

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): December 27, 2023 ~~December 26, 2023~~

Volcon, Inc.

(Exact Name of Registrant as Specified in its Charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

001-40867
(Commission
File Number)

84-4882689
(I.R.S. Employer
Identification Number)

3121 Eagles Nest Street, Suite 120
Round Rock, TX 78665
(Address of principal executive offices and zip code)

(512) 400-4271
(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 (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)).

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, par value \$0.00001 per share	VLCN	NASDAQ

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 3.01 Notice of Delisting or Failure to Satisfy a Continued Listing Rule.

As previously reported, on December 19, 2023, the Company received a deficiency letter from the Listing Qualifications Department (the "Staff") of the Nasdaq Stock Market ("Nasdaq") notifying the Company that the minimum closing bid price per share for its common stock was below \$1.00 for a period of 30 consecutive business days and that the Company did not meet the minimum bid price requirement set forth in Nasdaq Listing Rule 5550(a)(2) (the "Bid Price Rule"). Pursuant to Nasdaq Listing Rule 5810(c)(3)(A), the Company was granted a compliance period of 180 calendar days, or until June 17, 2024 (the "Bid Price Compliance Period"), to regain compliance with Nasdaq's minimum bid price requirement.

On December 26, 2023, the Company was notified by the Staff that it had determined that the Company's common stock had a closing bid price of \$0.10 or less for ten consecutive trading days from December 11, 2023 through December 22, 2023. Pursuant to Listing Rule 5810(c)(3)(A)(iii), if during the Bid Price Compliance Period, a listed security has a closing bid price of \$0.10 or less for ten consecutive trading days, the Staff shall proceed with a Staff delisting determination. Pursuant to the new deficiency letter, the Staff notified that the Company that it had determined to delist the Company's common stock from The Nasdaq Capital Market.

The Staff letter stated that unless the Company requests an appeal of the Staff's determination, trading of the Company's common stock will be suspended at the opening of business on January 4, 2024.

The Company plans to timely submit a hearing request to Nasdaq's Hearings Department, which will stay the suspension of the Company's common stock.

SIGNATURES

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

Volcon, Inc.
(Registrant)

Date: December 27, 2023

/s/ Greg Endo
Greg Endo
Chief Financial Officer