

TAYLOR DEVICES INC  
Form 8-K  
April 13, 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): **April 11, 2018**

**TAYLOR DEVICES, INC.**

(Exact name of registrant as specified in its charter)

**New York 0-3498 16-0797789**  
(State or other  
jurisdiction of  
incorporation) (Commission File (IRS Employer  
Number) Identification No.)

**90 Taylor Drive North Tonawanda, New York 14120-0748**

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code: **(716) 694-0800**

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 (§203.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

### **Section 3 -- Securities and Trading Markets**

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

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Due to the unexpected death of Board member Mr. Reginald B. Newman II on April 7, 2018, Taylor Devices, Inc. received a Nasdaq Staff Deficiency Letter dated April 11, 2018, indicating that the Company no longer complies with Nasdaq's independent director and audit committee requirements as set forth in Listing Rule 5605. The Company will be provided a cure period of no later than November 2, 2018 in order to regain compliance. The Company must submit documentation to Nasdaq, including biographies of any new directors, proving compliance with the rules no later than November 2, 2018. Written notification of delisting will be provided by Nasdaq if the Company does not regain compliance within this period. Management anticipates that it will be able to timely comply with Nasdaq's directive.

**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.

**TAYLOR DEVICES, INC.**

(registrant)

Dated: April 13, 2018 By: /s/Mark V. McDonough

Mark V. McDonough

Chief Financial Officer

