
**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): November 18, 2020

MARATHON PATENT GROUP, INC.

(Exact Name of Registrant as Specified in Charter)

Nevada
(State or other jurisdiction
of incorporation)

001-36555
(Commission
File Number)

01-0949984
(IRS Employer
Identification No.)

**1180 North Town Center Drive, Suite 100
Las Vegas, NV**

(Address of principal executive offices)

89144
(Zip Code)

Registrant's telephone number, including area code: (800) 804-1690

(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.

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

Title of each class
Common Stock

Trading Symbol(s)
MARA

Name of each exchange on which registered
The Nasdaq Capital Market

7.01 – Regulation FD Disclosure.

On November 18, 2020, the Marathon Patent Group, Inc. (the “Company” or “Registrant”) issued a press release and presentation which update the Company’s financial and operational metrics as of November 2020.

A copy of the press release and presentation are attached hereto as Exhibits 99.1 and 99.2, respectively.

About Marathon Patent Group

Information reported in this Current Report on Form 8-K is limited to the scope of the information reportable under a Current Report on Form 8-K under the rules and regulations of the Commission. Please refer to the additional information concerning the Corporation referenced in the following notices and safe harbor provision for material risks and other uncertainties.

Investor Notice

An investment in the Corporation’s common stock involves a high degree of risk, and an investor should only purchase the Corporation’s securities if he or she can afford to suffer the loss of his or her entire investment. In determining whether to purchase the Corporation’s common stock, an investor should carefully consider all of the material risks described in this Current Report on Form 8-K below, together with the factors described under Item 1A under the heading “Risk Factors” in our most recent Annual Report on Form 10-K for the year ended December 31, 2019, filed with the Securities and Exchange Commission (the “SEC”) on March 24, 2020, as supplemented and updated by subsequent Quarterly Reports on Form 10-Q and Current Reports on Form 8-K, together with the financial or other information contained or incorporated by reference in such reports. In addition to the risks discussed below, other risks not presently known to us or that we currently believe to be immaterial may also adversely affect our business, financial condition and results of operations, perhaps materially. The risks discussed below also include forward-looking statements, and actual results and events may differ substantially from those discussed or highlighted in those forward-looking statements. See also the Section entitled “Forward-Looking Statements” herein.

FORWARD-LOOKING STATEMENTS

This Form 8-K and other reports filed by Registrant from time to time with the Securities and Exchange Commission (collectively, the “Filings”) contain or may contain forward-looking statements and information that are based upon beliefs of, and information currently available to, Registrant’s management as well as estimates and assumptions made by Registrant’s management. When used in the Filings the words “anticipate,” “believe,” “estimate,” “expect,” “future,” “intend,” “plan” or the negative of these terms and similar expressions as they relate to Registrant or Registrant’s management identify forward-looking statements. Such statements reflect the current view of Registrant with respect to future events and are subject to risks, uncertainties, assumptions and other factors relating to Registrant’s industry, Registrant’s operations and results of operations and any businesses that may be acquired by Registrant. Should one or more of these risks or uncertainties materialize, or should the underlying assumptions prove incorrect, actual results may differ significantly from those anticipated, believed, estimated, expected, intended or planned.

Although Registrant believes that the expectations reflected in the forward-looking statements are reasonable, Registrant cannot guarantee future results, levels of activity, performance or achievements. Except as required by applicable law, including the securities laws of the United States, Registrant does not intend to update any of the forward-looking statements to conform these statements to actual results.

Safe Harbor

The information provided in this report may include forward-looking statements relating to future events or the future financial performance of the Corporation. Because such statements are subject to risks and uncertainties, actual results may differ materially from those expressed or implied by such forward-looking statements. Words such as “anticipates,” “plans,” “expects,” “intends,” “will,” “potential,” “hope” and similar expressions are intended to identify forward-looking statements. These forward-looking statements are based upon current expectations of the Corporation and involve assumptions that may never materialize or may prove to be incorrect. Actual results and the timing of events could differ materially from those anticipated in such forward-looking statements as a result of various risks and uncertainties. Detailed information regarding factors that may cause actual results to differ materially from the results expressed or implied by statements in report relating to the Corporation may be found in the Corporation’s periodic filings with the Commission, including the factors described in the sections entitled “Risk Factors”; copies of which may be obtained from the SEC’s website at www.sec.gov. The Corporation does not undertake any obligation to update forward-looking statements contained in this report.

Item 9.01.

