

**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): October 21, 2024

APPLIED DIGITAL CORPORATION

(Exact name of registrant as specified in its charter)

Nevada
(State or other jurisdiction
of incorporation)

001-31968
(Commission
File Number)

95-4863690
(IRS Employer
Identification No.)

3811 Turtle Creek Blvd.,
Suite 2100
Dallas, TX
(Address of principal executive offices)

75219
(Zip Code)

Registrant's telephone number, including area code: 214-427-1704

(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
Common Stock	APLD	Nasdaq Global Select Market

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 5.03 Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.

Applied Digital Corporation, a Nevada corporation (the "Company"), previously designated (i) 70,000 shares of preferred stock as Series A Convertible Preferred Stock (the "Series A Preferred Stock"), (ii) 50,000 shares of preferred stock as Series B Convertible Preferred Stock (the "Series B Preferred Stock"), and (iii) 1,380,000 shares of preferred stock as Series D Convertible Redeemable Preferred Stock (the "Series D Preferred Stock").

On October 21, 2024, the Company filed Withdrawals of Designation relating to the Preferred Stock (the "Withdrawals of Designation") with the Secretary of State of the State of Nevada and terminated the designations of the Preferred Stock. At the time of the filing of the Withdrawals of Designation, no shares of Series A Preferred Stock, Series B Preferred Stock or Series D Preferred Stock were outstanding. The Withdrawals of Designation were effective upon filing and eliminated from the Company's Second Amended and Restated Articles of Incorporation, as amended, all matters set forth in the previously-filed Certificates of Designations with respect to the previously designated Series A Preferred Stock, Series B Preferred Stock and Series D Preferred Stock.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit No.	Description
3.1	Certificate, Amendment or Withdrawal of Designation, relating to the Series A Preferred Stock, filed with the Secretary of State of Nevada on October 21, 2024.
3.2	Certificate, Amendment or Withdrawal of Designation, relating to the Series B Preferred Stock, filed with the Secretary of State of Nevada on October 21, 2024.
3.3	Certificate, Amendment or Withdrawal of Designation, relating to the Series D Preferred Stock, filed with the Secretary of State of Nevada on October 21, 2024.
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

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.

APPLIED DIGITAL CORPORATION

Date: October 24, 2024

By: /s/ Saidal Mohmand
Name: Mohammad Saidal L. Mohmand
Title: Chief Financial Officer

FRANCISCO V. AGUILAR
Secretary of State

DEPUTY BAKKED AHL
*Deputy Secretary for
Commercial Recordings*

STATE OF NEVADA



**OFFICE OF THE
SECRETARY OF STATE**

*Commercial Recordings Division
401 N. Carson Street
Carson City, NV 89701
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North Las Vegas City Hall
2250 Las Vegas Blvd North, Suite 400
North Las Vegas, NV 89030
Telephone (702) 486-2880
Fax (702) 486-2888*

Business Entity - Filing Acknowledgement

10/21/2024

Work Order Item Number: W2024102101759-4010835
Filing Number: 20244415355
Filing Type: Withdrawal of Designation
Filing Date/Time: 10/21/2024 2:05:00 PM
Filing Page(s): 2

Indexed Entity Information:

Entity ID: C13283-2001 **Entity Name:** Applied Digital Corporation
Entity Status: Active **Expiration Date:** None

Commercial Registered Agent
CAPITOL CORPORATE SERVICES, INC.
716 N. Carson St. #B, Carson City, NV 89701, USA

The attached document(s) were filed with the Nevada Secretary of State, Commercial Recording Division. The filing date and time have been affixed to each document, indicating the date and time of filing. A filing number is also affixed and can be used to reference this document in the future.

Respectfully,

A handwritten signature in black ink that reads "FV Aguilar".

