

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): **March 24, 2020**

**ACM Research, Inc.**

(Exact Name of Registrant as Specified in its Charter)

**Delaware**

(State or Other Jurisdiction of Incorporation)

**001-38273**

(Commission File Number)

**94-3290283**

(IRS Employer Identification No.)

**42307 Osgood Road, Suite I**

**Fremont, California**

(Address of Principal Executive Offices)

**94539**

(Zip Code)

Registrant's telephone number, including area code: **(510) 445-3700**

**Not Applicable**

(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))

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> |
|--|-----------------------|--|
| Class A Common Stock, par value \$0.0001 per share | ACMR                  | Nasdaq Global Market                             |

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 or Rule 12b-2 of the Securities Exchange Act of 1934: 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 3.01. Notice of Delisting or Failure to Satisfy a Continued Listing Rule or Standard; Transfer of Listing.**

On March 24, 2020, we received a notice from The Nasdaq Stock Market LLC, or Nasdaq, to the effect that we were no longer in compliance with Nasdaq Listing Rule 5250(c) because we had not yet filed with the Securities and Exchange Commission, or the SEC, our Annual Report on Form 10-K for the fiscal year ended December 31, 2019, or the 2019 Form 10-K. In the notice, Nasdaq stated that we had sixty calendar days to submit to Nasdaq a plan to regain compliance with the Nasdaq Listing Rules. The Nasdaq notice had no effect on the listing of our Class A common stock at the time of issuance.

On March 25, 2020, we received a letter from Nasdaq confirming that we had regained compliance with the Nasdaq Listing Rules, after having filed our 2019 Form 10-K with the SEC on March 24, 2020 subsequent to our receipt of the Nasdaq notice.

The delay in filing the 2019 Form 10-K was attributable to an administrative error and did not relate to our business, operating results or financial condition. We have implemented procedures designed to ensure that the reason for the delay will not recur with respect to any of our future reports required to be filed with the SEC.

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## 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.

ACM RESEARCH, INC.

By: /s/ Mark McKechnie

Mark McKechnie

Chief Financial Officer and Treasurer

Dated: March 27, 2020

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