(d) Exhibits.

Financial Statements and Exhibits.

Exhibit Number	Description
99.1	<u>Press Release, issued by Marathon Patent Group, Inc. on November 18, 2020 (furnished pursuant to Item 7.01 of this Current Report on Form 8-K).</u> *
99.2	<u>Marathon Patent Group, Inc. Presentation Issued on November 18, 2020 (furnished pursuant to Item 7.01 of this Current Report on Form 8-K).</u> *

*The information contained in this Press Release and Presentation is furnished but not filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended.

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 thereunto duly authorized.

Date: November 18, 2020

MARATHON PATENT GROUP, INC.

By: /s/ Merrick Okamoto

Name: Merrick Okamoto

Title: Chief Executive Officer



Marathon Unveils New Investor Presentation with Updated Financial and Operational Metrics

Investor Presentation Accessible on the Company's [Investor Relations Website](#)

Las Vegas, NV. – November 18, 2020 – **Marathon Patent Group, Inc. (NASDAQ:MARA)** (“Marathon” or “Company”), one of the largest publicly traded Bitcoin self-mining company in North America, has unveiled a new investor presentation, which contains updated financial information as of November 5, 2020. The presentation can be accessed on the Company’s website [here](#).

The presentation’s highlights, which are based on Bitcoin’s seven day average price as of November 17th of approximately \$16,000 and the network’s difficulty rating in mid-November, include, but are not limited to the following:

- Strong balance sheet with \$24.6 million in cash and no debt
- Overview of exclusive partnerships with Beowulf and Bitmain that provide low energy costs and consistent access to the industry’s leading miners
- Insights into the Company’s growth strategy and estimated financial performance once all 23,560 miners are deployed in Q2 2021, including:
 - Potential to produce 15 to 20 Bitcoins per day at an average production cost of \$3,863 per Bitcoin;
 - Potential to generate \$8.8 million in revenue per month and \$6.7 million in gross profit per month;
 - Producing 2.6 EH/S, which will account for approximately 2.0% of the global Bitcoin hashrate.

“Due to the substantial progress we’ve made in the past few months scaling the business and improving our financial position, we thought it was appropriate to disclose more pertinent operational and financial metrics subsequent to publishing our third quarter 2020 results,” said Chief Executive Officer Merrick Okamoto. “We believe our new investor presentation will serve as an excellent educational resource for our current and prospective investors as it fairly represents where our business is today and where we anticipate heading in the coming quarters.”

About Marathon Patent Group

Marathon is a digital asset technology company that mines cryptocurrencies, with a focus on the blockchain ecosystem and the generation of digital assets. For more information, visit www.marathonpg.com.

Disclaimer

This press release is not intended to be and should not be considered as forward-looking statements by the Company. It is impossible to forecast what the price of bitcoin or the hash rate difficulty will be on any specific date, including during July 2021, when all of the Company’s miners are expected to be deployed. This press release is for illustrative purposes only to provide the reader with an estimate of the Company’s potential gross revenue, mining power and hosting costs, which might be attained if all miners were deployed as of a specific date and with certain parameters used, as set forth below. The source of this estimate is the Bitcoin Profit Calculator provided to the Company by ViaBTC, the mining pool that is currently used by the Company. A link to this calculator can be found at https://www.viabtc.com/?lang=en_US. The parameters used were: total hash rate of 128, bitcoin price of \$16,000, power costs of \$0.028/Kwh and a hosting fee of \$0.006/Kwh.



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Forward-Looking Statements

Statements made in this press release include forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. Forward-looking statements can be identified by the use of words such as “may,” “will,” “plan,” “should,” “expect,” “anticipate,” “estimate,” “continue,” or comparable terminology. Such forward-looking statements are inherently subject to certain risks, trends and uncertainties, many of which the Company cannot predict with accuracy and some of which the Company might not even anticipate and involve factors that may cause actual results to differ materially from those projected or suggested. Readers are cautioned not to place undue reliance on these forward-looking statements and are advised to consider the factors listed above together with the additional factors under the heading “Risk Factors” in the Company’s Annual Reports on Form 10-K, as may be supplemented or amended by the Company’s Quarterly Reports on Form 10-Q. The Company assumes no obligation to update or supplement forward-looking statements that become untrue because of subsequent events, new information or otherwise.

