
**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): April 2, 2018

H/CELL ENERGY CORPORATION

(Exact name of registrant as specified in its charter)

Nevada
(State or Other Jurisdiction
of Incorporation)

000-55802
(Commission
File Number)

47-4823945
(IRS Employer
Identification No.)

97 River Road, Flemington, NJ 08822
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (908) 837-9097

Copy of correspondence to:

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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 (see General Instruction A.2. below):

- 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 2.02 Results of Operations and Financial Condition.

On April 2, 2018, H/Cell Energy Corporation announced its operating results for the fiscal year ended December 31, 2017. A copy of the press release that discusses this matter is filed as Exhibit 99.01 to, and incorporated by reference in, this report. The information in this Current Report is being furnished and shall not be deemed “filed” for the purposes of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that Section. The information in this Current Report shall not be incorporated by reference into any registration statement or other document pursuant to the Securities Act of 1933, except as shall be expressly set forth by specific reference in any such filing.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

99.01 [Press Release, dated April 2, 2018, issued by H/Cell Energy Corporation*](#)

* Furnished herewith.

SIGNATURE

Pursuant to the requirement 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.

H/CELL ENERGY CORPORATION

Date: April 2, 2018

By: /s/ ANDREW HIDALGO

Andrew Hidalgo
Chief Executive Officer

H/Cell Energy Reports FY2017 Year End Financial Results

Flemington, NJ, April 2, 2018 (GLOBE NEWSWIRE) — H/Cell Energy Corporation (OTCQB-HCCC) (“HCCC”), a company that designs and implements clean energy solutions featuring hydrogen energy systems, has announced financial results for its fiscal year ended December 31, 2017.

For the twelve months ended December 31, 2017, HCCC generated revenue of \$6,352,886 and net income of \$8,897 or \$0.00 in earnings per share, fully diluted. This compares to revenue of \$5,007,103 and a net loss of \$706,727, or (\$0.25) in earnings per share, fully diluted, for the prior year ended December 31, 2016.

Andrew Hidalgo, CEO of HCCC, commented, “We are very pleased to post a profitable year in FY2017, especially as a young company. In addition, we had a substantial gain in revenue and earnings year over year. Our subsidiaries are performing well and we are establishing cost efficiencies as we assimilate each acquisition. As of December 31, 2017, our backlog of orders stood at \$1,091,816 and our bid list totaled \$7,100,030 which although does not represent orders, is a sign of future potential. We also believe that our financial condition is solid, with \$455,700 in cash, \$1,485,496 in assets and \$420,550 in working capital as of December 31, 2017. We have a very bright future in clean energy with a market full of opportunities. We believe our hydrogen energy systems will become a primary energy source for electric power in both the residential and commercial sectors. HCCC remains focused on clean energy for a better environment.”

About H/Cell Energy Corporation:

H/Cell Energy Corporation is an integrator that focuses on the design and implementation of clean energy solutions including solar, battery, fuel cell and hydrogen generation systems. In addition, through its subsidiaries, HCCC also provides environmental systems and security systems integration. HCCC serves the residential, commercial and government sectors. Please visit our website at www.hcellenergy.com for more information.

Forward Looking Statements:

Certain statements in this press release are forward-looking within the meaning of the Private Securities Litigation Reform Act of 1995. These statements may be identified by the use of forward-looking words such as “anticipate,” “believe,” “forecast,” “estimate,” “expect,” and “intend,” among others. These forward-looking statements are based on current expectations and actual results could differ materially. H/Cell Energy Corporation does not undertake an obligation to update or revise any forward-looking statement. The information set forth herein speaks only as of the date hereof.

H/Cell Energy Corporation
Investor Relations
908-837-9097 x-2

**H/CELL ENERGY CORPORATION
CONSOLIDATED BALANCE SHEETS**

	<u>December 31, 2017</u>	<u>December 31, 2016</u> (As restated)
<u>ASSETS</u>		
Current assets:		
Cash and cash equivalents	\$ 455,700	\$ 537,867
Accounts receivable (net retention)	808,050	650,886
Prepaid expenses	14,669	14,168
Costs and earnings in excess of billings	51,531	91,904
Total current assets	<u>1,329,950</u>	<u>1,294,825</u>
Property and equipment, net	102,573	99,816
Security deposits and other non-current assets	8,416	8,497
Deferred tax asset	44,257	-
Total assets	<u>\$ 1,485,196</u>	<u>\$ 1,403,138</u>
<u>LIABILITIES AND STOCKHOLDERS' EQUITY</u>		
Current liabilities:		
Accounts payable and accrued expenses	\$ 631,385	\$ 661,237
Management fees payable – related party	31,257	52,000
Billings in excess of costs and earnings	87,206	83,538
Sales tax payable	61,239	114,085
Income tax payable	98,313	-
Total current liabilities	<u>\$ 909,400</u>	<u>\$ 910,860</u>
Commitments and contingencies		
Stockholders' equity		
Preferred Stock - \$0.0001 par value; 5,000,000 shares authorized; 0 shares issued and outstanding	-	-
Common Stock - \$0.0001 par value; 25,000,000 shares authorized; 7,041,579 and 3,131,579 shares issued and outstanding as of December 31, 2017 and December 31, 2016, respectively	704	313
Additional paid-in capital	1,335,656	1,283,422
Accumulated deficit	(731,754)	(740,651)
Accumulated other comprehensive loss	(28,810)	(50,806)
Total stockholders' equity	<u>575,796</u>	<u>492,278</u>
TOTAL LIABILITIES & STOCKHOLDERS' EQUITY	<u>\$ 1,485,196</u>	<u>\$ 1,403,138</u>

The accompanying notes are an integral part of these audited consolidated financial statements.

H/CELL ENERGY CORPORATION
CONSOLIDATED STATEMENT OF OPERATIONS – OTHER COMPREHENSIVE INCOME

	For the Year Ended December 31,	
	2017	2016 (As restated)
Revenue		
Construction income	\$ 6,266,967	\$ 4,978,576
Related party	85,919	28,527
Total revenue	<u>6,352,886</u>	<u>5,007,103</u>
Cost of goods sold		
Direct costs	4,241,421	3,355,176
Direct costs – related party	87,649	1,500
Total cost of goods sold	<u>4,329,070</u>	<u>3,356,676</u>
Gross profit	<u>2,023,816</u>	<u>1,650,427</u>
Operating expenses		
Research and development	-	2,000
General and administrative expenses	1,776,859	2,197,139
Management fees – related party	184,004	158,015
Total operating expenses	<u>1,960,863</u>	<u>2,357,154</u>
Income (Loss) from operations	62,953	(706,727)
Income Tax	54,056	-
Net income (loss)	<u>\$ 8,897</u>	<u>\$ (706,727)</u>
Other comprehensive income (loss), net		
Foreign currency translation adjustment	<u>21,996</u>	<u>183,230</u>
Comprehensive income (loss)	<u>\$ 30,893</u>	<u>\$ (523,524)</u>
Earnings (Loss) per share		
Basic	\$ 0.00	\$ (0.25)
Diluted	\$ 0.00	\$ (0.25)
Weighted average common shares outstanding		
Basic	6,703,223	2,853,785
Diluted	7,699,743	2,853,785

The accompanying notes are an integral part of these audited consolidated financial statements.