FRANCISCO V. AGUILAR
Secretary of State



FRANCISCO V. AGUILAR
 Secretary of State
 401 North Carson Street
 Carson City, Nevada 89701-4201
 (775) 684-5708
 Website: www.nvsos.gov

Filed in the Office of	Business Number
<i>F. Aguilar</i>	C13283-2001
Secretary of State	Filing Number
State Of Nevada	20244415355
	Filed On
	10/21/2024 2:05:00 PM
	Number of Pages
	2

Certificate, Amendment or Withdrawal of Designation

NRS 78.1955, 78.1955(6)

- Certificate of Designation
- Certificate of Amendment to Designation - Before Issuance of Class or Series
- Certificate of Amendment to Designation - After Issuance of Class or Series
- Certificate of Withdrawal of Certificate of Designation

TYPE OR PRINT - USE DARK INK ONLY - DO NOT HIGHLIGHT

1. Entity information:	Name of entity: <input style="width: 90%;" type="text" value="Applied Digital Corporation"/> Entity or Nevada Business Identification Number (NVID): <input style="width: 20%;" type="text" value="C13283-2001"/>
2. Effective date and time:	For Certificate of Designation or Amendment to Designation Only Date: <input style="width: 15%;" type="text"/> Time: <input style="width: 15%;" type="text"/> (Optional): (must not be later than 90 days after the certificate is filed)
3. Class or series of stock: (Certificate of Designation only)	The class or series of stock being designated within this filing: <input style="width: 90%;" type="text"/>
4. Information for amendment of class or series of stock:	The original class or series of stock being amended within this filing: <input style="width: 90%;" type="text"/>
5. Amendment of class or series of stock:	<input type="checkbox"/> Certificate of Amendment to Designation- Before Issuance of Class or Series As of the date of this certificate no shares of the class or series of stock have been issued.
	<input type="checkbox"/> Certificate of Amendment to Designation- After Issuance of Class or Series The amendment has been approved by the vote of stockholders holding shares in the corporation entitling them to exercise a majority of the voting power, or such greater proportion of the voting power as may be required by the articles of incorporation or the certificate of designation.
6. Resolution: Certificate of Designation and Amendment to Designation only)	By resolution of the board of directors pursuant to a provision in the articles of incorporation this certificate establishes OR amends the following regarding the voting powers, designations, preferences, limitations, restrictions and relative rights of the following class or series of stock.* <input style="width: 90%;" type="text"/>
7. Withdrawal:	Designation being Withdrawn: <input style="width: 25%;" type="text" value="Series A Preferred Stock"/> Date of Designation: <input style="width: 15%;" type="text" value="12/17/2008"/> No shares of the class or series of stock being withdrawn are outstanding. The resolution of the board of directors authorizing the withdrawal of the certificate of designation establishing the class or series of stock: * <input style="width: 90%;" type="text" value="Attached hereto as Exhibit A."/>
8. Signature: (Required)	<input checked="" type="checkbox"/> /s/ Saidal Mohmand Signature of Officer Date: <input style="width: 15%;" type="text" value="10/21/2024"/>

* Attach additional page(s) if necessary
 This form must be accompanied by appropriate fees.

**RESOLUTIONS OF
THE BOARD OF DIRECTORS OF
APPLIED DIGITAL CORPORATION**

August 28, 2024

Withdrawal of Certificate of Designation of Series A Preferred Stock

WHEREAS, pursuant to authority vested in the board of directors (the "Board") of Applied Digital Corporation, a Nevada corporation (the "Company"), by the Company's Articles of Incorporation, as amended, the Company established the series of preferred stock designated as the "Series A Convertible Preferred Stock" (the "Series A Preferred Stock"), with such powers, designations, preferences, limitations, restrictions, and relative rights as are set forth in that certain Amended and Restated Certificate of Designation filed with the Nevada Secretary of State on September 9, 2009 (Filing No. 20090672030-99) (the "Certificate of Designation");

WHEREAS, no shares of Series A Preferred Stock are currently issued or outstanding; and

WHEREAS, the Board deems it to be in the best interests of the Company to file with the Nevada Secretary of State the Certificate of Withdrawal substantially in the form of Exhibit A (the "Certificate of Withdrawal"), pursuant to which the Company will withdraw the Certificate of Designation pursuant to NRS 78.1955(6) and permit the unissued shares of Series A Preferred Stock to be restored to the group of undesignated preferred stock of the Company.

NOW THEREFORE, be it:

RESOLVED, that (i) the withdrawal of the Certificate of Designation pursuant to NRS 78.1955(6) be, and hereby is, authorized and approved; and (ii) the form, terms, and provisions of the Certificate of Withdrawal be, and hereby is, approved; and be it further

RESOLVED, that the President, Treasurer, Secretary, and any other officer of the Company (each such person, an "Authorized Officer") be, and each of them hereby is, authorized and empowered to execute and file with the Nevada Secretary of State the Certificate of Withdrawal, in the name and on behalf of the Company, with such additions, deletions, or changes therein as the Authorized Officer executing the same shall approve (the execution and delivery thereof by any such Authorized Officer to be conclusive evidence of his or her approval of any such additions, deletions, or changes).