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Marathon Patent Group Investor Contact:

Gateway Investor Relations
Matt Glover and Charlie Schumacher
Telephone: 949-574-3860
Email: MARA@gatewayir.com

A presentation slide for Marathon Bitcoin Miner. The background is a dark blue server room with rows of server racks. The Marathon logo, consisting of three vertical bars of increasing height, is in the top left. Below it, the word "MARATHON" is written in white. To the right, the main title "Building America's Leading Enterprise Bitcoin Miner" is displayed in white, with "Enterprise" and "Bitcoin Miner" underlined. In the bottom left, the text "Nasdaq: MARA" and "November 2020" is shown. A thin white vertical line separates the logo area from the title area.


MARATHON

Nasdaq: **MARA**
November 2020

**Building
America's Leading
Enterprise
Bitcoin Miner**



Marathon at-a-glance

Building the largest self-mining operation in North America at one of the lowest energy costs.

Potential to grow monthly revenue from **\$500,000** to **\$8,800,000** by Q2 2021 by...



AGGRESSIVELY INCREASING MINING POWER (probability of earning Bitcoin)



REDUCING bitcoin production costs



ADDING proven, industry experts to the team

*All projections based on BTC price of \$16,000 and difficulty rates as of Nov. 2020



MARATHON

Headquarters: Las Vegas, NV

Mining Facility: Hardin, MT

23,560 miners

representing

2.0% of Global Bitcoin Hashrate

And producing

15 - 20 BTC/Day

Electricity cost: \$0.028/KwH



Owning Bitcoin can feel complicated.

FOR SOME, IT'S IMPRACTICAL.
But many want exposure.

How should I store it?

How is this taxed?

Where can I spend it?

How is this taxed?

What if an exchange is hacked?

Which exchange should I use?

What are private & public keys?

Which wallet should I use?

How do I invest with my retirement account?

How do I exchange it?

What is cold storage?

How do I keep it safe?

What if I lose my keys?

What if I lose my BTC?

What if my fund doesn't let me hold crypto?

How do I insure it?

Exposure to “Digital Gold” is Simple

Just like with physical gold, you can...

**Purchase the
asset itself**



BTC

**Invest in a
producer**
(i.e., miner)



MARATHON

Nasdaq: MARA

**Buy into
an ETF**



**GRAYSCALE
BITCOIN TRUST**

OTC: GBTC

Marathon Creates Opportunities for Alpha

A One Month Case Study

From July 17, 2020 to Aug. 17, 2020*

BTC: Up **34%** from \$9,156 to \$12,283

GBTC: Up **55%** from \$9.54 to \$14.75

MARA: Up **313%** from \$0.90 to \$3.72



*All percentage changes calculated from closing prices
Sources: CapitalIQ and Yahoo Finance

Adoption is Accelerating

"I like bitcoin even more now than I did then. I think we are in the first inning of bitcoin, and it's got a long way to go."
- Paul Tudor Jones, October 2020



2020 Institutional Investors Digital Asset Survey By Fidelity Digital Assets

- 36% of institutional investors surveyed currently invest in digital assets.
- Almost 60% of all investors surveyed have a neutral or positive perception toward digital assets.
- Almost 80% of investors found something appealing about digital assets.

Square, Inc. invests **\$50 Million** in Bitcoin
- October 2020

PayPal launches new service allowing users to **buy, hold, and sell cryptocurrency**, enabling cryptocurrency as a funding source for digital commerce at **its 26 million merchants**
-October 2020

Bitcoin & Traditional Assets ROI (vs USD) as of Nov. 17, 2020

	Bitcoin	Gold	S&P 500
1 year:	+107%	+27%	+16%
2 year:	+214%	+54%	+33%
3 year:	+129%	+45%	+41%
4 year:	+2,290%	+53%	+67%
5 year:	+5,179%	+75%	+77%

Bitcoin, Fla. "Bitcoin's Role as an Alternative Asset." Bitcoin Investment Thesis, Oct. 2020, www.fidelitydigitalassets.com/bin/public/060_www_fidelity.com/documents/FDAG/bitcoin-alternative-investment.pdf. Chiparro, Frank. "Paul Tudor Jones Says He Likes Bitcoin More than Ever, Says 'We Are in the First Inning.'" The Block, 2020, www.theblockcrypto.com/04/02/2020/paul-tudor-jones-bitcoin-investing. Helm, Kevin. "Bitcoin Skipped From Bitcoin Bull: Billion Dollar Company Buys 17K BTC in 74 Hours: News Bitcoin News." Bitcoin News, 20 Sept. 2020, news.bitcoin.com/bitcoin-bull-microstrategy/. Bitcoin, Fla. "THE INSTITUTIONAL INVESTORS DIGITAL ASSET SURVEY." Fidelity Digital Assets, June 2020, www.fidelitydigitalassets.com/en-us.

