
**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): December 17, 2018

WAITR HOLDINGS INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

001-37788
(Commission
File Number)

26-3828008
(IRS Employer
Identification No.)

844 Ryan Street, Suite 300, Lake Charles, Louisiana 70601
(Address of principal executive offices, including zip code)

Registrant's telephone number, including area code: 1-800-661-9036

Not Applicable
(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 3.01. Notice of Delisting or Failure to Satisfy a Continued Listing Rule or Standard; Transfer of Listing.

On November 15, 2018, Landcadia Holdings, Inc. consummated its business combination with Waitr Incorporated (the “Business Combination”) and was renamed Waitr Holdings Inc. (the “Company”). Immediately after the Business Combination was consummated, the Company’s common stock and warrants began trading on the Nasdaq Capital Market under the symbols “WTRH” And “WTRHW,” respectively. In connection with the continued listing of the common stock and warrants on the Nasdaq Stock Market LLC (“Nasdaq”), the Company provided Nasdaq with information regarding the number of round lot holders of the common stock and warrants. On December 17, 2018, the Company received a letter from the Listing Qualifications Department of Nasdaq pursuant to Listing Rule IM 5101-2, informing the Company that the warrants did not meet the minimum 400 round lot holder requirements for listing, as set forth in Listing Rule 5515(a)(4).

The Company does not intend to appeal Nasdaq’s determination regarding the warrants. Accordingly, the warrants will be scheduled for delisting from Nasdaq and will be suspended at the opening of business on December 27, 2018, and a Form 25-NSE will be filed with the U.S. Securities and Exchange Commission, which will remove the warrants from listing and registration on Nasdaq. Following the delisting, the Company anticipates that the warrants will be eligible for trading on the over-the-counter markets operated by OTC Markets Group.

The delisting of the warrants will not affect the continued listing of the Company’s common stock, which trades on The Nasdaq Global Select Market under the ticker symbol “WTRH”.

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 hereunto duly authorized.

WAITR HOLDINGS INC.

By: /s/ David Pringle

Name: David Pringle

Title: Chief Financial Officer and Secretary

Dated: December 18, 2018