent accounting firm to expediently complete filing with the Securities and Exchange Commission of the Company’s required periodic reports. The Company believes that once it has become current in the filing of its periodic reports, it will be able to obtain financing on more favorable terms.

#### **Attis Industries, Inc.**

Attis Industries Inc. (NASDAQ: ATIS) is a diversified innovation and technology holding company focused on developing and building businesses in the healthcare, sustainable materials and renewable fuel markets. We strive to encourage our employees to be entrepreneurs focused on innovation and technology. We will remain dynamic, persistent and motivated to our mission of winning. The growth of our company will rely on our integrity and our vision for the future. Today, each of Attis business sectors provide high growth opportunities that collectively account for more than a third of our nations GDP. For more information, visit: [www.attisind.com](http://www.attisind.com)

## Forward-Looking Statements

Any statements contained in this press release that do not describe historical facts may constitute forward-looking statements as that term is defined in the Private Securities Litigation Reform Act of 1995. You can identify forward-looking statements by words such as “anticipate,” “believe,” “could,” “estimate,” “expect,” “intend,” “may,” “plan,” “should,” “would” or similar words. You should consider these statements carefully because they discuss our plans, targets, strategies, prospects and expectations concerning our business, operating results, financial condition and other similar matters. These statements are subject to certain risks, uncertainties, and assumptions, including, but not limited to, risks and uncertainties relating to the Company's ability to develop, market and sell products based on its technology; the expected benefits and efficacy of the Company's products and technology; the availability of substantial additional funding for the Company to continue its operations and to conduct research and development, clinical studies and future product commercialization; and, the Company's business, research, product development, regulatory approval, marketing and distribution plans and strategies; the ability of the Company to continue to meet the listing requirements of NASDAQ; the ability of the Company to execute on a business plan that permits the technologies and innovations businesses to provide sufficient growth, revenue, liquidity and cash flows for sustaining the Company's go-forward business, and the risks identified and discussed under the caption “Risk Factors” in the Attis Annual Report on Form 10-K for the fiscal year ended December 31, 2017, filed with the Securities and Exchange Commission (the “SEC”) on April 16, 2018 and the other documents Attis files with the SEC from time to time. There will be events in the future, however, that Attis is not able to predict accurately or control. Attis's actual results may differ materially from the expectations that Attis describes in its forward-looking statements. Factors or events that could cause Attis's actual results to materially differ may emerge from time to time, and it is not possible for Attis to accurately predict all of them. Any forward-looking statement made by Attis in this press release speaks only as of the date on which Attis makes it. Attis undertakes no obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as required by law.

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