Marathon's Growth Strategy

IN THEORY

1. Improve Bitcoin production by increasing hashrate
2. Continue to "de-risk" the business by becoming more resilient to potential declines in price of BTC



Power Output

More, powerful miners → increased power (hashrate)
Increased power → higher probability of earning BTC



Costs of BTC Production

Lower costs → higher profits & mitigated risks to business from BTC price fluctuation

IN PRACTICE

1. **New miners** increasing BTC production & revenue

2020 → **Q2 2021**

BTC: 2 / day

Revenue: \$500k / month

BTC: 15-20 / day

Revenue: \$8.8 Million / month

2. **New facility** - opportunity to increase scale **12x** with fixed cost of electricity → more leveraged exposure to Bitcoin

Today → **Potential**

105 Megawatts

@ 2.8 cents / Kw/H

500+ Megawatts

@ 2.8 cents / Kw/H

Mining - The Engine that Fuels the Bitcoin Ecosystem

Mining - A system that adds transactions & provides security to the Bitcoin blockchain; How new bitcoins enter the market

A Miner - a computer designed to solve a mathematical algorithm (i.e., the Bitcoin code)

How it works



Bitcoin transactions are pooled together in a "block" & encrypted by a complex puzzle



Once a block is formed, miners compete to solve the puzzle

Difficult to solve, yet simple to verify (Sudoku)



Once solved, the transactions are "verified" by the network



The new block of verified transactions is attached to a chain of prior blocks, hence "blockchain"



For solving the puzzle, miners are rewarded with Bitcoin

Currently, 6.25 BTC per block / Blocks are solved, on avg., every 10 min.

The Path to Profitable Mining



Power
(hashrate)



Costs of Production

Annual Mining Profitability

$$= \left[\left(\frac{\text{Marathon's hash rate}}{\text{Network hash rate}} \right) \times \left(\frac{\text{Price of BTC}}{\text{Price of BTC}} \right) \times \left(\frac{6.25}{\text{block reward}} \right) \times \left(\frac{525,600}{\text{blocks/year}} \right) \right] - \left[\left(\frac{\text{Price of miners}}{\text{Price of miners}} \right) + \left(\frac{\text{Cost of electricity}}{\text{Cost of electricity}} \right) + \left(\frac{\text{Marathon's corporate expenses}^*}{\text{Marathon's corporate expenses}^*} \right) \right]$$

Marathon Controls

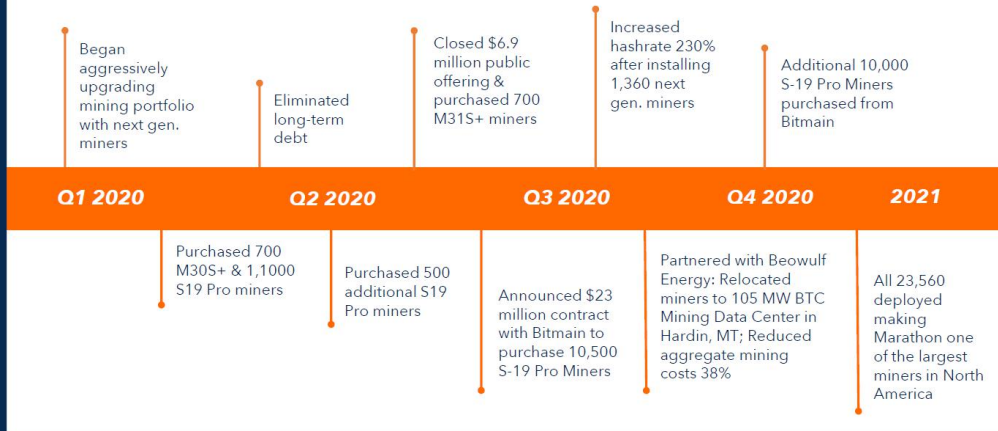
- Its hash rate
- Cost of electricity
- Corporate expenses

Marathon Doesn't Control

- Network hash rate
- Price of BTC
- Block reward & # of blocks/year
- Price of miners

* Rent, employees, public company expense, etc.