FRANCISCO V. AGUILAR
Secretary of State

DEPUTY BAKKED AHL
*Deputy Secretary for
Commercial Recordings*

STATE OF NEVADA



**OFFICE OF THE
SECRETARY OF STATE**

*Commercial Recordings Division
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2250 Las Vegas Blvd North, Suite 400
North Las Vegas, NV 89030
Telephone (702) 486-2880
Fax (702) 486-2888*

Business Entity - Filing Acknowledgement

10/21/2024

Work Order Item Number: W2024102101759-4010836
Filing Number: 20244415375
Filing Type: Withdrawal of Designation
Filing Date/Time: 10/21/2024 2:05:00 PM
Filing Page(s): 2

Indexed Entity Information:

Entity ID: C13283-2001 **Entity Name:** Applied Digital Corporation
Entity Status: Active **Expiration Date:** None

Commercial Registered Agent
CAPITOL CORPORATE SERVICES, INC.
716 N. Carson St. #B, Carson City, NV 89701, USA

The attached document(s) were filed with the Nevada Secretary of State, Commercial Recording Division. The filing date and time have been affixed to each document, indicating the date and time of filing. A filing number is also affixed and can be used to reference this document in the future.

Respectfully,

A handwritten signature in black ink that reads "FV Aguilar".

FRANCISCO V. AGUILAR
Secretary of State



FRANCISCO V. AGUILAR
 Secretary of State
 401 North Carson Street
 Carson City, Nevada 89701-4201
 (775) 684-5708
 Website: www.nvsos.gov

Filed in the Office of	Business Number
<i>F. V. Aguilar</i>	C13283-2001
Secretary of State	Filing Number
State Of Nevada	2024415375
	Filed On
	10/21/2024 2:05:00 PM
	Number of Pages
	2

Certificate, Amendment or Withdrawal of Designation

NRS 78.1955, 78.1955(6)

- Certificate of Designation
- Certificate of Amendment to Designation - Before Issuance of Class or Series
- Certificate of Amendment to Designation - After Issuance of Class or Series
- Certificate of Withdrawal of Certificate of Designation

TYPE OR PRINT - USE DARK INK ONLY - DO NOT HIGHLIGHT

1. Entity information:	Name of entity: <input style="width: 90%;" type="text" value="Applied Digital Corporation"/>
	Entity or Nevada Business Identification Number (NVID): <input style="width: 80%;" type="text" value="C13283-2001"/>
2. Effective date and time:	For Certificate of Designation or Amendment to Designation Only Date: <input style="width: 15%;" type="text"/> Time: <input style="width: 15%;" type="text"/> (Optional): (must not be later than 90 days after the certificate is filed)
3. Class or series of stock: (Certificate of Designation only)	The class or series of stock being designated within this filing: <input style="width: 90%;" type="text"/>
4. Information for amendment of class or series of stock:	The original class or series of stock being amended within this filing: <input style="width: 90%;" type="text"/>
5. Amendment of class or series of stock:	<input type="checkbox"/> Certificate of Amendment to Designation- Before Issuance of Class or Series As of the date of this certificate no shares of the class or series of stock have been issued.
	<input type="checkbox"/> Certificate of Amendment to Designation- After Issuance of Class or Series The amendment has been approved by the vote of stockholders holding shares in the corporation entitling them to exercise a majority of the voting power, or such greater proportion of the voting power as may be required by the articles of incorporation or the certificate of designation.
6. Resolution: Certificate of Designation and Amendment to Designation only)	By resolution of the board of directors pursuant to a provision in the articles of incorporation this certificate establishes OR amends the following regarding the voting powers, designations, preferences, limitations, restrictions and relative rights of the following class or series of stock.* <input style="width: 90%; height: 30px;" type="text"/>
7. Withdrawal:	Designation being Withdrawn: <input style="width: 25%;" type="text" value="Series B Preferred Stock"/> Date of Designation: <input style="width: 15%;" type="text" value="9/9/2009"/> No shares of the class or series of stock being withdrawn are outstanding. The resolution of the board of directors authorizing the withdrawal of the certificate of designation establishing the class or series of stock: * <input style="width: 90%; height: 30px;" type="text" value="Attached hereto as Exhibit A."/>
8. Signature: (Required)	<input checked="" type="checkbox"/> <u>/s/ Saidal Mohmand</u> Date: <input style="width: 15%;" type="text" value="10/21/2024"/> Signature of Officer

* Attach additional page(s) if necessary
 This form must be accompanied by appropriate fees.

