

Item 1.01 Entry into a Material Definitive Agreement.

Entry into Redemption Agreement

On August 10, 2017, the Company entered into a Redemption Agreement with the holder of certain Preferred Stock.

Terms of the Agreement

The Company agrees to redeem \$700,000 face value of Series J-1 Preferred Stock plus accrued dividends of \$55,305.55 by issuing 500 million shares of common stock and a warrant to purchase 250 million shares of common stock.

Description of the Warrants

The warrant entitles the holder of the warrant to purchase, in the aggregate, up to 250,000,000 shares of the Company's common stock. The warrants will be exercisable, at a fixed exercise price of \$0.003, on the issuance date through the first anniversary of the issuance date.

The Warrant may not be exercised if, after giving effect to the exercise, the holder of the Warrant, together with its affiliates, would beneficially own in excess of 9.99% of the outstanding shares of common stock.

Item 2.03 Creation of a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement of a Registrant.

The information contained in Item 1.01 of this Current Report on Form 8-K is incorporated herein by reference.

Item 3.02 Unregistered Sales of Equity Securities.

All of the securities described in this Current Report on Form 8-K were or will be offered and sold in reliance upon exemptions from registration pursuant to Section 3(a)(9) and 4(a)(2) under the Securities Act of 1933, as amended ("Securities Act"), and Rule 506 of Regulation D promulgated thereunder. The offering was made to "accredited investors" (as defined by Rule 501 under the Securities Act).

Item 9.01 Financial Statements and Exhibits.

(d) The following exhibits are filed with this report:

| Exhibit Number | Description |
|----------------|-----------------|
| 10.1 | Form of Warrant |

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.

ASCENT SOLAR
TECHNOLOGIES,
INC.

August
11, By:
2017

/s/ Victor
Lee

Name:
Victor Lee
Title:
Chief
Executive
Officer