History of Expansion & Growth



A KEY COMPETITIVE ADVANTAGE

Consistent Access to Low-Cost Electricity via Beowulf

BEOWULF ENERGY PARTNERSHIP

A Best-in-Class Energy Generation Company

- Developed, constructed, acquired, and operated over **\$5 billion** of power generation and industrial assets
- Current Portfolio: 2.3 gigawatts of energy assets
- Owns 6 million shares in Marathon (skin-in-the-game)

Beowulf provides Marathon with a stable supply of electricity & opportunities for future growth

- 500+ MW earmarked for future blockchain & data center expansion
- Data center can house up to 30,000 S19 miners (3,320 EH/S)

AS A RESULT

Marathon's profitability  & risk 

Electricity costs
decrease to
\$0.028/KwH

Aggregate mining costs for electricity + data center management decrease **38%** to **\$0.034/KwH**

Avg. BTC production cost: **\$3,863/BTC**

Marathon now:

- Owns 100% of data center
- Retains 100% of BTC mining output
- Generates 2.6 EH/S by Q2 2021

A KEY COMPETITIVE ADVANTAGE

Priority Access to the Industry's Premier Miners

● **BITMAIN PARTNERSHIP**

The premier supplier of the industry's most advanced ASIC miners

- Guaranteed, priority access to the industry's top miners decreases risk of supply constraints & creates unique barrier to entry
- Fixed price to hedge against anticipated future price increases

Major Orders to Date

August 2020:

Announced \$23 million contract for 10,500 S-19 Pro miners

October 2020:

Purchased additional 10,000 S-19 Pro miners



Uniquely Positioned for Long-Term Success

Marathon has eliminated obstacles faced by most mining companies

FOR MINING:

- **Scale** is paramount
- **Access to capital** is imperative

Public company structure allows the ability to act opportunistically & scale effectively

Since May 1, 2020, invested over \$72 million:

- \$52 million in most advanced, state-of-the-art BTC miners
- Planning \$19 million buildout for Hardin, MT data center
- Current cash: \$24.6 million (as of Nov. 2020)

PARTNERSHIPS:

BEOWULF ENERGY






Consistent supply of low-cost electricity at a fixed rate from an industry leader with skin-in-the-game decreases risk of price increases (\$0.028/Kwh)

BITMAIN

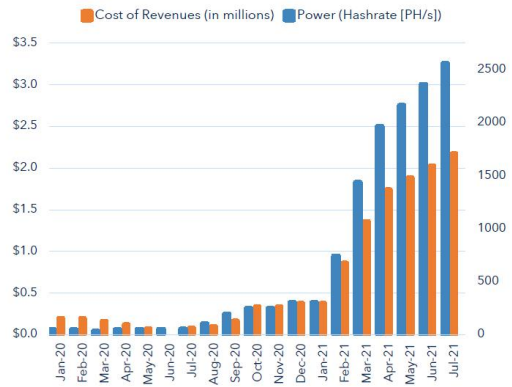
Guaranteed access to the industry's top miners at a fixed price decreases risk of supply constraints & creates hedge against anticipated price increases

Marathon's Mining Portfolio

If all miners were deployed today*...

	23,560 miners producing 2,558/Ph
	2.0% of global bitcoin hashrate
	15-20 Bitcoins per day at an avg. cost of \$3,863/BTC
	\$8.8 million in revenue per month
	\$6.7 million in gross profit per month

*Assuming BTC price of \$16,000 and difficulty rates as of Nov. 2020



Financial Highlights



\$24.8 million in
cash & crypto



On track to produce
15-20 BTC per day



Cash Flow
Positive



Improving
mining margins



\$3,863/BTC
Avg. BTC production cost




No long-term
debt

All figures as of November 2020






Scaling as Bitcoin Appreciates

If all miners were deployed today*, and Bitcoin's price was...






