
UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 6-K

REPORT OF FOREIGN PRIVATE ISSUER
PURSUANT TO RULE 13a-16 OR 15d-16 UNDER
THE SECURITIES EXCHANGE ACT OF 1934
For the month of April 2020

Commission File Number: 001-33765

AIRNET TECHNOLOGY INC.

15/F, Sky Plaza
No. 46 Dongzhimenwai Street
Dongcheng District, Beijing 100027
The People's Republic of China
(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F

Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

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.

AIRNET TECHNOLOGY INC.

By: s/ Herman Man Guo
Name: Herman Man Guo
Title: Chairman and Chief Executive Officer

Date: April 21, 2020

EXHIBIT INDEX

Exhibit No.	Description
99.1	Press Release
99.2	Nasdaq Notification dated April 17, 2020

AirNet Announces Receipt of Notice From Nasdaq on Tolling of Minimum Bid Price Compliance Period

BEIJING, April 21, 2020 /PRNewswire/ -- AirNet Technology Inc., formerly known as AirMedia Group Inc. ("AirNet" or the "Company") (Nasdaq: ANTE), an in-flight solution provider on connectivity, entertainment, and digital multimedia in China, today announced that it received a notification letter (the "Notice") from the Listing Qualifications Department of The Nasdaq Stock Market Inc. ("Nasdaq") dated on April 17, 2020 stating a Nasdaq's determination to toll the compliance periods for big price and market value of publicly held shares requirements (collectively, the "Price-based Requirements") through June 30, 2020. The Notice further stated that on April 16, 2020, Nasdaq filed an immediately effective rule change with the Securities and Exchange Commission to toll the compliance periods for the Price-based Requirements .

Accordingly, since the Company had 163 calendar days remaining in its bid price compliance period as of April 16, 2020, the Company will, upon reinstatement of the Price-based Requirements, still have 163 days from July 1, 2020, or until December 10, 2020, to regain compliance. The Company can regain compliance, either during the suspension or during the compliance period resuming after the suspension, by evidencing compliance with the Price-based Requirements for a minimum of 10 consecutive trading days.

About AirNet Technology Inc.

Incorporated in 2007 and headquartered in Beijing, China, and formerly known as AirMedia Group Inc, AirNet (Nasdaq: ANTE) provides in-flight solutions to connectivity, entertainment and digital multimedia in China. Collaborating with our partners, AirNet empowers Chinese airlines with seamlessly immersive Internet connections through a network of satellites and land-based beacons, provides airline travelers with interactive entertainment and a coverage of breaking news, and furnishes corporate clients with advertisements tailored to the perceptions of the travelers. For more information, please visit us at <http://ir.ihangmei.com>

Forward-Looking Statements

This announcement contains forward-looking statements within the meaning of the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. All statements other than statements of historical fact in this announcement are forward-looking statements, including but not limited to, the Company's business strategies and initiatives as well as the Company's business plans; the Company's future business development, results of operations and financial condition; expected changes in the Company's revenue and certain cost or expense items; trends and competition in China; general economic and business conditions in China; and other risks detailed in the Company's filings with the Securities and Exchange Commission. These forward-looking statements involve known and unknown risks and uncertainties and are based on current expectations and projections about future events and financial trends that the Company believes may affect its financial condition, results of operations, business strategy and financial needs. Investors can identify these forward-looking statements by words or phrases such as "may," "will," "expect," "anticipate," "aim," "estimate," "intend," "plan," "believe," "potential," "continue," "is/are likely to" or other similar expressions. The Company undertakes no obligation to update forward-looking statements to reflect subsequent occurring events or circumstances, or changes in its expectations, except as may be required by law. Although the Company believes that the expectations expressed in these forward-looking statements are reasonable, it cannot assure you that such expectations will turn out to be correct, and the Company cautions investors that actual results may differ materially from the anticipated results.

For more information, please contact:

Yan Liu
Director, Investor Relations
AirNet Technology Inc.
Tel: +86-10-8460-8678
Email: ir@ihangmei.com

Sent via Email to: lixin@ihangmei.com; liuyan@ihangmei.com; wuwei1@ihangmei.com

April 17, 2020

Mr. Xin Li
Chief Financial Officer
AirNet Technology Inc.
15/F, Sky Plaza, No. 46 Dongzhimenwai Street
Dongcheng District, Beijing 100027
The People's Republic of China

Re: AirNet Technology Inc. (the "Company")
Nasdaq Security: American Depositary Shares
Nasdaq Symbol: ANTE

Dear Mr. Li:

As you well know, the last few weeks have been marked by unprecedented turmoil in U.S. and world financial markets. While the equity markets have functioned well, this turmoil has significantly impacted investor confidence resulting in depressed prices for companies that otherwise remain suitable for continued listing.

