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

FORM 6-K/A

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

For the month of January 2024

Commission File Number: 001- 41426

**Nano Labs Ltd**

(Exact name of registrant as specified in its charter)

30th Floor, Dikaiyinzuo  
No. 29, East Jiefang Road,  
Hangzhou, Zhejiang  
People's Republic of China  
(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

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## EXPLANATORY NOTE

This Form 6-K/A of Nano Labs Ltd (the “Company”) amends the Company’s report on [Form 6-K](#) filed with the U.S. Securities and Exchange Commission (the “SEC”) on January 25, 2024, which contains the Company’s announcement of results of its extraordinary general meeting of shareholders to implement a share consolidation to its ordinary shares (the “Press Release”), in order to supplement the effective date of the share consolidation on January 31, 2024. The change is contained in the updated press release, attached hereto as Exhibit 99.1 and shall replace and supersede the previously furnished Press Release.

**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.

**Nano Labs Ltd**

Date: January 31, 2024

By: /s/ Jianping Kong

Name: Jianping Kong

Title: Chairman and Chief Executive Officer

EXHIBIT INDEX

**Exhibit No.** **Description**

Exhibit 99.1 [Press Release](#)

**/CORRECTION -- Nano Labs Ltd/**

In the news release, Nano Labs Announces Results of Extraordinary General Meeting of Shareholders, issued Jan-25-2024 by Nano Labs Ltd over PR Newswire, we are advised by the company that the final paragraph should be “The Share Consolidation will be effective from 5 P.M. on January 31, 2024, Eastern time.” This was inadvertently omitted in the original distribution. The complete, corrected release follows:

**Nano Labs Announces Results of Extraordinary General Meeting of Shareholders**

HANGZHOU, China, Jan 30, 2024 /PRNewswire/ – Nano Labs Ltd (Nasdaq: NA) (“we,” “the Company,” or “Nano Labs”), a leading fabless integrated circuit design company and product solution provider in China, announced today the results of the Company’s Extraordinary General Meeting (“EGM”) held on 10 A.M. on January 25, 2024, Beijing time (9 P.M. on January 24, 2024, U.S. Eastern time). The proposals submitted for shareholder approval at the EGM have been approved. Specifically, the shareholders have passed resolutions:

(1) to effect a share consolidation of two shares with a par value of US\$0.0001 each in the Company’s issued and unissued share capital be and are hereby consolidated into one share with a par value of US\$0.0002 (the “Share Consolidation”), so that the authorized share capital of the Company is US\$50,000 divided into 250,000,000 ordinary shares of par value of US\$0.0002 each, comprising (i) 121,410,923 Class A ordinary shares of par value of US\$0.0002 each, (ii) 28,589,078 Class B ordinary shares of par value of US\$0.0002 each and (iii) 99,999,999 shares of a par value of US\$0.0002 each of such class or classes (however designated) as the board of directors of the Company may determine in accordance with the Company’s New M&A (as defined below).

(2) to amend the Company’s memorandum and articles of association currently in effect to reflect the Share Consolidation (after the amendment, the “New M&A”).

The Share Consolidation will be effective from 5 P.M. on January 31, 2024, Eastern time.

**About Nano Labs Ltd**

Nano Labs Ltd is a leading fabless integrated circuit (“IC”) design company and product solution provider in China. Nano Labs is committed to the development of high throughput computing (“HTC”) chips, high performance computing (“HPC”) chips, distributed computing and storage solutions, smart network interface cards (“NICs”) vision computing chips and distributed rendering. Nano Labs has built a comprehensive flow processing unit (“FPU”) architecture which offers solution that integrates the features of both HTC and HPC. Nano Lab’s Cuckoo series are one of the first near-memory HTC chips available in the market with a maximum bandwidth of approximately 2.27 Tbps, as well as one of the first movers of the ASIC-based Grin mining market \*. For more information, please visit the Company’s website at: <https://ir.nano.cn/>.

\*According to an industry report prepared by Frost & Sullivan.

**For investor inquiries, please contact:****Nano Labs Ltd**

ir@nano.cn

**Ascent Investor Relations LLC**

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