\$14,000/BTC

	23,560 miners producing 2,558/Ph
	2.0% of global bitcoin hashrate
	15-20 Bitcoins per day at an avg. cost of \$3,863/BTC
	\$7.7 million in revenue per month
	\$5.6 million in gross profit per month

\$16,000/BTC

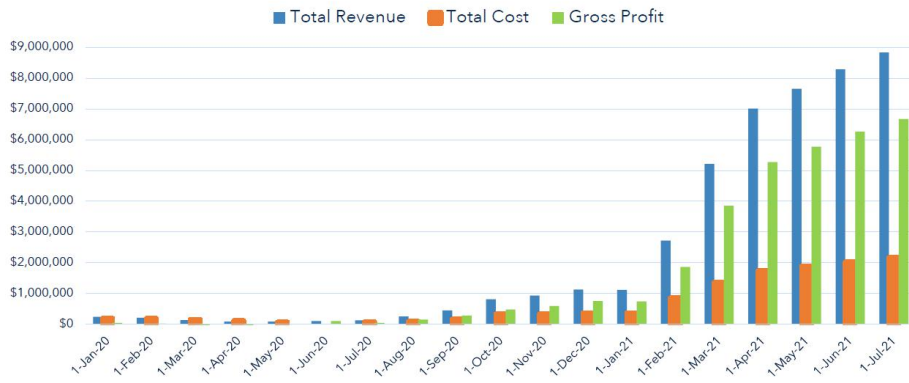
	23,560 miners producing 2,558/Ph
	2.0% of global bitcoin hashrate
	15-20 Bitcoins per day at an avg. cost of \$3,863/BTC
	\$8.8 million in revenue per month
	\$6.7 million in gross profit per month

\$18,000/BTC

	23,560 miners producing 2,558/Ph
	2.0% of global bitcoin hashrate
	15-20 Bitcoins per day at an avg. cost of \$3,863/BTC
	\$9.9 million in revenue per month
	\$7.8 million in gross profit per month

*Assuming difficulty rates as of Nov. 2020

Predictable Revenue Driving Profitability



*Assuming BTC price of \$16,000 and difficulty rate as of Nov. 2020

Unaudited Balance Sheet

\$24,827,962 Cash & Digital Currencies	51,599,792 Shares Outstanding
\$0 LT Debt	861,874 * Management
\$50,841,995 Working Capital	\$56,095,464 Stockholders' Equity

Unaudited balance sheet data as of 11/5/2020;
 Management's shares from CapitalIQ

Summary Balance Sheet

\$ Millions	Nov. 5, 2020
Cash & cash equivalents	\$24.6
Digital currencies	0.2
Deposits	27.1
Prepaid expenses & other current assets	0.5
Total current assets	52.4
Fixed assets	5.4
Total assets	\$57.8
Accounts payable	\$0.8
Total current liabilities	1.5
Long-term lease liability	0.1
Total long-term liabilities	0.2
Total stockholders' equity	56.1
Total liabilities and equity	\$57.8

Key Investment Highlights



2.0% of global
bitcoin hashrate



On track to produce
15-20 BTC/day at avg.
cost of **\$3,863/BTC**



Exclusive partnerships
guarantee low energy
cost & consistent access
to miners



\$24.6 M in Cash
& **\$0** Debt



Growth strategy + low energy cost →
leveraged exposure to BTC upside &
mitigated downside risk



Consistent access to
capital in capital
intensive industry



Contact Us

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Gateway Investor Relations

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Appendix

Safe Harbor Statement

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Proven Leadership with Technical Know-How

Management

Merrick Okamoto
Executive Chairman &
CEO

Jim Crawford
Chief Operating Officer

Simeon Salzman
Chief Financial Officer

Board of Directors

Merrick Okamoto

David Lieberman

Fred Thiel

Michael Berg

S. Michael Rudolph

Glossary of Relevant Terminology



Bitcoin (BTC) - a type of digital currency in which a record of transactions is maintained and new units of currency are generated by the computational solution of mathematical problems, and which operates independently of a central bank; a unit of bitcoin



Blockchain - a system in which a record of transactions made in bitcoin or another cryptocurrency are maintained across several computers that are linked in a peer-to-peer network



Block - a file that contains a "permanent" record of transactions



Mining (BTC) - the processing of transactions in the digital currency system, in which the records of current Bitcoin transactions, known as a blocks, are added to the record of past transactions, known as the block chain



Hash Rate - The Measure of a Miners Performance - # of calculations a miner can perform in 1 second as it works to solve the BTC code



Block Reward - The amount of BTC "awarded/earned" for successfully mining/verifying a block

Average # of BTC mined each day =

$$\begin{aligned} &(\text{Block Reward}) \\ &\times \\ &(\text{6x/hr}) \\ &\times \\ &(\text{24 hrs/day}) \end{aligned}$$

As of May 11, 2020:

$$\begin{aligned} &(\text{6.25 BTC/Block}) \times \\ &(\text{6x/hr}) \times (\text{24 hrs/day}) \\ &= \end{aligned}$$

900 BTC per day on avg.