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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549**

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**FORM 8-K**

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**CURRENT REPORT  
Pursuant to Section 13 or 15(d)  
of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): February 18, 2025**

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**MARA HOLDINGS, INC.**  
(Exact name of Registrant as Specified in Its Charter)

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**Nevada  
(State or Other Jurisdiction  
of Incorporation)**

**001-36555  
(Commission  
File Number)**

**01-0949984  
(IRS Employer  
Identification No.)**

**101 NE Third Avenue, Suite 1200  
Fort Lauderdale, FL 33301  
(Address of principal executive offices and zip code)**

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

**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))

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

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock	MARA	The Nasdaq Capital Market

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.

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**Item 7.01. Regulation FD Disclosure.**

On February 18, 2025, MARA Holdings, Inc. (the “Company”) issued a press release announcing that it has closed its previously announced acquisition of a wind farm in Hansford County, Texas, with 240 megawatts of interconnection capacity and 114 megawatts of nameplate wind capacity. A copy of the press release is furnished as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated into this Item 7.01 by reference.

The information contained in Exhibit 99.1 hereto shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as expressly set forth by specific reference in such filing.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits

<b>Exhibit No.</b>	<b>Description</b>
99.1	<a href="#">Press release dated February 18, 2025</a>
104	Cover Page Interactive Data File (embedded within the inline XBRL document)

**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.

**MARA HOLDINGS, INC.**

Date: February 18, 2025

By: /s/ Zabi Nowaid

Name: Zabi Nowaid

Title: General Counsel and Corporate Secretary

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### MARA Holdings Announces Closing of Texas Wind Farm Acquisition

**Fort Lauderdale, FL, February 18, 2025** – [MARA Holdings, Inc.](#) (NASDAQ: MARA) (“MARA” or the “Company”), a global leader in leveraging digital asset compute to support the energy transformation, has closed its [previously announced acquisition](#) of a wind farm in Hansford County, Texas, with 240 megawatts of interconnection capacity and 114 megawatts of nameplate wind capacity.

The site will utilize last-generation ASIC mining hardware that would have otherwise been written off or sold into the secondary market. By repurposing machines and energizing them with 100% renewable, zero-marginal energy cost, MARA is leveraging renewable resources that would have otherwise been curtailed, reducing bitcoin production costs through vertical integration, and demonstrating the commitment to environmental stewardship.

“The closing of this acquisition represents a significant milestone in MARA’s ongoing transformation as we expand our asset base, following our strategic shift from an asset-light to an asset-heavy business model,” said Fred Thiel, MARA’s chairman and CEO. “With this added renewable energy asset, MARA now owns and operates 136 megawatts of generating capacity, strengthening our position across the entire energy generation and bitcoin mining process. This acquisition not only extends the economic life of our ASIC miners, but also drives reduction in operational costs, bringing us closer to achieving near net-zero operating costs. We are proud to revitalize this renewable energy asset, further underscoring our commitment to sustainability and long-term value creation.”

#### About MARA

MARA (NASDAQ: MARA) is a global leader in digital asset compute that develops and deploys innovative technologies to build a more sustainable and inclusive future. MARA secures the world’s preeminent blockchain ledger and supports the energy transformation by converting clean, stranded, or otherwise underutilized energy into economic value.

For more information, visit [www.mara.com](http://www.mara.com), or follow us on:

Twitter: [@MARAHoldings](#)

LinkedIn: [www.linkedin.com/company/maraholdings](http://www.linkedin.com/company/maraholdings)

Facebook: [www.facebook.com/MARAHoldings](http://www.facebook.com/MARAHoldings)

Instagram: [@maraholdingsinc](#)

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