

**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): January 18, 2024



Cemtrex Inc.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation)

001-37464
(Commission
File Number)

30-0399914
(I.R.S. Employer
Identification No.)

135 Fell Court
Hauppauge, NY
(Address of principal executive offices)

11788
(Zip Code)

Registrant's telephone number, including area code: (631) 756-9116

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 (17CFR 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 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:

<u>Title of each class</u>	<u>Trading symbol</u>	<u>Name of each exchange on which registered</u>
Common Stock	CETX	Nasdaq Capital Market
Series 1 Preferred Stock	CETXP	Nasdaq Capital Market

CURRENT REPORT ON FORM 8-K

Cemtrex, Inc.

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

On January 18, 2024, the Company received a letter from The Nasdaq Stock Market LLC's Hearings Panel notifying the Company that it has determined to delist Cemtrex Inc.'s (the "Company") shares of Series 1 Preferred Stock from the Exchange, due to the Company's inability to meet the terms of the exception granted by the Panel on September 8, 2023, as amended. Suspension of trading in the Company's Series 1 Preferred Stock will be effective at the open of business on January 22, 2024.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits

<u>Exhibit Number</u>	<u>Exhibit Title</u>
99.1	Notification of Nasdaq Hearing Panel determination to delist, dated January 18, 2024
104	Cover Page Interactive Data File (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 hereunto duly authorized.

CEMTREX, INC.

Date: January 19, 2024

By: /s/ Saagar Govil

Saagar Govil
Chairman, President and Chief Executive Officer



Sent via electronic delivery

January 18, 2024

Saagar Govil
Chief Executive Officer
Cemtrex Inc.
135 Fell Ct
Hauppauge, NY 11788

RE: Cemtrex Inc. (Symbol: CETXP) Nasdaq Listing
Qualifications Hearings Docket No. NQ 6651C-23

Dear Mr. Govil:

The Nasdaq Stock Market LLC's ("Nasdaq" or the "Exchange") Hearings Panel ("Panel") has determined to delist Cemtrex Inc.'s (the "Company") shares of Series 1 Preferred Stock from the Exchange, due to the Company's inability to meet the terms of the exception granted by the Panel on September 8, 2023, as amended. Suspension of trading in the Company's Series 1 Preferred Stock will be effective at the open of business on January 22, 2024.

The Company may request that the Nasdaq Listing and Hearing Review Council review this decision. A written request for review must be received within 15 days from the date of this decision and should be sent by e-mail to the Office of Appeals and Review at appeals@nasdaq.com. Pursuant to Nasdaq Listing Rule 5820(a), the Company must submit a fee of \$15,000.00 to Nasdaq to cover the cost of the review. Instructions for submitting the fee are on the enclosed *Appeals Payment Form*. Please include evidence of this payment with the e- mailed request for review by attaching a PDF copy of the wire instructions or check.

The Company should be aware that the Nasdaq Listing and Hearing Review Council may, on its own motion, determine to review any Panel decision within 45 calendar days after issuance of the written decision. If the Listing Council determines to review this decision, it may affirm, modify, reverse, dismiss or remand the decision to the Panel. The Company will be immediately notified in the event the Listing Council determines that this matter will be called for review.

Should you have any questions, please do not hesitate to contact me at (301) 978-8417. Sincerely,

A handwritten signature in blue ink, appearing to read 'Alejandro Aguayo'.

Alejandro Aguayo Hearings
Advisor
Nasdaq Office of General Counsel
