

Nasdaq Compliance FAQs

What is Nasdaq Listing Rule 5250(c)(1)?

Nasdaq Listing Rule 5250(c)(1) requires all listed companies to timely file all required periodic financial reports, including Forms 10-K, 10-Q, and 8-K, with the Securities and Exchange Commission (“the SEC”). Failure to file these documents in a timely manner may result in the Company being declared non-compliant by Nasdaq.

What happens if the Company fails to meet this filing requirement?

If the Company fails to submit required periodic reports on time, Nasdaq will issue a deficiency notice identifying the non-compliance event. This can lead to a Staff Determination Letter being issued that the Company’s securities are subject to suspension and ultimately delisting unless compliance is regained.

What are the possible consequences of a non-compliance event?

Failure to regain compliance within specified cure or compliance periods may result in suspension and delisting of the Company’s securities from Nasdaq.

What grace periods are available to Nasdaq in these situations?

For delinquent SEC periodic public filings, Nasdaq typically provides an initial 60 calendar day period for a company to submit a plan to regain compliance. If Nasdaq accepts the plan, additional grace periods (up to 180 calendar days in total) to file delinquent SEC reports may be granted. If one or more deficiencies remain unresolved by the end of the Staff grace period (a/k/a an exception period), a company must request an appeal before a Nasdaq Hearings Panel or accept suspension and then delisting of its listed securities.

Can the Company appeal a Nasdaq Staff Determination Letter of non-compliance or delisting?

Yes. Because B. Riley Financial received a Staff Determination Letter on October 1, 2025, the Company has the right to request a hearing before a Nasdaq Hearings Panel to review the Staff Determination and to request additional time to cure the filing delinquencies. Requesting a hearing temporarily stays any suspension or delisting action. By Nasdaq rule, when a company requests a hearing in connection with one or more delayed SEC periodic public filings, it must also request that trading be permitted to continue through the

hearing date and during any additional extension period granted by a Hearings Panel subsequent to the hearing.

When are hearings typically held?

Hearings are typically scheduled to occur approximately 30-45 days after the date of the hearing request. The Company intends to timely submit a request for a hearing including continued listing of its securities pending the hearing and through the Hearings Panel's decision.

What is the process for appealing a Nasdaq Staff Determination Letter?

A hearing request must be submitted within seven calendar days of receiving the Staff Determination Letter. This request must also seek dispensation from a Hearings Panel to continue trading of the Company's securities pending the hearing and the reasons therefor. Hearings are customarily scheduled to occur about 30-45 days after the request. B. Riley may present evidence and arguments related to Company's facts and circumstances to the Hearings Panel. The Hearings Panel will issue a final decision typically within 30 calendar days of the hearing. The Hearings Panel by rule cannot issue an exception to any listing rule longer than 180 calendar days from the date of the Staff Determination Letter.

What happens if the Hearings Panel denies the Company's request?

If the Hearings Panel denies the Company's request for additional time to cure the late SEC periodic filings, Nasdaq will issue a letter which will result in the suspension and ultimately a delisting of the Company's securities. This customarily occurs within two business days of an adverse Hearings Panel decision. In the event of such a decision, the Company intends to make arrangements with alternative liquidity platforms in order to preserve liquidity and price discovery in the Company's securities.

What happens if the Company regains compliance during the course of the appeal?

If compliance is met, Nasdaq must then acknowledge this event accordingly, which would then result in continued listing of the Company's securities and an end to the hearing process.

Where can I find more information about Nasdaq Listing Rule 5250(c)(1)?

More detailed guidance about listing requirements, deficiency notices, cure periods, and appeals is available on the Nasdaq Listing Center's FAQ portal and official Nasdaq materials:

- Nasdaq Listing Rule 5250: [Nasdaq Rulebook 5800 Series](#)
- Nasdaq continued listing guide and FAQ library: [Nasdaq Listing Center](#)