

ONE Group Hospitality, Inc.  
Form 8-K  
February 29, 2016

**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): February 29, 2016**

**THE ONE GROUP HOSPITALITY, INC.**

**(Exact name of registrant as specified in its charter)**

|                                     |                                 |                            |
|-------------------------------------|---------------------------------|----------------------------|
| <b>Delaware</b>                     | <b>000-52651</b>                | <b>14-1961545</b>          |
| <b>(State or other jurisdiction</b> | <b>(Commission File Number)</b> | <b>(IRS Employer</b>       |
| <b>of incorporation)</b>            |                                 | <b>Identification No.)</b> |

**411 W. 14<sup>th</sup> Street, 2<sup>nd</sup> Floor**

**New York, New York 10014**

**(Address of principal executive offices and zip code)**

**Registrant's telephone number, including area code: (646) 624-2400**

**(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 (*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))

**Item 8.01 Other Events.**

New York, NY, February 29, 2016—The ONE Group Hospitality, Inc. (NASDAQ: STKS) (the “Company”) announced today that the Company’s 5,750,000 Public Warrants have expired. Each Public Warrant entitled the holder to purchase one share of common stock of the Company at an exercise price of \$5.00 per share. The Company’s Public Warrants traded on the OTCQB under the symbol “STKSW”.

As a result of the expiration of the Public Warrants, an aggregate of 1,437,500 shares of common stock shall be forfeited by the Company’s initial stockholders that held shares prior to the Company’s initial public offering and such shares shall be cancelled. Accordingly, there will be a total of 24,989,560 shares of common stock outstanding after giving effect to the forfeitures.

**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.

Dated: February 29, 2016 THE ONE GROUP  
HOSPITALITY, INC.

By: /s/ Samuel Goldfinger  
Name: Samuel Goldfinger  
Title: Chief Financial Officer