
**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): June 29, 2018

MARATHON PATENT GROUP, INC.

(Exact Name of Registrant as Specified in Charter)

Nevada

(State or other jurisdiction
of incorporation)

001-36555

(Commission
File Number)

01-0949984

(IRS Employer
Identification No.)

11601 Wilshire Blvd., Ste. 380

Los Angeles, CA

(Address of principal executive offices)

90025

(Zip Code)

Registrant's telephone number, including area code: (800) 804-1690

(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))

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 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

Resignations of Edward Kovalik and Christopher Robichaud

On June 28, 2018, Edward Kovalik and Christopher Robichaud resigned as directors of Marathon Patent Group, Inc. (the “Company”) for personal reasons. They did not indicate that they resigned for any reasons related to the Company’s practices. The Company has commenced a search for replacement directors who meet the definition of “independent” to fill these two vacancies.

ITEM 7.01 Regulation FD Disclosure

On June 28, 2018, the Company issued a press release announcing, among other things, that they had determined not to extend the second extension date for closing of the Company’s proposed merger with Global Bit Ventures. Accordingly, as of June 28, 2018, the present date set for closing of the merger expired.

ITEM 9.01 Financial Statements and Exhibits

(d) Exhibits

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

<u>Exhibit Number</u>	<u>Description</u>
99.1	<u>Marathon Patent Group, Inc., Press Release dated June 28, 2018</u>

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.

Date: June 29, 2018

MARATHON PATENT GROUP, INC.

By: /s/ Merrick Okamoto

Name: Merrick Okamoto

Title: Interim Chief Executive Officer

Marathon Patent Group Merger Deadline with Global Bit Ventures Expires; Not to Be Extended

LOS ANGELES, June 28, 2018 (GLOBE NEWSWIRE) -- Marathon Patent Group, Inc. (Nasdaq:MARA) (“Marathon” or the “Company”), today announced that the Company has determined not to extend the second amended extension date for closing of the Company’s proposed merger with Global Bit Ventures, Inc. (“GBV”) beyond June 28, 2018, the current expiration date.

As stated in the “Amended and Restated Agreement and Plan of Merger” dated April 3, 2018, the Merger and the other transactions contemplated by the Agreement will be closed on or before June 28, 2018 subject to mutual 30 day extensions. Accordingly, as of June 28, 2018 the date set for closing of the merger has expired. The Company anticipates no further action on the matter.

Merrick Okamoto, Marathon’s Chairman and CEO stated, “Due to recent weakness in the bitcoin markets generally, we determined that proceeding with this transaction would not be in the best interests of our shareholders. Accordingly, the Company’s Board of Directors voted unanimously that it would not agree to extend the closing date, nor seek shareholder approval of the transaction.”

Okamoto continued, “Separately, we want to thank Chris Robichaud and Ed Kovalik who have resigned as directors of the Company, for their many years of dedicated service. We wish them well in their future endeavors. We will be immediately commencing a search for replacement independent directors and look forward to announcing them upon the positions being filled.”

Investor Notice

Investing in our securities involves a high degree of risk. Before making an investment decision, you should carefully consider the risks, uncertainties and forward-looking statements described under “Risk Factors” in Item 1A of our most recent Annual Report on Form 10-K for the fiscal year ended December 31, 2017. If any of these risks were to occur, our business, financial condition or results of operations would likely suffer. In that event, the value of our securities could decline, and you could lose part or all of your investment. The risks and uncertainties we describe are not the only ones facing us. Additional risks not presently known to us or that we currently deem immaterial may also impair our business operations. In addition, our past financial performance may not be a reliable indicator of future performance, and historical trends should not be used to anticipate results in the future. See “Safe Harbor” below.

Forward-Looking Statements

Statements made in this press release include forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934. Forward-looking statements can be identified by the use of words such as “may,” “will,” “plan,” “should,” “expect,” “anticipate,” “estimate,” “continue,” or comparable terminology. Such forward-looking statements are inherently subject to certain risks, trends and uncertainties, many of which the Company cannot predict with accuracy and some of which the Company might not even anticipate, and involve factors that may cause actual results to differ materially from those projected or suggested. Readers are cautioned not to place undue reliance on these forward-looking statements and are advised to consider the factors listed above together with the additional factors under the heading “Risk Factors” in the Company’s Annual Reports on Form 10-K, as may be supplemented or amended by the Company’s Quarterly Reports on Form 10-Q. The Company assumes no obligation to update or supplement forward-looking statements that become untrue because of subsequent events, new information or otherwise.

CONTACT INFORMATION

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