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**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 6, 2021**

**SEMILEDs CORPORATION**

(Exact name of registrant as specified in charter)

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

**001-34992**  
(Commission File Number)

**20-2735523**  
(IRS Employer Identification No.)

**3F, No.11 Ke Jung Rd., Chu-Nan Site,  
Hsinchu Science Park, Chu-Nan 350,  
Miao-Li County, Taiwan, R.O.C.**  
(Address of principal executive offices)

**350**  
(Zip Code)

**Registrant's telephone number, including area code: +886-37-586788**

**N/A**  
(Former name or former address if changed since last report)

Securities registered pursuant to Section 12(b) of the Act:

<b>Title of each class</b>	<b>Trading Symbol(s)</b>	<b>Name of each exchange on which registered</b>
Common Stock, par value \$0.0000056	LEDs	The Nasdaq Stock Market

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of 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(b) 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. ☐

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**Item 2.02. Results of Operations and Financial Condition.**

On July 6, 2021, SemiLEDs Corporation issued a press release announcing its preliminary financial results for the third quarter of its fiscal year 2021, ended May 31, 2021.

Such information is being furnished and shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

**Item 9.01. Financial Statements and Exhibits.*****(d) Exhibits.***

<b>Exhibit No.</b>	<b>Description</b>
99.1	Press release, dated July 6, 2021, entitled “SemiLEDs Reports Third Quarter Fiscal Year 2021 Financial Results.”
104	Cover Page Interactive Data File - the cover page iXBRL tags are embedded within the Inline XBRL document.

## **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 thereunto duly authorized.

Date: July 6, 2021

### **SemiLEDs Corporation**

By: /s/ Christopher Lee

Name: **Christopher Lee**

Title: **Chief Financial Officer**



### **SemiLEDs Reports Third Quarter Fiscal Year 2021 Financial Results**

**Hsinchu, Taiwan (July 6, 2021)** — SemiLEDs Corporation (NASDAQ: LEDS), “SemiLEDs” or the “Company,” a developer and manufacturer of LED chips and LED components, today announced its financial results for the third quarter of fiscal year 2021, ended May 31, 2021.

Revenue for the third quarter of fiscal 2021 increased to \$1.4 million, compared to \$1.2 million in the second quarter of fiscal 2021. GAAP net loss attributable to SemiLEDs stockholders for the third quarter of fiscal 2021 decreased to \$64 thousand, or \$(0.02) per diluted share, compared to a net loss of \$255 thousand, or \$(0.06) per diluted share, in the second quarter of fiscal 2021.

GAAP gross margin for the third quarter of fiscal 2021 increased to 46%, compared with gross margin for the second quarter of fiscal 2021 of 20%. Operating margin for the third quarter of fiscal 2021 decreased to negative 41%, compared with negative 42% for the second quarter of fiscal 2021. The Company’s cash and cash equivalents were \$1.7 million at May 31, 2021, compared to \$2.1 million at the end of the second quarter of fiscal 2021.

We are unable to forecast revenue for the fourth quarter ending August 31, 2021 at this time given the continuing uncertain impact of COVID-19 on the economy and the Company.

#### **About SemiLEDs**

SemiLEDs develops and manufactures LED chips and LED components for general lighting applications, including street lights and commercial, industrial, system and residential lighting, along with specialty industrial applications such as ultraviolet (UV) curing, medical/cosmetic, counterfeit detection, horticulture, architectural lighting and entertainment lighting. SemiLEDs sells blue, white, green and UV LED chips.