**RESOLUTIONS OF
THE BOARD OF DIRECTORS OF
APPLIED DIGITAL CORPORATION**

August 28, 2024

Withdrawal of Certificate of Designation of Series B Preferred Stock

WHEREAS, pursuant to authority vested in the board of directors (the "Board") of Applied Digital Corporation, a Nevada corporation (the "Company"), by the Company's Articles of Incorporation, as amended, the Company established the series of preferred stock designated as the "Series B Convertible Preferred Stock" (the "Series B Preferred Stock"), with such powers, designations, preferences, limitations, restrictions, and relative rights as are set forth in that certain Certificate of Designation filed with the Nevada Secretary of State on September 9, 2009 (Filing No. 20090672028-56) (the "Certificate of Designation");

WHEREAS, no shares of Series B Preferred Stock are currently issued or outstanding; and

WHEREAS, the Board deems it to be in the best interests of the Company to file with the Nevada Secretary of State the Certificate of Withdrawal substantially in the form of Exhibit A (the "Certificate of Withdrawal"), pursuant to which the Company will withdraw the Certificate of Designation pursuant to NRS 78.1955(6) and permit the unissued shares of Series B Preferred Stock to be restored to the group of undesignated preferred stock of the Company.

NOW THEREFORE, be it:

RESOLVED, that (i) the withdrawal of the Certificate of Designation pursuant to NRS 78.1955(6) be, and hereby is, authorized and approved; and (ii) the form, terms, and provisions of the Certificate of Withdrawal be, and hereby are, approved; and be it further

RESOLVED, that the President, Treasurer, Secretary, and any other officer of the Company (each such person, an "Authorized Officer") be, and each of them hereby is, authorized and empowered to execute and file with the Nevada Secretary of State the Certificate of Withdrawal, in the name and on behalf of the Company, with such additions, deletions, or changes therein as the Authorized Officer executing the same shall approve (the execution and delivery thereof by any such Authorized Officer to be conclusive evidence of his or her approval of any such additions, deletions, or changes).

FRANCISCO V. AGUILAR
Secretary of State

DEPUTY BAKKED AHL
*Deputy Secretary for
Commercial Recordings*

STATE OF NEVADA



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SECRETARY OF STATE**

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North Las Vegas, NV 89030
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Fax (702) 486-2888*

Business Entity - Filing Acknowledgement

10/22/2024

Work Order Item Number: W2024102101759-4010838
Filing Number: 20244416140
Filing Type: Withdrawal of Designation
Filing Date/Time: 10/21/2024 2:05:00 PM
Filing Page(s): 2

Indexed Entity Information:

Entity ID: C13283-2001 **Entity Name:** Applied Digital Corporation
Entity Status: Active **Expiration Date:** None

Commercial Registered Agent
CAPITOL CORPORATE SERVICES, INC.
716 N. Carson St. #B, Carson City, NV 89701, USA

The attached document(s) were filed with the Nevada Secretary of State, Commercial Recording Division. The filing date and time have been affixed to each document, indicating the date and time of filing. A filing number is also affixed and can be used to reference this document in the future.

Respectfully,

A handwritten signature in black ink that reads "FV Aguilar".

FRANCISCO V. AGUILAR
Secretary of State



FRANCISCO V. AGUILAR
 Secretary of State
 401 North Carson Street
 Carson City, Nevada 89701-4201
 (775) 684-5708
 Website: www.nvsos.gov

Filed in the Office of <i>F. V. Aguilar</i>	Business Number C13283-2001
Secretary of State State Of Nevada	Filing Number 20244116140
	Filed On 10/21/2024 2:05:00 PM
	Number of Pages 2

Certificate, Amendment or Withdrawal of Designation

NRS 78.1955, 78.1955(6)

- Certificate of Designation
- Certificate of Amendment to Designation - Before Issuance of Class or Series
- Certificate of Amendment to Designation - After Issuance of Class or Series
- Certificate of Withdrawal of Certificate of Designation

