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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

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**FORM 8-K**

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of report (Date of earliest event reported): May 17, 2016

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**6D GLOBAL TECHNOLOGIES, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or Other Jurisdiction  
Of Incorporation)

**001-35002**  
(Commission File Number)

**47-1899833**  
(IRS Employer  
Identification No.)

**17 State Street, Suite 2550**  
**New York, NY 10004**  
(Address of principal executive offices and zip code)

Registrant's telephone number, including area code: **(646) 681-2345**

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

#### *Bases for Delisting and the Company's Appeal*

On May 17, 2016, 6D Global Technologies, Inc. (the "Company") received a letter from the Nasdaq Listing Qualifications Staff (the "Nasdaq Staff") stating that the Company's delay in filing its first quarter 2016 Form 10-Q, which was due on May 10, 2016, constitutes an event of non-compliance with Listing Rule 5250(c)(1) and therefore a separate basis for delisting the Company's common stock from The NASDAQ Stock Market LLC ("Nasdaq").

In prior letters reported by the Company on Forms 8-K filed with the U.S. Securities and Exchange Commission ("SEC") on November 25, 2015, and April 18, 2016, the Nasdaq Staff informed the Company that its common stock was subject to delisting as a result of (1) the Company's delay in filing its 2015 Form 10-K by the deadline of March 30, 2016, (2) the Company's failure to pay its 2016 annual fee to Nasdaq, and (3) the exercise of the Nasdaq Staff's discretionary authority.

The Company is appealing Nasdaq's delisting decision. While its initial appeal to the Nasdaq Hearings Panel (the "Panel") was denied on March 24, 2016, the Company's subsequent appeal of the Panel's decision is currently before the Nasdaq Listing and Hearing Review Council (the "Council"). In support of that appeal, the Company has presented a plan to address each of the Nasdaq Staff's bases for delisting, including:

- The engagement of a new independent auditing firm to address the late SEC filings. Working diligently with its new auditors, the Company currently anticipates filing its 2015 Form 10-K by July 15, 2016, and its first quarter Form 10-Q by July 29, 2016. The Company has requested that its common stock remains listed on Nasdaq, though with trading suspended, contingent on the Company making such filings.
- A commitment by the Company to pay its 2016 annual Nasdaq fees, concurrent with the resumption of its common stock trading on Nasdaq.

The Company believes it is addressing the issues raised by the Nasdaq Staff and Panel. There can be no assurance, however, that the Council will grant the Company's request for additional time to file its Forms 10-K and 10-Q. In addition, while the Company is working diligently with its auditors, there can be no assurance that the Company will be successful in filing its Forms 10-K and 10-Q by the dates set forth above. Therefore, there can be no assurance that the Company will be successful in its appeal or that its common stock will remain listed on Nasdaq.

#### *Minimum Bid Price and MVLS*

The Nasdaq Staff also informed the Company in the May 17, 2016, letter that, based on the closing bid price of the Company's common stock in the over-the-counter market during the past 30 business days, the Company no longer meets the \$1.00 minimum bid price requirement set forth in Listing Rule 5550(a)(2), nor the requirement to maintain a Market Value of Listed Securities ("MVLS") of at least \$35 million set forth in Listing Rule 5550(b)(2).

In accordance with Listing Rules 5810(c)(3)(A) and (C), the Company has been provided a period of 180 calendar days, or until November 14, 2016, in which to regain compliance with the minimum bid price and MVLS requirements. The Company will regain compliance if, during this 180 calendar day period, (1) the closing bid price of the Company's common stock is at least \$1.00 per share for at least 10 consecutive business days and (2) the Company's MVLS is at least \$35 million for at least 10 consecutive business days.

If the Company does not regain compliance prior to the expiration of the 180 calendar day period, the non-compliance may (subject to a potential additional cure period available for the minimum bid price requirement) constitute additional bases for delisting of the Company's common stock.

The Company intends to monitor the bid price of its common stock and, if it is successful in its appeal discussed above, consider all available options to regain compliance with both the minimum bid price and MVLS requirements by November 14, 2016. There can be no assurance that the Company will be successful in any option it pursues.

