

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): May 22, 2018

**Appliance Recycling Centers of America, Inc.**

(Exact name of registrant as specified in its charter)

**Nevada**  
(State or other jurisdiction  
of incorporation)

**000-19621**  
(Commission  
File Number)

**41-1454591**  
(IRS Employer  
Identification No.)

**175 Jackson Avenue North, Suite 102, Minneapolis, MN**  
(Address of principal executive offices)

**55343-4565**  
(Zip Code)

Registrant's telephone number, including area code: **(952) 930-9000**

**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))

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 any 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.

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

(a) On May 22, 2018, Appliance Recycling Centers of America, Inc. (the “Company”) received a letter (“Notice”) from The Nasdaq Stock Market (“Nasdaq”) notifying the Company that, because the Company has not yet filed its Form 10-Q for the period ended March 31, 2018 (the “Form 10-Q”), it no longer complies for continued listing on The Nasdaq Capital Market. Nasdaq Marketplace Rule 5250(c)(1) requires a company to timely file all required periodic financial reports with the U.S. Securities and Exchange Commission (the “Commission”) through the EDGAR system (the “Filing Requirement”). As disclosed by the Company in its Form 12b-25 filed with the Commission on May 16, 2018, the Company has delayed the filing of its Form 10-Q to allow the Company’s independent auditor sufficient time to complete their work on the review of the Company’s financial statements. The Company has not yet filed the Form 10-Q and therefore does not meet the Filing Requirement. The Company has until June 18, 2018 to regain compliance with the Filing Requirement or submit a plan to do so. The Notice also provides that, if the Company does not regain compliance with the Filing Requirement by June 18, 2018 and Nasdaq accepts the Company’s compliance plan, it may be eligible for additional time to comply with the Filing Requirement. If the Company does not comply with the Filing Requirement, the Company’s Common Stock could be subject to delisting. The Notice has no immediate effect on the listing of the Common Stock on The Nasdaq Capital Market.

The Company issued a press release on May 25, 2018 disclosing the receipt of the May 22, 2018 letter from Nasdaq and is attached as Exhibit 99.1 to this Current Report on Form 8-K and incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits.**

**(d) Exhibits**

<u>Exhibit No.</u>	<u>Description</u>
Exhibit 99.1	<a href="#">Press Release dated May 25, 2018</a>

**SIGNATURES**

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.

**Appliance Recycling Centers of America, Inc.**

Date: May 25, 2018

/s/ Tony Isaac  
Tony Isaac  
Chief Executive Officer

## **Appliance Recycling Centers of America Receives Notification of Deficiency from Nasdaq Related to Delayed Quarterly Report on Form 10-Q**

Minneapolis, Minn. (May 25, 2018) -- Appliance Recycling Centers of America, Inc. (Nasdaq: ARCI) ("ARCA" or the "company"), a leading provider of appliance recycling services, previously announced that it was delaying the filing of its Quarterly Report on Form 10-Q for the period ended March 31, 2018 to allow the company's independent registered public accounting firm sufficient time to complete their work on the review of the company's financial statements.

In connection with the delayed Form 10-Q, on May 22, 2018, ARCA received a standard notice from NASDAQ stating that the company is not in compliance with NASDAQ Listing Rule 5250(c)(1), which requires timely filing of periodic financial reports with the Securities and Exchange Commission. The Nasdaq notice has no immediate effect on the listing or trading of ARCA's common stock on the Nasdaq Capital Market. Under Nasdaq's listing rules, ARCA has until June 18, 2018 to submit a plan to regain compliance. If the plan is accepted, ARCA can be granted an exception until September 26, 2018, to regain compliance. ARCA expects to submit a plan to regain compliance or file its Form 10-Q within the timeline prescribed by Nasdaq.

### **About ARCA**

Appliance Recycling Centers of America, Inc. and subsidiaries ("ARCA") are in the business of recycling major household appliances in North America by providing turnkey appliance recycling and replacement services for utilities and other sponsors of energy efficiency programs. In addition, through its GeoTraq Inc. subsidiary, a development stage company, ARCA is engaged in the development, design and, ultimately, ARCA expects the sale of, cellular transceiver modules, also known as Cell-ID modules.

### **Forward Looking Statements**

This press release contains statements that are forward-looking statements as defined within the Private Securities Litigation Reform Act of 1995, including statements regarding ARCA's ability to file its Form 10-Q within the timelines prescribed by Nasdaq and the sale by GeoTraq of Cell-ID modules. These forward-looking statements are subject to risks and uncertainties that could cause actual results to differ materially from the statements made, including the risks associated with the general economic conditions, competition in the retain and recycling industries and regulatory risks. Other factors that could cause operating and financial results to differ are described in ARCA's periodic reports filed with the Securities and Exchange Commission ("Commission"). Other risks may be detailed from time to time in reports to be filed with the Commission.

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### **Contact:**

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