Given these extraordinary market conditions, Nasdaq has determined to toll the compliance periods for bid price and market value of publicly held shares ("MVPHS") requirements (collectively, the "Price-based Requirements") through June 30, 2020. In that regard, on April 16, 2020, Nasdaq filed an immediately effective rule change with the Securities and Exchange Commission.¹ As a result, companies presently in compliance periods for any Price-based Requirements will remain at that same stage of the process and will not be subject to being delisted for these concerns. Starting on July 1, 2020, companies will receive the balance of any pending compliance period in effect at the start of the tolling period to regain compliance.

Accordingly, since the Company had 163 calendar days remaining in its bid price compliance period as of April 16, 2020, it will, upon reinstatement of the Price-based Requirements, still have 163 days from July 1, 2020, or until December 10, 2020, to regain compliance. The Company can regain compliance, either during the suspension or during the compliance period resuming after the suspension, by evidencing compliance with the Price-based Requirements for a minimum of 10 consecutive trading days.

NASDAQ believes that the tolling of the compliance periods will allow companies to focus on running their businesses, rather than satisfying market-based requirements that are largely beyond their control in the current environment. Moreover, the tolling of the compliance periods should help to restore investor confidence in affected NASDAQ companies, and will allow investors to make decisions without considering the likelihood of a very near-term delisting.

¹ SR-NASDAQ-2020-021 (http://img.n.nasdaq.com/Web/GIS/%7B1b62f703-d510-4903-aab1-fd7993d5b2de%7D_SR-NASDAQ-2020-021.pdf).

Mr. Xin Li
April 17, 2020
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If you have any questions, please do not hesitate to contact me at +1 301 978 8034.

Sincerely,

A handwritten signature in black ink, appearing to read "W. Wayne Bush". The signature is fluid and cursive, with a long horizontal stroke at the end.

W. Wayne Bush, CFA
Director
Nasdaq Listing Qualifications

NASDAQ ONLINE RESOURCES

All of our listing information and forms are available electronically on the [Listing Center](https://listingcenter.nasdaq.com/home.aspx) (https://listingcenter.nasdaq.com/home.aspx). In addition to facilitating electronic submission of forms, you can also use the Listing Center to access Nasdaq's Reference Library containing hundreds of frequently asked questions and Governance Clearinghouse containing the latest updates on corporate governance and listing standards.

To help you navigate the deficiency process, we have provided links to some our most viewed resource materials.

- Board Composition and Committee Requirements
https://listingcenter.nasdaq.com/Material_Search.aspx?cid=108&mcd=LQ
 - Governance Clearinghouse
<https://listingcenter.nasdaq.com/clearinghouse.aspx>
 - Hearings Process
https://listingcenter.nasdaq.com/Material_Search.aspx?cid=107&mcd=LQ&sub_cid=32
 - How to Transfer to Nasdaq Capital Market
https://listingcenter.nasdaq.com/Material_Search.aspx?cid=38&mcd=LQ&sub_cid=67
 - Information about Application of Shareholder Approval Rules
https://listingcenter.nasdaq.com/Material_Search.aspx?cid=71&mcd=LQ
 - Initial Listing Process
https://listingcenter.nasdaq.com/Material_Search.aspx?cid=34&mcd=LQ
 - Listing Fees
https://listingcenter.nasdaq.com/Material_Search.aspx?cid=29&mcd=LQ
 - Listing of Additional Shares Process
https://listingcenter.nasdaq.com/Material_Search.aspx?mcd=LQ&cid=16&sub_cid=39&years=2017,2016,2015,2017,2016,2015,2014,2013,2012,2011,2010,2009,2008,2007,2006,2005,2004,2003,2002&criteria=0&materials=&readall=Y
 - MarketWatch Electronic Disclosure Submissions
<https://www.nasdaq.net/ED/IssuerEntry.aspx>
 - Nasdaq Listing Rules: Initial and Continued Listing
<http://nasdaq.cchwallstreet.com/NASDAQTools/PlatformViewer.asp?selectednode=chp%5F1%5F1%5F4%5F2&manual=%2Fnasdaq%2Fmain%2Fnasdaq%2FDequityrules%2F>
 - Reference Library: Frequently Asked Questions, Staff Interpretations and Listing Council Decisions
https://listingcenter.nasdaq.com/Material_Search.aspx?cid=108&mcd=LQ
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