

**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 30, 2025**

**Jet.AI Inc.**

(Exact Name of Registrant as Specified in its Charter)

**Delaware**  
(State or other jurisdiction  
of incorporation or organization)

**001-40725**  
(Commission  
File Number)

**93-2971741**  
(I.R.S. Employer  
Identification No.)

**10845 Griffith Peak Dr.  
Suite 200  
Las Vegas, NV 89135**  
(Address of principal executive offices)

(Registrant's telephone number, including area code) **(702) 747-4000**

**None**

(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 (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))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class:	Trading Symbol	Name of each exchange on which registered:
Common Stock, par value \$0.0001 per share	JTAI	The Nasdaq Stock Market LLC

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

Emerging growth company  X

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 8.01 Other Events.**

On December 1, 2025, Jet.AI, Inc., a Delaware corporation (the "**Company**"), filed a Registration Statement on Form S-1 (the "**Registration Statement**") with the Securities and Exchange Commission (the "**SEC**") with respect to the proposed public offering of its common stock. The Company has withdrawn the Registration Statement due to changed circumstances since the filing of the Registration Statement. No securities have been sold in connection with the offering, and the Registration Statement was not declared effective by the SEC. The Company withdrew the Registration Statement on December 30, 2025, and it does not intend to pursue the public offering contemplated by the Registration Statement.

**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 hereunto duly authorized.

**JET.AI INC.**

By: /s/ George Murnane  
George Murnane

December 30, 2025

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