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**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 17, 2021 (August 16, 2021)

MOXIAN, INC.

(Exact name of registrant as specified in its charter)

Nevada

(state or other jurisdiction
of incorporation)

001-37902

(Commission
File Number)

27-3729742

(IRS Employer
Identification Number)

**Unit 911, Tower 2, Silvercord, 30 Canton Road
Tsimshatsui**

Hong Kong SAR, China

(address of principal executive offices) (zip code)

Tel: +852 2961 4888

(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 (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 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.

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	MOXC	Nasdaq Capital Market

Item 8.01 Other Events.

On August 16, 2021, Moxian, Inc., a Nevada corporation (“Moxian Nevada”), completed the merger to reorganize itself as a British Virgin Islands company pursuant to the Agreement and Plan of Merger dated May 28, 2021 (the “Merger Agreement”), by and between Moxian Nevada and Moxian (BVI) Inc (“Moxian BVI”). The Merger Agreement was approved by the stockholders of Moxian Nevada at the annual meeting of stockholders held on July 19, 2021. On August 17, 2021, Moxian Nevada issued a press release announcing the completion of the reorganization which is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

This report serves as notice that Moxian BVI is the successor issuer to Moxian Nevada pursuant to Rule 12g-3 under the Exchange Act, as amended (the “Exchange Act”). Pursuant to Rule 12g-3(a) of the Exchange Act, the ordinary shares of Moxian BVI, as successor issuer, are deemed registered under Section 12(b) of the Exchange Act.

The ordinary shares of Moxian BVI have been approved for listing on the NASDAQ Capital Market and will begin trading on August 17, 2021 under the symbol “MOXC,” the same symbol under which the shares of Moxian Nevada’s common stock previously traded.

Item 9.01 Financial Statements and Exhibit

(d) Exhibits

EXHIBIT INDEX

Exhibit	Description
99.1	Press release dated August 17, 2021

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

MOXIAN, INC.

Date: August 17, 2021

By: /s/ Hao Qinghu

Name: Hao Qinghu

Title: Chief Executive Officer

Exhibit 99.1**Moxian, Inc. Completes Corporate Reorganization**

HONG KONG, August 17, 2021 (GLOBE NEWSWIRE) — Moxian, Inc. (“Moxian” or the “Company”) (NASDAQ: MOXC), an Internet media marketing services provider, today announced that the reorganization of Moxian as a British Virgin Islands company has been completed. As a result of the corporate reorganization, on August 16, 2021, each outstanding share of Moxian’s common stock was converted into the right to receive an ordinary share of Moxian (BVI) Inc, a British Virgin Islands company (“Moxian BVI”).

Pursuant to the merger agreement approved by Moxian stockholders at the annual meeting of stockholders held on July 19, 2021, the number of ordinary shares in Moxian BVI owned by each shareholder as a result of the merger is the same as the number of shares of common stock previously owned in Moxian immediately prior to the merger. Trading of the ordinary shares of Moxian BVI will begin on the NASDAQ Capital Market on August 17, 2021 under the symbol “MOXC,” the same symbol as that of Moxian common stock.

About Moxian (BVI) Inc

Founded in 2013, Moxian (BVI) Inc, formerly Moxian, Inc., is based in Hong Kong SAR, China, with subsidiaries in Shenzhen and Beijing, China, and Malaysia. It is involved in Internet media marketing.

Forward-Looking Statements

This press release contains forward-looking statements as defined in Section 21E of the Securities Exchange Act of 1934, as amended. These forward-looking statements may be identified by terms such as “will,” “expect,” “anticipate,” “future,” “intend,” “plan,” “believe,” “estimate”, “potential”, “continue”, “in progress”, “goal”, “guidance expectations” and similar statements. Any statements that are not historical facts, including statements about the company’s philosophy and expectations, are forward-looking statements that involve factors, risks, and uncertainties that could cause actual results to differ materially from those in the forward-looking statements. These factors and risks include, but are not limited to, the following: company’s goals and strategies; future business development; financial status and operating results; expected growth of China’s internet media marketing industry; ability to develop new products and services; demand and acceptance of our services; the relationship between the company and strategic partners; industry competition; and policies and regulations related to the company’s structure, business and industry. More detailed information about these and other risks and uncertainties is included in the company’s filings with the Securities and Exchange Commission. All information provided in the company’s introduction is the latest information as of the date of publication of the company. Except as provided by applicable law, the company is not obligated to update such information.

For further information, please contact:

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