

MPHASE TECHNOLOGIES INC  
Form 8-K  
April 15, 2019

**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, 2019

**mPHASE TECHNOLOGIES, INC.**

(Exact name of registrant as specified in its charter)

**New Jersey**                      **000-30202**    **22-2287503**  
(State or other jurisdiction) (Commission (I.R.S. Employer  
of incorporation)                      File Number) Identification No.)

**9841 Washingtonian Blvd, Suite 390**

**Gaithersburg, Maryland 20878**

(Address of principal executive offices) (zip code)

**(301) 329-2700**

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(Registrant's telephone number, including area code)

(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 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 8.01 Other Events**

Reference is made to the Transition Agreement dated as of January 11, 2019 between Anshu Bhatnagar and mPhase Technologies. Pursuant to Section 1(d) of the Agreement it was contemplated that a Registration Statement on Form S-1 would be filed with respect to shares issued to Related Parties by April 11, 2019. The Company has amended such provision to state that in order to include certain participants in an ongoing private placement of its stock pursuant to Section 4(a)(2) of the Securities Act of 1933, the Company now expects to file such Registration Statement no earlier than May 24, 2019 or later than June 26, 2019.

**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.

**mPHASE TECHNOLOGIES, INC.**

Dated: April 15, 2019 /s/ *Anshu Bhatnagar*  
Anshu Bhatnagar  
President and CEO

