

DPW Holdings, Inc.
Form 8-K
August 15, 2018

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 15, 2018

DPW HOLDINGS, INC.

(Exact name of registrant as specified in its charter)

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|---|--------------------------|---|
| <u>Delaware</u> | <u>001-12711</u> | <u>94-1721931</u> |
| (State or other jurisdiction of incorporation or organization) | (Commission File Number) | (I.R.S. Employer Identification No.) |

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201 Shipyard Way, Newport Beach, CA 92663

(Address of principal executive offices) (Zip Code)

(510) 657-2635

(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))

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 7.01

REGULATION FD DISCLOSURE.

DPW Holdings, Inc., a Delaware corporation (the “**Company**”) will host a conference call on August 15, 2018 at 5:00 P.M. ET (2:00 PM PT) to discuss the contents of a presentation prepared by the Company (the “**Corporate Presentation**”). The Corporate Presentation includes preliminary second quarter results and provides updates in the Company’s business during its fiscal quarter ended June 30, 2018, and is attached hereto as Exhibit 99.1.

Investors and interested parties who desire to participate in the webcast either online or by calling in must use this link to register prior to 4:00 P.M. ET on August 15, 2018:

https://zoom.us/webinar/register/WN_rityzziCRdaVbijL3q41xw

Links to the press release, conference presentation and webcast replay will be available within two business days after the conference at <http://www.dpwholdings.com> under the Investor Relations section.

On August 15, 2018, the Company issued a press release announcing its preliminary financial results for its second quarter ended June 30, 2018, which press release is furnished herewith as Exhibit 99.2 and is incorporated by reference herein.

The information contained in this Current Report shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “**Exchange Act**”), or incorporated by reference in any filing under the Securities Act of 1933, as amended (the “**Securities Act**”) or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing. The furnishing of the information in this Current Report on Form 8-K is not intended to, and does not, constitute a representation that such furnishing is required by Regulation FD or that the information contained in this Current Report on Form 8-K constitutes material investor information that is not otherwise publicly available.

The Securities and Exchange Commission encourages registrants to disclose forward-looking information so that investors can better understand the future prospects of a registrant and make informed investment decisions. This Current Report on Form 8-K and exhibits may contain these types of statements, which are “forward-looking statements” within the meaning of the Private Securities Litigation Reform Act of 1995, and which involve risks, uncertainties and reflect the registrant’s judgment as of the date of this Current Report on Form 8-K. Forward-looking statements may relate to, among other things, operating results and are indicated by words or phrases such as “expects,” “should,” “will,” and similar words or phrases. These statements are subject to inherent uncertainties and risks that could cause actual results to differ materially from those anticipated at the date of this Current Report on Form 8-K.

Investors are cautioned not to rely unduly on forward-looking statements when evaluating the information presented within.

ITEM 9.01

FINANCIAL STATEMENTS AND EXHIBITS.

(d) Exhibits.

The following exhibits are furnished herewith:

Exhibit No. Description

99.1 Corporate Presentation

99.2 Press Release issued by DPW Holdings, Inc. on August 15, 2018

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.

DPW HOLDINGS, INC.

Dated: August 15, 2018 /s/ Milton C. Ault, III
Milton C. Ault, III
Chief Executive Officer