

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) **July 26, 2016**

**DATARAM CORPORATION**

(Exact name of registrant as specified in its charter)

**Nevada**  
(State or other jurisdiction of incorporation)

**001-08266**  
(Commission File Number)

**22-18314-09**  
(IRS Employer Identification No.)

**777 Alexander Road, Suite 100, Princeton, NJ**  
(Address of principal executive offices)

**08540**  
(Zip Code)

Registrant's telephone number, including area code: **(609) 799-0071**

(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))
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**Section 8 – Other Events.**

**Item 8.01 Other Events.**

On July 27, 2016, Dataram Corporation (the “Company”) issued a press release announcing that it was informed by The NASDAQ Stock Market LLC that the Company had regained compliance with the requirements for continued listing on The NASDAQ Capital Market.

A copy of the Company’s press release is attached to this report as Exhibit 99.1.

**Section 9 – Financial Statements and Exhibits**

**Item 9.01 – Financial Statements and Exhibits.**

(d) Exhibits.

The exhibit listed in the following Exhibit Index is filed as part of this Current Report on Form 8-K.

<u>Exhibit No.</u>	<u>Description</u>
99.1	Dataram Corporation Press Release dated July 27, 2016

**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.

DATARAM CORPORATION  
(Registrant)

Date: July 27, 2016

/s/ DAVID A. MOYLAN  
(Signature)  
David A. Moylan



## Dataram Regains Compliance with NASDAQ Minimum Bid Price Rule

**PRINCETON, N.J., July 27, 2016** – Dataram Corporation (NASDAQ: DRAM), an independent manufacturer of memory products and provider of performance solutions, today reported that it has received formal notification from the Listing Qualifications Department of The NASDAQ Stock Market (“NASDAQ”) notifying Dataram that it has regained compliance with Listing Rule 5550(a)(2), the minimum bid price requirement for continued listing on The NASDAQ Stock Market, and that the matter is now closed. Dataram’s common stock will continue to be listed on The NASDAQ Capital Market.

On January 27, 2016, NASDAQ notified the Company that its common stock failed to maintain a minimum bid price of \$1.00 over the previous 30 consecutive business days as required by NASDAQ’s Listing Rules. On July 11, 2016, Dataram effected a one for three (1 for 3) reverse split of its outstanding common stock in order to increase its stock price to above the required \$1 per share, which was effective with NASDAQ at the open of trading on July 11, 2016. Since then, NASDAQ has determined that for the 10 consecutive business days from July 11, 2016 to July 25, 2016, the closing bid price of the Company’s common stock has been at \$1.00 per share or greater. On July 26, 2016, NASDAQ provided confirmation to Dataram of the foregoing and that the Company has regained compliance with Listing Rule 5550(a)(2).

Dataram’s common stock trades on The NASDAQ Capital Market under the symbol “DRAM.”

“We are very pleased to have regained compliance with NASDAQ’s listing rules”, said Dave Moylan, Chairman and Chief Executive Officer (CEO) of the Company. “Maintaining our NASDAQ listing is vital to our Company, our shareholders and customers as we continue to execute our plan to transform Dataram. We believe our shareholders will benefit from the enhanced liquidity provided by the listing of the Company’s shares on The NASDAQ Capital Market.”

### **About Dataram Corporation**

Dataram is an independent manufacturer of memory products and provider of performance solutions that increase the performance and extend the useful life of servers, workstations, desktops and laptops sold by leading manufacturers such as Dell, Cisco, Fujitsu, HP, IBM, Lenovo and Oracle. Dataram’s memory products and solutions are sold worldwide to OEMs, distributors, value-added resellers and end users. Additionally, Dataram manufactures and markets a line of Intel Approved memory products for sale to manufacturers and assemblers of embedded and original equipment. 70 Fortune 100 companies are powered by Dataram. Founded in 1967, the Company is a US based manufacturer, with presence in the United States, Europe and Asia. For more information about Dataram, visit [www.dataram.com](http://www.dataram.com).

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**Safe Harbor**

*Matters discussed in this press release contain forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. When used in this press release, the words "anticipate," "believe," "estimate," "may," "intend," "expect" and similar expressions identify such forward-looking statements. Actual results, performance or achievements could differ materially from those contemplated, expressed or implied by the forward-looking statements contained herein. These forward-looking statements are based largely on the expectations of the Company and are subject to a number of risks and uncertainties. These risks include, but are not limited to, risks and uncertainties associated with the impact of economic, competitive and other factors affecting the Company and its operations, markets, products, changes in the price of memory chips, changes in the demand for memory systems, increased competition in the memory systems industry, order cancellations, delays in developing and commercializing new products, risks related to the Company's previously announced acquisition target, U.S. Gold Corp., faced by junior exploration companies generally engaged in pre-production activities; maintenance of important business relationships; and other factors described in the Company's most recent Annual Report on Form 10-K, Quarterly Reports on Form 10-Q and Current Reports on Form 8-K, including the Risk Factors with respect to U.S. Gold contained in the Current Report on Form 8-K filed on June 13, 2016, filed with the Securities and Exchange Commission, which can be reviewed at [www.sec.gov](http://www.sec.gov). The Company has based these forward-looking statements on its current expectations and assumptions about future events. While management considers these expectations and assumptions to be reasonable, they are inherently subject to significant business, economic, competitive, regulatory, and other risks, contingencies, and uncertainties, most of which are difficult to predict and many of which are beyond the Company's control. The Company does not assume any obligations to update any of these forward-looking statements.*

**For additional information, please contact:**

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