

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): **March 16, 2021**

**SG BLOCKS, INC.**  
(Exact Name of Registrant as Specified in its Charter)

**Delaware**

(State or Other Jurisdiction  
of Incorporation)

**001-38037**

(Commission File Number)

**95-4463937**

(I.R.S. Employer  
Identification Number)

**17 State Street, 19th Floor  
New York, NY 10004**

(Address of Principal Executive Offices, Zip Code)

Registrant's telephone number, including area code: **(646) 240-4235**

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
Common Stock, par value \$0.01	SGBX	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 2.02 Results of Operations and Financial Condition.**

On March 16, 2021, SG Blocks, Inc., a Delaware corporation (the "Registrant"), issued a press release that included expected financial information for its fiscal year ended December 31, 2020. A copy of the press release is attached as Exhibit 99.1 to this Current Report on Form 8-K. The information contained in the press release is being furnished to the Securities and Exchange Commission (the "Commission") and shall not be deemed incorporated by reference into any of the Registrant's registration statements or other filings with the Commission.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

Exhibit 99.1 [Press Release issued by SG Blocks, Inc., dated March 16, 2021](#)

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**SG Blocks, Inc.**

Dated: March 16, 2021

By: /s/ Paul Galvin  
Paul Galvin  
Chairman and CEO





**SG Blocks Reschedules Fourth Quarter Financial Results Conference Call to March 25, 2021 at 4:30 p.m. ET**

*- Preannounces Record Revenue for Fourth Quarter and Full Year 2020 -*

**MARCH 16, 2021 BROOKLYN, N.Y. / (BUSINESS WIRE) -- SG Blocks, Inc.** (Nasdaq: SGBX) ("SG Blocks" or the "Company"), a leading designer, innovator and fabricator of container-based structures, announced today it has rescheduled the release of its financial results for the fourth fiscal quarter, which ended December 31, 2020, to after market close on March 25, 2021. An outbreak of positive COVID cases within the Company's finance and accounting department impacted the timing of the completion of financial review and audit.

The Company expects revenue for the three months ended December 31, 2020 to be no less than \$5 million as compared to revenue of approximately \$337,000 for the three months ended December 31, 2019 and revenue for the year ended December 31, 2020 to be no less than \$6.5 million as compared to revenue of approximately \$3.0 million for the year ended December 31, 2019.

SG Blocks intends to file its Annual Report on Form 10-K for its fiscal year 2020 on the same date as the rescheduled earnings call.

SG Blocks CEO Paul Galvin will host the conference call, followed by a question-and-answer period.

To access the call, please use the following information:

Date: Thursday, March 25, 2021  
 Time: 4:30 p.m. ET, 1:30 p.m. PT  
 Toll-free dial-in number: 1-877-407-9716  
 International dial-in number: 1-201-493-6779  
 Conference ID: 13715992

Please call the conference telephone number 5-10 minutes prior to the start time. An operator will register your name and organization.

The conference call will be broadcast live and available for replay at <http://public.viavid.com/index.php?id=143371> and via the investor relations section of the Company's website at [www.sgblocks.com](http://www.sgblocks.com).

A replay of the conference call will be available after 7:30 p.m. Eastern time through March 31, 2021.

Toll-free replay number: 1-844-512-2921  
 International replay number: 1-412-317-6671  
 Replay ID: 13715992

**About SG Blocks:**

SG Blocks, Inc. is a premier innovator in advancing and promoting the use of code-engineered cargo shipping containers for safe and sustainable construction. The firm offers a product that exceeds many standard building code requirements, and also supports developers, architects, builders and owners in achieving greener construction, faster execution, and stronger buildings of higher value. Each project starts with GreenSteel™, the structural core and shell of an SG Blocks building, and then customized to client specifications. For more information, visit [www.sgblocks.com](http://www.sgblocks.com).

**Safe Harbor Statement**

Forward-Looking Statements Certain statements in this press release constitute "forward-looking statements" within the meaning of the federal securities laws. Words such as "may," "might," "will," "should," "believe," "expect," "anticipate," "estimate," "continue," "predict," "forecast," "project," "plan," "intend" or similar expressions, or statements regarding intent, belief, or current expectations, are forward-looking statements. These forward-looking statements are based upon current estimates and assumptions and include statements regarding revenue for the three months ended December 31, 2020 being no less than \$6 million, revenue for the year ended December 31, 2020 being no less than \$8 million and filing the Company's Annual Report on Form 10-K for its fiscal year 2020 on the same date as the rescheduled earnings call. While SG Blocks believes these forward-looking statements are reasonable, undue reliance should not be placed on any such forward-looking statements, which are based on information available to us on the date of this release. These forward-looking statements are subject to various risks and uncertainties, many of which are difficult to predict that could cause actual results to differ materially from current expectations and assumptions from those set forth or implied by any forward-looking statements. Important factors that could cause actual results to differ materially from current expectations include, among others, the Company's ability to report revenue and file its Annual Report on Form 10-K as planned, the Company's ability to deploy its COVID-19 solutions, the Company's ability to position itself for future profitability, the Company's ability to maintain compliance with the NASDAQ listing requirements, and the other factors discussed in the Company's Annual Report on Form 10-K for the year ended December 31, 2019 and its subsequent filings with the SEC, including subsequent periodic reports on Forms 10-Q and 8-K. The information in this release is provided only as of the date of this release, and we undertake no obligation to update any forward-looking statements contained in this release on account of new information, future events, or otherwise, except as required by law.

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