
U.S. SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 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 March 2020

Commission File Number: 001-38304

DOGNESS (INTERNATIONAL) CORPORATION
(Registrant's name)

Tongsha Industrial Estate, East District
Dongguan, Guangdong
People's Republic of China 523217
+86 769-8875-3300
(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):

EXPLANATORY NOTE

On March 9, 2020, the Registrant received a letter from the Listings Qualifications Department of The Nasdaq Stock Market LLC (“Nasdaq”) notifying the Registrant that, because the number of Total Holders of the Registrant’s Class A common shares was below 400, the Registrant did not meet the minimum Total Holders requirement set forth in Nasdaq Listing Rule 5450(a)(2). The Nasdaq notification letter has no immediate effect of the Registrant’s Class A common shares, which will continue to trade uninterrupted under the symbol “DOGZ.”

On March 11, 2020, the Registrant issued a press release entitled “Dogness Receives NASDAQ Notification Regarding Minimum Total Holders.” A copy of the please release is filed as Exhibit 99.1 to this Current Report on Form 6-K and is incorporated herein by reference.

Exhibits

The following document is filed herewith:

Exhibit Number	Document
99.1	Press release dated March 11, 2020, entitled “Dogness Receives NASDAQ Notification Regarding Minimum Total Holders”

SIGNATURES

Pursuant to the requirements of the Securities and Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Dogness (International) Corporation

By: /s/ Silong Chen

Name: Silong Chen

Title: Chief Executive Officer

(Principal Executive Officer) and Duly Authorized Officer

Dated: March 11, 2020

Dogness Receives NASDAQ Notification Regarding Minimum Total Holders Requirements

DONGGUAN, March 11, 2020 – Dogness (International) Corporation (“Dogness” or the “Company”) (NASDAQ: DOGZ), a developer and manufacturer of pet products in China, including smart products, hygiene products, health and wellness products, and leash products, today announced that on March 9, 2020, it received a letter from The Nasdaq Stock Market LLC (“Nasdaq”), notifying the Company that it is currently not in compliance with the Total Holders requirement set forth under Nasdaq Listing Rule 5450(a)(2), which requires companies listed on the Nasdaq Global Market to maintain a minimum of 400 total beneficial and record shareholders. This press release is issued pursuant to Nasdaq Listing Rule 5810(b), which requires prompt disclosure of receipt of a deficiency notification. The notification has no immediate effect on the listing of the Company’s Class A common shares, which will continue to trade uninterrupted on Nasdaq under the ticker “DOGZ”.

Pursuant to Nasdaq Rules the Company has 45 calendar days to submit a plan to regain compliance. If the plan is accepted, Nasdaq can grant an extension of up to 180 calendar days from the date of the letter to evidence compliance. Alternatively, the Company may consider applying to transfer the Company’s securities to The Nasdaq Capital Market.

About Dogness

Dogness (International) Corporation was born in 2003 from the belief that pet dogs and cats are important, well-loved family members. Through its smart products, hygiene products, health and wellness products, and leash products, Dogness is able to simplify pet lifestyles, make them more scientific, and enhance the relationship between pets and pet caregivers. The Company ensures industry-leading quality through its fully integrated vertical supply chain and world-class research and development capabilities, which has resulted in over 100 patents and patents pending. Dogness products reach families worldwide through global chain stores and distributors. For more information, please visit: www.dognesspet.com.

Forward Looking Statements

No statement made in this press release should be interpreted as an offer to purchase or sell any security. Such an offer can only be made in accordance with the Securities Act of 1933, as amended, and applicable state securities laws. Certain statements in this press release concerning our future growth prospects are forward-looking statements regarding our future business expectations intended to qualify for the “safe harbor” under the Private Securities Litigation Reform Act of 1995, which involve a number of risks and uncertainties that could cause actual results to differ materially from those in such forward-looking statements. The risks and uncertainties relating to these statements include, but are not limited to, risks and uncertainties regarding our ability to raise capital on any particular terms, shareholder interest in our Class A common shares, fluctuations in earnings, fluctuations in foreign exchange rates, our ability to manage growth, our ability to realize revenue from expanded operation and acquired assets in China and the U.S., our ability to attract and retain highly skilled professionals, client concentration, industry segment concentration, reduced demand for technology in our key focus areas, our ability to successfully complete and integrate potential acquisitions, and unauthorized use of our intellectual property and general economic conditions affecting our industry. Additional risks that could affect our future operating results are more fully described in our United States Securities and Exchange Commission filings. These filings are available at www.sec.gov. Dogness may, from time to time, make additional written and oral forward-looking statements, including statements contained in the Company’s filings with the Securities and Exchange Commission and our reports to shareholders. In addition, please note that any forward-looking statements contained herein are based on assumptions that we believe to be reasonable as of the date of this press release. The Company does not undertake to update any forward-looking statements that may be made from time to time by or on behalf of the Company unless it is required by law.