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On May 20, 2016, the Company issued a press release regarding the foregoing matters, a copy of which is attached hereto as Exhibit 99.1.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

The following exhibit is filed as part of this Current Report on Form 8-K.

<b>Exhibit Number</b>	<b>Description</b>
99.1	<a href="#">Press Release dated May 20, 2016</a>

**SIGNATURE**

Pursuant to the requirement of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

**6D GLOBAL TECHNOLOGIES, INC.**

Date: May 20, 2016

By: /s/ Tejune Kang

Name: Tejune Kang

Title: Chief Executive Officer

**FOR IMMEDIATE RELEASE**

MEDIA CONTACT: Randall Samborn  
(312) 214-2300  
ir@6DGlobal.com

**6D Global Technologies Updates Nasdaq Appeal**

NEW YORK, May 20, 2016—6D Global Technologies, Inc., a leading digital marketing solutions provider, is continuing its appeal of The Nasdaq Stock Market's action to delist the Company's common stock. The appeal is now before the Nasdaq Listing and Hearing Review Council, supported by the Company's plan to address each of Nasdaq's concerns.

Under the plan, 6D Global has vetted and retained a new auditing firm, and is working diligently with the firm to file its Form 10-K for 2015 and Form 10-Q for the first quarter of 2016 with the Securities and Exchange Commission. The Company anticipates that these filings will be submitted by July 15, 2016, and July 29, 2016, respectively.

"We continue to work hard to meet Nasdaq's listing requirements and fend for the interests of our shareholders," said Tejune Kang, Chairman and CEO of 6D Global Technologies. "At the same time, we are forging ahead with our digital marketing business. For example, we have recently won new business from one of the largest retailers in the world, a leading medical equipment manufacturer, and a global outsourcing services provider. We look forward to reporting further on our progress both with Nasdaq and on our core business."

**Background**

6D Global received a letter from Nasdaq on May 17, 2016, noting that the Company's delay in filing its first quarter 2016 Form 10-Q, due on May 10, 2016, was a basis for delisting the Company's common stock from the Nasdaq market. In prior letters, reported by the Company on Forms 8-K filed with the SEC on November 25, 2015, and April 18, 2016, Nasdaq informed the Company that its common stock was subject to delisting due to the Company's delay in filing its 2015 Form 10-K by March 30, 2016, its failure to pay its annual Nasdaq fee for 2016, and Nasdaq's discretionary authority. The Company's initial appeal of its Nasdaq delisting was denied by the Nasdaq Hearings Panel on March 24, 2016, which led to the Company's current appeal to the Nasdaq Listing and Hearing Review Council.

**About 6D Global Technologies, Inc.**

6D Global Technologies is a leading digital marketing solutions provider serving world-class enterprises around the globe. The company provides a full suite of digital marketing services—including creative digital design, mobile application development, web content management, marketing automation, and data analytics—to help large organizations optimize digital channels, improve customer experience, gain market share, and increase revenue. For more information, please visit [www.6DGlobal.com](http://www.6DGlobal.com).

**Cautionary Note Regarding Forward-Looking Statements**

This press release contains "forward-looking statements" within the meaning of the safe harbor provisions of the U.S. Private Securities Litigation Reform Act of 1995, including, but not limited to, statements with respect to the Company's future growth opportunities and strategic plan. Forward-looking statements are neither historical facts nor assurances of future performance. Instead, they are based only on our current beliefs, expectations and assumptions regarding the future of our business, future plans and strategies, projections, anticipated events and trends, the economy, and other future conditions. Because forward-looking statements relate to the future, they are subject to inherent uncertainties, risks and changes in circumstances that are difficult to predict and many of which are outside of our control. Our actual results and financial condition may differ materially from those indicated in the forward-looking statements. Therefore, you should not rely on any of these forward-looking statements. Important factors that could cause our actual results and financial condition to differ materially from those indicated in the forward-looking statements include, among others, those items listed under the "Risk Factors" caption in the Company's public reports filed with the SEC, including the Company's Form 10-K for the fiscal year ended December 31, 2014. Any forward-looking statement made by us in this press release is based only on information currently available to us and speaks only as of the date on which it is made. We undertake no obligation to publicly update any forward-looking statement, whether written or oral, that may be made from time to time, whether as a result of new information, future developments or otherwise.