

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 6-K

REPORT OF FOREIGN PRIVATE ISSUER PURSUANT TO RULE 13a-16
OR 15d-16 UNDER THE U.S. SECURITIES EXCHANGE ACT OF 1934

For the month of November 2021

Commission File Number: 001-39693

Triterras, Inc.
(Name of registrant)

9 Raffles Place, #23-04 Republic Plaza
Singapore 048619
(Address of principal executive office)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

Press Releases.

On November 1, 2021, Triterras, Inc. ("Triterras") issued a press release providing an update on the independent audit of the Company's financial statements for the fiscal year ended February 28, 2021 (the "Audit"). A copy of this press release is attached to this Form 6-K as Exhibit 99.1.

On November 4, 2021, Triterras issued another press release announcing that the Nasdaq Stock Market granted Triterras a further extension to file its Annual Report on Form 20-F for the fiscal year ended February 28, 2021 ("2021 Annual Report") with the U.S. Securities and Exchange Commission (the "SEC") in order to regain compliance with the Nasdaq Listing Rules through December 1, 2021. A copy of this press release is attached to this Form 6-K as Exhibit 99.2.

CAUTIONARY STATEMENT REGARDING FORWARD-LOOKING STATEMENTS

This Form 6-K includes "forward-looking statements" within the meaning of the "safe harbor" provisions of the Private Securities Litigation Reform Act of 1995. Triterras' actual results may differ from their expectations, estimates and projections and consequently, you should not rely on these forward-looking statements as predictions of future events. Words such as "expect," "estimate," "project," "budget," "forecast," "anticipate," "intend," "plan," "may," "will," "could," "should," "believe," "hope," "predict," "potential," "continue," and similar expressions are intended to identify such forward-looking statements. These forward-looking statements include Triterras' expectations with respect to future performance as well as timing of completion of the Audit and filing of its 2021 Annual Report with the SEC. These forward-looking statements involve significant risks and uncertainties that could cause the actual results to differ materially from the expected results. Most of these factors are outside Triterras' control and are difficult to predict. Factors that may cause such differences include but are not limited to the completion of the Audit, as well as the risks and uncertainties related to the risks set forth under "Risk Factors" in Triterras' Form 20-F (SEC File No. 001-39693) filed with the SEC on November 16, 2020 and in Triterras' other filings with the SEC. Triterras cautions that the foregoing list of factors is not exclusive. There can be no assurance that the Audit will be completed sufficiently in advance of December 1, 2021 to enable Triterras to complete and file the 2021 Annual Report by this deadline, or that Triterras will be able to regain compliance with the Nasdaq Listing Rules within the extension period granted by Nasdaq. Triterras cautions readers not to place undue reliance upon any forward-looking statements, which speak only as of the date made. Triterras does not undertake or accept any obligation or undertaking to release publicly any updates or revisions to any forward-looking statements to reflect any change in its expectations or any change in events, conditions, or circumstances on which any such statement is based.

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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.

TRITERRAS, INC.

Date: November 5, 2021

By: /s/ Srinivas Koneru

Name: Srinivas Koneru

Title: Executive Chairman and Chief Executive Officer

Exhibit No.	Description
99.1	Press Release: Triterras Provides Update on Independent Audit of Financials for Fiscal Year Ended February 28, 2021
99.2	Press Release: Triterras Granted Further Extension by Nasdaq to File 2021 Annual Report



Triterras Provides Update on Independent Audit of Financials for Fiscal Year Ended February 28, 2021

Singapore, November 1, 2021 – Triterras Inc. (NasdaqGM: TRIT, TRITW) (“Triterras” or the “Company”), a leading fintech company focused on trade and trade finance, today is providing an update on the independent audit of its financial statements for the fiscal year ended February 28, 2021 (the “Audit”).

The Company encountered an unanticipated delay in the finalization of the Audit, which resulted in Triterras not meeting Nasdaq’s November 1, 2021 deadline to file its Annual Report on Form 20-F with the U.S. Securities and Exchange Commission.

The Company has submitted a Supplemental Letter requesting an extension to file to December 1, 2021 and is awaiting Nasdaq’s decision on the request for extension. Triterras plans to make a public announcement via press release immediately upon learning of the Nasdaq decision. The Company cannot offer any assurances that Nasdaq will permit an extension but is hopeful that the request will be granted. If Nasdaq does not accept the Company’s extension request, then the Company would have the opportunity to appeal that decision to a Nasdaq hearings panel.

Nasdaq had previously granted the Company an extension to November 1, 2021 to regain compliance with Nasdaq Listing Rule 5250(c)(1) by filing its Annual Report on Form 20-F with the U.S. Securities and Exchange Commission.

Upon completion of the Audit, the Company plans to announce results via press release for the fiscal year ended February 28, 2021 and also host an earnings conference call to discuss results and provide a business update.

About Triterras

Triterras is a leading fintech company focused on trade and trade finance. It launched and operates Kratos™—one of the world’s largest trading and trade finance platforms that connects and enables commodity traders to trade and source capital from lenders directly online. For more information, please visit triterras.com or email us at contact@triterras.com.

Forward Looking Statements

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Triterras Granted Further Extension by Nasdaq to File 2021 Annual Report

Singapore, November 4, 2021 – Triterras Inc. (NasdaqGM: TRIT, TRITW) (“Triterras” or the “Company”), a leading fintech company focused on trade and trade finance, today announced that the Company received notice from the Listing Qualifications Department of the NASDAQ Stock Market (“Nasdaq”) that the Company’s request for a further extension to regain compliance with the Nasdaq Listing Rules has been granted. As a result of the further extension, the Company will have until December 1, 2021 to file its Annual Report on Form 20-F for the fiscal year ended February 28, 2021 (the “2021 Annual Report”) with the U.S. Securities and Exchange Commission (the “SEC”) in order to regain compliance with Nasdaq Listing Rules.

As previously disclosed, Triterras is not in compliance with Nasdaq Listing Rule 5250(c)(1) because it did not timely file its 2021 Annual Report with the SEC. Nasdaq Listing Rule 5250(c)(1) requires listed companies to timely file all required periodic financial reports with the SEC.

The Company currently expects that the independent audit of its financial statements for the fiscal year ended February 28, 2021 will be completed and that it will be able to file its 2021 Annual Report with the SEC on or before the December 1, 2021 deadline, subject to the Forward Looking Statements and Risk Factors cited below.

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Forward Looking Statements

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