TYPE OR PRINT - USE DARK INK ONLY - DO NOT HIGHLIGHT

1. Entity information:	Name of entity: <input style="width: 90%;" type="text" value="Applied Digital Corporation"/> Entity or Nevada Business Identification Number (NVID): <input style="width: 20%;" type="text" value="C13283-2001"/>
2. Effective date and time:	For Certificate of Designation or Amendment to Designation Only Date: <input style="width: 15%;" type="text"/> Time: <input style="width: 15%;" type="text"/> (Optional): (must not be later than 90 days after the certificate is filed)
3. Class or series of stock: (Certificate of Designation only)	The class or series of stock being designated within this filing: <input style="width: 90%;" type="text"/>
4. Information for amendment of class or series of stock:	The original class or series of stock being amended within this filing: <input style="width: 90%;" type="text"/>
5. Amendment of class or series of stock:	<input type="checkbox"/> Certificate of Amendment to Designation- Before Issuance of Class or Series As of the date of this certificate no shares of the class or series of stock have been issued.
	<input type="checkbox"/> Certificate of Amendment to Designation- After Issuance of Class or Series The amendment has been approved by the vote of stockholders holding shares in the corporation entitling them to exercise a majority of the voting power, or such greater proportion of the voting power as may be required by the articles of incorporation or the certificate of designation.
6. Resolution: Certificate of Designation and Amendment to Designation only)	By resolution of the board of directors pursuant to a provision in the articles of incorporation this certificate establishes OR amends the following regarding the voting powers, designations, preferences, limitations, restrictions and relative rights of the following class or series of stock.* <input style="width: 90%;" type="text"/>
7. Withdrawal:	Designation being Withdrawn: <input style="width: 25%;" type="text" value="Series D Preferred Stock"/> Date of Designation: <input style="width: 15%;" type="text" value="07/28/2021"/> No shares of the class or series of stock being withdrawn are outstanding. The resolution of the board of directors authorizing the withdrawal of the certificate of designation establishing the class or series of stock: * <input style="width: 90%;" type="text" value="Attached hereto as Exhibit A."/>
8. Signature: (Required)	<input checked="" type="checkbox"/> <u>/s/ Saidal Mohmand</u> Date: <input style="width: 15%;" type="text" value="10/21/2024"/> Signature of Officer

* Attach additional page(s) if necessary
 This form must be accompanied by appropriate fees.

**RESOLUTIONS OF
THE BOARD OF DIRECTORS OF
APPLIED DIGITAL CORPORATION**

August 28, 2024

Withdrawal of Certificate of Designation of Series D Preferred Stock

WHEREAS, pursuant to authority vested in the board of directors (the “Board”) of Applied Digital Corporation, a Nevada corporation (the “Company”), by the Company’s Articles of Incorporation, as amended, the Company established the series of preferred stock designated as the “Series D Convertible Redeemable Preferred Stock” (the “Series D Preferred Stock”), with such powers, designations, preferences, limitations, restrictions, and relative rights as are set forth in that certain Certificate of Designation filed with the Nevada Secretary of State on July 28, 2021 (Filing No. 20211638141) (the “Certificate of Designation”);

WHEREAS, no shares of Series D Preferred Stock are currently issued or outstanding; and

WHEREAS, the Board deems it to be in the best interests of the Company to file with the Nevada Secretary of State the Certificate of Withdrawal substantially in the form of Exhibit A (the “Certificate of Withdrawal”), pursuant to which the Company will withdraw the Certificate of Designation pursuant to NRS 78.1955(6) and permit the unissued shares of Series D Preferred Stock to be restored to the group of undesignated preferred stock of the Company.

NOW THEREFORE, be it:

RESOLVED, that (i) the withdrawal of the Certificate of Designation pursuant to NRS 78.1955(6) be, and hereby is, authorized and approved; and (ii) the form, terms, and provisions of the Certificate of Withdrawal be, and hereby are, approved; and be it further

RESOLVED, that the President, Treasurer, Secretary, and any other officer of the Company (each such person, an “Authorized Officer”) be, and each of them hereby is, authorized and empowered to execute and file with the Nevada Secretary of State the Certificate of Withdrawal, in the name and on behalf of the Company, with such additions, deletions, or changes therein as the Authorized Officer executing the same shall approve (the execution and delivery thereof by any such Authorized Officer to be conclusive evidence of his or her approval of any such additions, deletions, or changes).
