

CHARLES & COLVARD LTD  
Form 8-K  
November 20, 2017

**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): **November 20, 2017**

**Charles & Colvard, Ltd.**

(Exact name of registrant as specified in its charter)

|                                 |                  |                   |
|---------------------------------|------------------|-------------------|
| <b>North Carolina</b>           | <b>000-23329</b> | <b>56-1928817</b> |
| (State or other jurisdiction of | (Commission File | (I.R.S.           |
| incorporation)                  | Number)          | Employer          |
|                                 |                  | Identification    |
|                                 |                  | No.)              |

**170 Southport Drive**  
**Morrisville, North Carolina**      **27560**  
(Address of principal executive offices)      (Zip Code)

**(919) 468-0399**

(Registrant's telephone number, including area code)

N/A

(Former name or former address, if changed since last report)

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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR 230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR 240.12b-2).

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 8.01**

**Other Events.**

On November 20, 2017, Charles & Colvard, Ltd. (the “Company”) received a letter from the Nasdaq Listing Qualifications Department notifying the Company that the minimum bid price of its common stock was at least \$1.00 for 10 consecutive business days. Accordingly, the Company has regained compliance with the Nasdaq minimum bid price requirement and the matter is now closed.

As previously disclosed, on May 4, 2017, the Company received notice from Nasdaq’s Listing Qualifications Department indicating that the Company was not in compliance with Nasdaq Listing Rule 5450(a)(1) because the minimum bid price of its common stock on the Nasdaq Global Select Market had closed below \$1.00 per share for 30 consecutive business days. In accordance with Nasdaq Listing Rule 5810(c)(3)(A), the Company had an initial grace period of 180 calendar days, or until October 31, 2017, to regain compliance with the minimum \$1.00 bid price per share requirement.

At the opening of business on November 3, 2017, shares of the Company’s common stock were transferred, at the Company’s request, from the Nasdaq Global Select Market to the Nasdaq Capital Market in order to provide the Company an additional 180-day grace period, or until April 30, 2018, to regain compliance with the \$1.00 per share minimum bid price requirement.

**SIGNATURE**

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.

**Charles & Colvard, Ltd.**

November 20, 2017 By: /s/ Clint J. Pete  
Clint J. Pete  
Chief Financial Officer