# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

## FORM 6-K

### REPORT OF FOREIGN PRIVATE ISSUER PURSUANT TO RULE 13a-16 OR 15d-16 UNDER THE SECURITIES EXCHANGE ACT OF 1934

For the month of **November 2023** Commission File Number: **001-41448** 

Gorilla Technology Group Inc.

(Translation of registrant's name into English)

Meridien House
42 Upper Berkeley Street
Marble Arch
London, United Kingdom W1H 5QJ
(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F:

Form 20-F ⊠ Form 40-F □

#### **Explanatory Note**

On November 3, 2023, Gorilla Technology Group Inc., a Cayman Islands exempted company (the "Company"), received a letter from the Listings Qualifications Department of The Nasdaq Capital Market ("Nasdaq") notifying the Company that the minimum closing bid price per share for its ordinary shares, par value US\$0.0001 per share ("Ordinary Shares") was below \$1.00 for a period of 30 consecutive business days and that the Company did not meet the minimum bid price requirement set forth in Nasdaq Listing Rule 5550(a)(2). The Nasdaq notification letter does not result in the immediate delisting of the Company's Ordinary Shares, and the shares will continue to trade uninterrupted under the symbol "GRRR."

Pursuant to Nasdaq Listing Rule 5810(c)(3)(A), the Company has a compliance period of one hundred eighty (180) calendar days, or until May 1, 2024 (the "Compliance Period"), to regain compliance with Nasdaq's minimum bid price requirement. If at any time during the Compliance Period, the closing bid price per share of the Company's Ordinary Shares is at least \$1.00 for a minimum of ten (10) consecutive business days, Nasdaq will provide the Company a written confirmation of compliance and the matter will be closed.

In the event the Company does not regain compliance by May 1, 2024, the Company may be eligible for an additional 180 calendar day grace period. To qualify, the Company will be required to meet the continued listing requirement for market value of publicly held shares and all other initial listing standards for the Nasdaq Capital Market, with the exception of the bid price requirement, and will need to provide written notice of its intention to cure the deficiency during the second compliance period, including by effecting a reverse stock split, if necessary. If the Company chooses to implement a reverse stock split, it must complete the split no later than ten (10) business days prior to May 1, 2024, or the expiration of the second compliance period if granted.

As of November 7, 2023, the Company meets all initial listing standards for the Nasdaq Capital Market with the exception of the bid price requirement. On the basis of the foregoing, the Company anticipates that it will be able to regain compliance within either the Compliance Period or the second compliance period (if applicable), including through a reverse stock split, if necessary.

#### **Special Note Concerning Forward-Looking Statements**

This Report on Form 6-K contains "forward-looking statements" within the definition of the Private Securities Litigation Reform Act of 1995. These statements can be identified by forward-looking words such as "may," "will," "anticipate," "believe," "expect," "continue," "could," "estimate," "future," "expect," "intends," "might," "plan," "possible," "potential," "aim," "strive," "predict," "project," "should," "would" or similar words. Such forward-looking statements include those regarding the Company's expectations for its continued listing on Nasdaq. The Company may not actually achieve the plans, intentions or expectations disclosed in these forward-looking statements, and you should not place undue reliance on these forward-looking statements. Actual results or events could differ materially from the plans, intentions and expectations disclosed in the forward-looking statements as a result of known and unknown risks, uncertainties and other factors.

## **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, thereunto duly authorized.

## Gorilla Technology Group Inc.

Date: November 7, 2023 By: <u>/s/ Jayesh Chandan</u>

Name: Jayesh Chandan
Title: Chief Executive Officer
(Principal Executive Officer)