#### **Forward Looking Statements**

This press release contains statements that may constitute “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, as amended, and as defined in the U.S. Private Securities Litigation Reform Act of 1995. All statements other than statements of historical fact could be deemed forward-looking, including, but not limited to, any statements about historical results that may suggest trends for SemiLEDs’ business; any statements of the plans, the potential impact of the COVID-19 pandemic on our business; strategies and objectives of management for future operations; any statements of expectation or belief regarding recovery of the LED industry, market opportunities and other future events or technology developments; any statements regarding SemiLEDs’ position to capitalize on any market opportunities; and any statements of assumptions underlying any of the foregoing. These forward-looking statements are based on current expectations, estimates, forecasts and projections of future SemiLEDs’ or industry performance based on management’s judgment, beliefs, current trends and market conditions and involve risks and uncertainties that may cause actual results to differ materially from those contained in the forward-looking statements. SemiLEDs’ Annual Report on Form 10-K filed with the Securities and Exchange Commission (the “SEC”) and other SemiLEDs filings with the SEC (which you may obtain for free at the SEC’s website at <http://www.sec.gov>) discuss some of the important risks and other factors that may affect SemiLEDs’ business, results of operations and financial condition. SemiLEDs undertakes no intent or obligation to publicly update or revise any of these forward looking statements, whether as a result of new information, future events or otherwise, except as required by law.

#### **Contacts:**

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**SEMILEDs CORPORATION AND SUBSIDIARIES**  
**Unaudited Condensed Consolidated Balance Sheets**  
(In thousands of U.S. dollars)

	May 31, 2021	February 28, 2021
<b>ASSETS</b>		
CURRENT ASSETS:		
Cash and cash equivalents	\$ 1,666	\$ 2,086
Restricted cash and cash equivalents	90	88
Accounts receivable (including related parties), net	1,067	800
Inventories	3,618	2,905
Prepaid expenses and other current assets	744	743
Total current assets	7,185	6,622
Property, plant and equipment, net	5,462	5,549
Operating lease right of use assets	1,676	1,672
Intangible assets, net	130	120
Investments in unconsolidated entities	1,015	992
Other assets	169	172
<b>TOTAL ASSETS</b>	<b>\$ 15,637</b>	<b>\$ 15,127</b>
<b>LIABILITIES AND EQUITY</b>		
CURRENT LIABILITIES:		
Current installments of long-term debt	\$ 5,125	\$ 5,023
Accounts payable	530	439
Advance receipt toward the convertible note	500	500
Accrued expenses and other current liabilities	2,836	2,483
Operating lease liabilities, current	688	611
Liabilities held for sale	114	126
Total current liabilities	9,793	9,182
Long-term debt, excluding current installments	2,710	2,777
Operating lease liabilities, less current portion	1,562	1,546
Total liabilities	14,065	13,505
Commitments and contingencies		
EQUITY:		
SemiLEDs stockholders' equity		
Common stock	—	—
Additional paid-in capital	177,361	177,313
Accumulated other comprehensive income	3,543	3,585
Accumulated deficit	(179,376)	(179,312)
Total SemiLEDs stockholders' equity	1,528	1,586
Noncontrolling interests	44	36
Total equity	1,572	1,622
<b>TOTAL LIABILITIES AND EQUITY</b>	<b>\$ 15,637</b>	<b>\$ 15,127</b>

**SEMILEDs CORPORATION AND SUBSIDIARIES**  
**Unaudited Condensed Consolidated Statements of Operations**  
(In thousands of U.S. dollars and shares, except per share data)

	<b>Three Months Ended</b>	
	<b>May 31, 2021</b>	<b>February 28, 2021</b>
Revenues, net	\$ 1,439	\$ 1,206
Cost of revenues	775	965
Gross profit	664	241
Operating expenses:		
Research and development	528	288
Selling, general and administrative	730	667
Gain on disposals of long-lived assets	(2)	(207)
Total operating expenses	1,256	748
Loss from operations	(592)	(507)
Other income (expenses):		
Interest expenses, net	(94)	(92)
Other income, net	474	307
Foreign currency transaction gain, net	155	38
Total other income, net	535	253
Loss before income taxes	(57)	(254)
Income tax expense	—	—
Net loss	(57)	(254)
Less: Net gain attributable to noncontrolling interests	7	1
Net loss attributable to SemiLEDs stockholders	\$ (64)	\$ (255)
Net loss per share attributable to SemiLEDs stockholders:		
Basic and diluted	\$ (0.02)	\$ (0.06)
Shares used in computing net loss per share attributable to SemiLEDs stockholders:		
Basic and diluted	4,060	4,033