
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 12b-25

Commission File Number: 001-12711

NOTIFICATION OF LATE FILING

- Form 10-K Form 20-F Form 11-K Form 10-Q
 Form 10-D Form N-CEN Form N-CSR

For Period Ended: June 30, 2023

- Transition Report on Form 10-K Transition Report on Form 11-K
 Transition Report on Form 20-F Transition Report on Form 10-Q

For the Transition Period Ended: _____

Nothing in this form shall be construed to imply that the Commission has verified any information contained herein.

If the notification relates to a portion of the filing checked above, identify the item(s) to which the notification relates: _____

PART I
REGISTRANT INFORMATION

| | |
|---------------------------------------|---|
| Full name of registrant | Ault Alliance, Inc. |
| Address of principal executive office | 11411 Southern Highlands Parkway, Suite 240 |
| City, state and zip code | Las Vegas, NV 89141 |

PART II
RULE 12b-25 (b) AND (c)

If the subject report could not be filed without unreasonable effort or expense and the registrant seeks relief pursuant to Rule 12b-25 (b), the following should be completed. (Check box if appropriate.)

- (a) The reasons described in reasonable detail in Part III of this form could not be eliminated without unreasonable effort or expense;
- (b) The subject annual report, semi-annual report, transition report on Form 10-K, Form 20-F, Form 11-K, Form N-CEN or Form N-CSR, or portion thereof, will be filed on or before the fifteenth calendar day following the prescribed due date; or the subject quarterly report or transition report on Form 10-Q or subject distribution report on Form 10-D, or portion thereof, will be filed on or before the fifth calendar day following the prescribed due date; and
- (c) The accountant's statement or other exhibit required by Rule 12b-25(c) has been attached if applicable.
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**PART III
NARRATIVE**

State below in reasonable detail the reasons why Forms 10-K, 20-F, 11-K, 10-Q, 10-D, N-CEN, N-CSR, or the transition report or portion thereof, could not be filed within the prescribed time period.

The compilation, dissemination and review of the information required to be presented in the Form 10-Q for the fiscal quarter ended June 30, 2023 has imposed requirements that have rendered timely filing of the Form 10-Q impracticable without undue hardship and expense to the registrant.

**PART IV
OTHER INFORMATION**

(1) Name and telephone number of person to contact in regard to this notification

| | | |
|--------------------------|--------------|--------------------|
| <u>Kenneth S. Cragun</u> | <u>(949)</u> | <u>444-5464</u> |
| (Name) | (Area Code) | (Telephone Number) |

(2) Have all other periodic reports required under Section 13 or 15(d) of the Securities Exchange Act of 1934 or Section 30 of the Investment Company Act of 1940 during the preceding 12 months or for such shorter period that the registrant was required to file such report(s) been filed? If the answer is no, identify report(s).

Yes No

(3) Is it anticipated that any significant change in results of operations from the corresponding period for the last fiscal year will be reflected by the earnings statements to be included in the subject report or portion thereof?

Yes No

If so: attach an explanation of the anticipated change, both narratively and quantitatively, and, if appropriate, state the reasons why a reasonable estimate of the results cannot be made.

The registrant's revenue was approximately \$79 million for the six months ended June 30, 2023, an increase of 58% from the \$50 million for the six months ended June 30, 2022. The registrant's loss from continuing operations was approximately \$46 million for the six months ended June 30, 2023, compared to a loss from continuing operations of approximately \$23 million for the six months ended June 30, 2022.

Revenue for the six months ended June 30, 2023 included revenue from lending and trading activities of approximately \$5 million, compared to \$19 million for the six months ended June 30, 2022. Revenue for the six months ended June 30, 2023 included approximately \$6 million from its consolidated variable interest entity, The Singing Machine Company, Inc. ("SMC"), which was acquired in June 2022. Revenue for the six months ended June 30, 2023 included approximately \$25 million from its wholly owned subsidiary, Circle 8 Crane Services, LLC, which assets and operations were acquired in December 2022. The registrant also had increases in its cryptocurrency mining operations of approximately \$8 million.

The registrant's operating expenses increased to approximately \$66 million for the six months ended June 30, 2023, representing an increase of approximately \$16 million compared to approximately \$50 million for the six months ended June 30, 2022. Operating expenses at recently acquired companies represented the majority of the increase in operating expenses.

The increase in operating expenses from the six months ended June 30, 2022, was due to the following:

- Selling and marketing expenses were approximately \$18 million for the six months ended June 30, 2023, compared to approximately \$13 million for the six months ended June 30, 2022. The increase was the result of higher marketing costs related to an advertising sponsorship agreement. SMC, which was acquired in June 2022, incurred approximately \$1 million in selling and marketing costs.
- General and administrative expenses were approximately \$44 million for the six months ended June 30, 2023, compared to approximately \$33 million for the six months ended June 30, 2022, an increase of approximately \$11 million, or approximately 33%. General and administrative expenses increased by approximately \$19 million from the comparative prior period due to the registrant's recent acquisitions partially offset by decreases related to bonuses and legal fees.

The registrant's estimated net loss available to common stockholders was approximately \$74 million for the six months ended June 30, 2023, compared to a net loss available to common stockholders of approximately \$55 million for the six months ended June 30, 2022.

The preliminary results above exclude possible impairment of goodwill and intangible assets of Avalanche International Corp. as of June 30, 2023 as the Registrant has not finalized the related impairment analysis.

AULT ALLIANCE, INC.
(Name of Registrant as Specified in Charter)

Has caused this notification to be signed on its behalf by the undersigned thereunto duly authorized.

Dated: August 14, 2023

/s/ Kenneth S. Cragun
By: Kenneth S. Cragun
Title: Chief Financial Officer
