

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): June 3, 2015

PLYMOUTH INDUSTRIAL REIT, INC.

(Exact name of registrant as specified in its charter)

Commission File Number: **333-173048**

Maryland

(State or other jurisdiction of
Incorporation or organization)

**260 Franklin Street, Suite 1900,
Boston, MA 02110**

(Address of principal executive offices)

27-5466153

(I.R.S. Employer
Identification No.)

(617) 340-3814

(Registrant's telephone number)

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))
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Item 7.01. Regulation FD Disclosure.

On June 3, 2015, Plymouth Industrial REIT, Inc. (the “Company”) issued a press release stating that the Company's Board of Directors will undertake a review of strategic alternatives to enhance stockholder value. Such review will include (among other alternatives): a sale, merger, acquisition or other form of business combination; sale or acquisition of assets; or a debt or equity recapitalization. The Company has not made a decision to pursue any specific strategic transaction or any other strategic alternative. There can be no assurance that the exploration of strategic alternatives will result in the completion of any transaction or other alternative. The Board of Directors does not intend to disclose further developments regarding the evaluation of strategic alternatives until such time as the Board has determined the outcome of the process or otherwise has deemed that disclosure is appropriate.

In accordance with General Instructions B.2 and B.6 of Form 8-K, the information included in this Current Report on Form 8-K (including Exhibits 99.1 and 99.2 hereto) shall not be deemed “filed” for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference into any filing made by the Company under the Exchange Act or the Securities Act of 1933, as amended, except as shall be expressly set forth by specific reference in such filing.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits:

Exhibit 99.1 Press release, dated June 3, 2015.

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.

Date: June 3, 2015

PLYMOUTH INDUSTRIAL REIT, INC.

By: /s/ Jeffrey E. Witherell
Jeffrey E. Witherell
Chief Executive Officer

Plymouth Board Exploring Strategic Alternatives to Reduce Indebtedness and Enhance Stockholder Value

BOSTON, Mass. June 3, 2015 – Plymouth Industrial REIT, Inc. (the “Company”) today announced that its Board of Directors is exploring strategic alternatives to enhance stockholder value. Such review will include (among other alternatives): a sale, merger, acquisition or other form of business combination; sale or acquisition of assets; or a debt or equity recapitalization. The Company has not made a decision to pursue any specific strategic transaction or any other strategic alternative. While the Board conducts its process, the Company remains 100% focused on managing its properties. There can be no assurance that the Board’s process will result in any specific action, and the Company does not intend to disclose further developments unless and until its Board approves a specific action or otherwise concludes the review of strategic alternatives. The Board has retained Houlihan Lokey Capital, Inc. as its financial advisor to assist in its evaluation of strategic alternatives.

Forward Looking Statements

This press release contains forward looking statements, which are based upon current expectations, involve a number of risks and uncertainties and are subject to the “safe harbor” provisions of the Private Securities Litigation Reform Act of 1995. Those forward-looking statements included all statements that are not historical statements of fact and those regarding the intent, belief or expectations of the Company, including, without limitation, all statements regarding the Board of Directors review of strategic alternatives. Those forward-looking statements are subject to certain risks and uncertainties, including, but not limited to, those discussed from time to time in our reports filed with the Securities and Exchange Commission. The Company undertakes no obligation to update or revise any such forward-looking statements.

About Plymouth

Plymouth Industrial REIT is a full service, vertically integrated, self-administered and self-managed Maryland corporation focused on the acquisition and management of single and multi-tenant Class B industrial properties, primarily located in secondary and select primary markets across the Eastern half of the U.S. and Texas. The Company conducts business through an UPREIT structure in which its properties are owned by Plymouth Industrial OP, LP, a Delaware limited partnership (the “operating partnership”), directly or through wholly-owned subsidiaries of the operating partnership.

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