

**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): December 2, 2019 (November 26, 2019)

**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)

**Units B & C, 9/F, Block D Fuhua Tower 8 Chaoyangmen North Street Dongcheng District,  
Beijing 100027 Peoples' Republic of China**  
(address of principal executive offices) (zip code)

**Tel: +86 (010) 5332 0602**

(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

Common Stock

Trading Symbol(s)

MOXC

Name of Each Exchange on Which Registered

Nasdaq Capital Market

**Item 3.01 NOTICE OF DELISTING OR FAILURE TO SATISFY A CONTINUED LISTING RULE OR STANDARD; TRANSFER OR LISTING.**

As previously disclosed, on June 4, 2019, Moxian, Inc. (the “Company”) received a letter from The Nasdaq Stock Market (“Nasdaq”) indicating that the Company is required to maintain a minimum market value of listed securities of \$35 million. The letter indicated that at such time the Company’s market value of listed securities was below \$35 million for 30 consecutive business days. As such, the Company was not compliant with the market value of listed securities requirement under Nasdaq Listing Rule 5550(b)(2) (the “Rule”). The Notice provided the Company with a grace period of 180 calendar days, or until December 2, 2019, to regain compliance with the Rule.

On November 26, 2019, the Company received a letter from Nasdaq notifying it that Nasdaq had determined that for the last 11 consecutive business days, from November 11 to November 25, 2019, the Company’s market value of listed securities was \$35,000,000 or greater. Accordingly, the Company has regained compliance with the Rule, and Nasdaq notified the Company that this matter is now closed.

---

**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: December 2, 2019

By: /s/ Hao Qinghu

Name: Hao Qinghu

Title: Chief Executive Officer

---

