

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): April 3, 2023

Crown Electrokinetics Corp.
(Exact name of registrant as specified in its charter)

Delaware
(State or other Jurisdiction of
Incorporation)

001-39924
(Commission File No.)

47-5423944
(IRS Employer Identification No.)

1110 NE Circle Blvd.
Corvallis, Oregon 97330
(Address of principal executive offices and zip code)

(800) 674-3612
(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))

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, \$0.0001 par value	CRKN	NASDAQ Capital Market

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 or Standard; Transfer of Listing.

As previously disclosed, on March 1, 2023, Crown Electrokinetics Corp. was notified by the Listing Qualifications Department (the "Staff") of The Nasdaq Stock Market LLC ("Nasdaq") that, based upon the Company's continued non-compliance with the minimum bid price requirement for continued listing on The Nasdaq Capital Market, as set forth in Nasdaq Listing Rule 5550(a)(2), the Company's securities were subject to delisting unless the Company timely requested a hearing before the Nasdaq Hearings Panel (the "Panel"), at which hearing the Company will present its plan to evidence compliance with all applicable criteria for continued listing. The Company timely requested a hearing, which stayed any further action by Nasdaq at least pending the conclusion of the hearing process.

On April 3, 2023, the Company received an additional notice from the Staff indicating that the Company's non-compliance with the \$2,500,000 minimum stockholders' equity requirement as of December 31, 2023, and its alternatives, as set forth in Nasdaq Listing Rule 5550(b)(1), could serve as an additional basis for delisting and, accordingly, the Company must address the equity deficiency at its upcoming hearing before the Panel.

The Company is diligently working to evidence compliance with all applicable Nasdaq listing criteria; however, there can be no assurance that the Panel will grant the Company's request for continued listing on Nasdaq or that the Company will be able to satisfy the continued listing criteria within any extension that may be granted to the Company by the Panel.

SIGNATURE

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

CROWN ELECTROKINETICS CORP.

Dated: April 6, 2023

By: /s/ Doug Croxall

Name: Doug Croxall

Title: Chief Executive Officer