

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): December 6, 2021 (December 1, 2021)

**Mallard Acquisition Corp.**

(Exact name of registrant as specified in its charter)

**Delaware**

(State or other jurisdiction  
of incorporation)

**001-39611**

(Commission File Number)

**84-4904992**

(IRS Employer  
Identification No.)

**19701 Bethel Church Road, Suite 302  
Cornelius, NC 28031**

(Address of principal executive offices, including zip code)

Registrant's telephone number, including area code: **(813) 407-0444**

**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))

Securities registered pursuant to Section 12(b) of the Act:

| Title of each class   | Trading Symbol(s) | Name of each exchange on which registered |
|---|-------------------|---|
| Units, each consisting of one share of Common Stock and one Redeemable Warrant entitling the holder to purchase one-half of one share of Common Stock | MACUU             | The Nasdaq Stock Market LLC               |
| Common Stock, par value \$0.0001 per share  | MACU              | The Nasdaq Stock Market LLC               |
| Warrants, each exercisable for one-half share of Common Stock for \$11.50 per whole share   | MACUW             | The Nasdaq Stock Market LLC               |

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 in the Current Report on Form 8-K filed on November 22, 2021 by Mallard Acquisition Corp. (the "Company"), in connection with the preparation of the Company's financial statements as of September 30, 2021, the Company's management, in consultation with its advisors, identified a classification error made in certain of its previously issued financial statements, arising from the manner in which, as of the closing of the Company's initial public offering, the Company valued its common stock subject to possible redemption. As a result of such classification error, the Company required additional time to prepare its condensed financial statements for the quarterly period ended September 30, 2021, and did not timely file its Quarterly Report on Form 10-Q for the quarterly period ended September 30, 2021 (the "Q3 Form 10-Q").

On December 1, 2021, the Company received a notice (the "Notice") from the Listing Qualifications Department of The Nasdaq Stock Market LLC ("Nasdaq") stating that the Company is not in compliance with Nasdaq Listing Rule 5250(c)(1) (the "Rule") because it had not timely filed the Q3 Form 10-Q with the Securities and Exchange Commission ("SEC"). The Rule requires listed companies to timely file all required periodic financial reports with the SEC.

The Notice provided that the Company had 60 calendar days from the date of the Notice, or until January 30, 2022, to submit a plan to regain compliance with the Rule. If Nasdaq accepts the Company's plan, then Nasdaq may grant an exception of up to 180 calendar days from the due date of the Q3 Form 10-Q, or until May 23, 2022, to regain compliance.

On December 6, 2021, the Company filed the Q3 Form 10-Q with the SEC. Accordingly, the Company believes that it has regained compliance with the Rule and will not need to submit a plan of compliance to Nasdaq.

**Item 8.01. Other Events.**

On December 6, 2021, the Company issued a press release announcing its receipt of the Notice. A copy of the press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits**

**(d) Exhibits**

| <b>Exhibit Number</b> | <b>Title</b>  |
|-----------------------|---|
| 99.1                  | <a href="#">Press Release, dated December 6, 2021</a>                       |
| 104                   | Cover Page Interactive Data File (embedded within the Inline XBRL document) |

---

1

**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.

**Mallard Acquisition Corp.**

By: /s/ P. Jeffrey Leck  
Name: P. Jeffrey Leck  
Title: Chief Executive Officer

Dated: December 6, 2021

---

2

**Mallard Acquisition Corp. Receives Expected Notice from Nasdaq Regarding Delayed Quarterly Report**

New York, NY, December 6, 2021 (GLOBE NEWSWIRE) -- Mallard Acquisition Corp. (NASDAQ: MACUU) (the "Company") announced today that it received a notice ("Notice") from the Listing Qualifications Department of The Nasdaq Stock Market ("Nasdaq") stating that the Company is not in compliance with Nasdaq Listing Rule 5250(c)(1) because the Company failed to timely file its Quarterly Report on Form 10-Q for the quarterly period ended September 30, 2021 (the "Q3 Form 10-Q") with the Securities and Exchange Commission ("SEC"). The Notice has no immediate effect on the listing or trading of the Company's securities on the Nasdaq Capital Market.

As previously disclosed in the Current Report on Form 8-K filed on November 22, 2021 by the Company, in connection with the preparation of the Company's financial statements as of September 30, 2021, the Company's management, in consultation with its advisors, identified a classification error made in certain of its previously issued financial statements, arising from the manner in which, as of the closing of the Company's initial public offering, the Company valued its common stock subject to possible redemption. As a result of such classification error, the Company required additional time to prepare the Q3 Form 10-Q, and did not timely file the Q3 Form 10-Q.

On December 6, 2021, the Company filed the Q3 Form 10-Q with the SEC. Accordingly, the Company believes that it has regained compliance with the Nasdaq rules.

**About Mallard Acquisition Corp.**

The Company is a blank check company formed for the purpose of effecting a merger, share exchange, asset acquisition, share purchase, reorganization or similar business combination with one or more businesses. The Company intends to focus its search for a target business in the value-added distribution, industrial specialty services, and differentiated manufacturing sectors.

**Forward-Looking Statements**

This press release may include, and oral statements made from time to time by representatives of the Company may include, "forward-looking statements" within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. Statements regarding possible business combinations and the financing thereof, and related matters, as well as all other statements other than statements of historical fact included in this press release are forward-looking statements. When used in this press release, words such as "anticipate," "believe," "continue," "could," "estimate," "expect," "intend," "may," "might," "plan," "possible," "potential," "predict," "project," "should," "would" and similar expressions, as they relate to us or our management team, identify forward-looking statements. Such forward-looking statements are based on the beliefs of management, as well as assumptions made by, and information currently available to, the Company's management. Actual results could differ materially from those contemplated by the forward-looking statements as a result of certain factors detailed in the Company's filings with the Securities and Exchange Commission ("SEC"). All subsequent written or oral forward-looking statements attributable to us or persons acting on our behalf are qualified in their entirety by this paragraph. Forward-looking statements are subject to numerous conditions, many of which are beyond the control of the Company, including those set forth in the Risk Factors section of the Company's registration statement and prospectus for the Company's initial public offering filed with the SEC. The Company undertakes no obligation to update these statements for revisions or changes after the date of this release, except as required by law.

**Contact:**

P. Jeffrey Leek  
Chief Executive Officer, President and Director  
Jeff@MallardSPAC.com