

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): August 23, 2024

GD Culture Group Limited
(Exact name of Company as specified in charter)

Nevada
(State or other jurisdiction
of incorporation)

001-37513
(Commission File No.)

47-3709051
(IRS Employer
Identification No.)

22F - 810 Seventh Avenue,
New York, NY 10019
(Address of Principal Executive Offices) (Zip code)

+1-347- 2590292
(Company's Telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the Company under any of the following provisions (see General Instruction A.2. below):

- 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	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, par value \$0.0001	GDC	Nasdaq Capital Market

Item 7.01 Regulation FD Disclosure.

On August 23, 2024, GD Culture Group Limited (the “Company”) issued a press release entitled “GDC announces SyncWaveX: Redefining Video Production with Direct Audio-to-Video AI Technology”. A copy of the press release is furnished herewith as Exhibit 99.1.

On August 21, 2024, the Company also issued a press release entitled “GDC Launches TikTok Account to Share Latest AI-Related News and Trends”. A copy of the press release is furnished herewith as Exhibit 99.2.

The information in this Item 7.01 of this Form 8-K is being furnished and shall not be deemed “filed” for the purposes of Section 18 of the Securities Exchange Act of 1934, or otherwise subject to the liabilities of that section. The information in this Item 7.01 of this Form 8-K also shall not be deemed to be incorporated by reference into any filing under the Act or the Securities Exchange Act of 1934, except to the extent that we specifically incorporate it by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit No.	Description
99.1	Press Release – GDC announces SyncWaveX: Redefining Video Production with Direct Audio-to-Video AI Technology
99.2	Press Release – GDC Launches TikTok Account to Share Latest AI-Related News and Trends
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.

GD Culture Group Limited

Date: August 23, 2024

By: /s/ Xiaojian Wang

Name: Xiaojian Wang

Title: Chief Executive Officer, President and
Chairman of the Board of Directors

GDC Announces SyncWaveX: Redefining Video Production with Direct Audio-to-Video AI Technology

NEW YORK, Aug. 23, 2024 (GLOBE NEWSWIRE) -- GD Culture Group Limited (“GDC” or the “Company”) (Nasdaq: GDC), and its subsidiary, AI Catalysis Corp. (“AI Catalysis”), today announced the launch of SyncWaveX on August 23, 2024, a groundbreaking web-based AI application under its software brand AI Box. SyncWaveX is set to revolutionize the way videos are created by automatically syncing lip and facial movements with audio, enabling ultra-realistic videos with unmatched ease. The launch of SyncWaveX highlights the Company’s dedication to AI-driven innovation and empowers creators and influencers to thrive in the digital realm.

SyncWaveX employs a direct audio-to-video synthesis approach, which generates or modifies video content based on an input audio stream, bypassing the need for traditional 3D modeling or facial landmark methods, which involves creating a three-dimensional representation of a face, which can be animated to reflect various expressions and movements. This innovative technique allows the tool to quickly and accurately generate videos that perfectly match the audio input, providing a seamless and natural viewing experience. Additionally, SyncWaveX integrates cutting-edge voice synthesis and speech recognition technologies. By training the model on an individual’s vocal characteristics, SyncWaveX can synthesize new speech that closely resembles the original speaker, adding a new dimension of realism and personalization to video content.

With SyncWaveX, users can create an unlimited number of videos from a single video template within minutes and in just a few clicks. A key feature of SyncWaveX is its advanced facial recognition technology, which can detect faces in videos or images with precision. That tool meticulously captures the full range of an individual’s facial motion—including eyebrows, cheeks, nose, and lips—ensuring that every video generated is lifelike and accurate.

The centerpiece of SyncWaveX is its advanced lip-sync technology, which seamlessly matches lip movements to different audio inputs. This ensures that the final video aligns with the sounds coming from the user’s mouth with flawless precision, creating a natural and immersive viewing experience.

Beyond its primary function, SyncWaveX has the potential to be a transformative tool in various fields. The Company envisions its use in campaign ad creation, translation services, and even as a powerful tool to assist individuals who have lost the ability to speak. The editing interface is powerful yet intuitive, allowing even first-time video editors to create engaging and powerful content.

During its pre-launch stage, SyncWaveX has already made waves, with over 10,000 videos created by the user community. Early adopters have shared their experiences with SyncWaveX, noting the ease of creating social clips with perfect lip sync, saving time and effort, resulting in a growing social media presence with more engaged followers and brand deals.

“Our software enables users to transform their uploaded videos and audio into customized AI digital human models,” said Mr. Xiaojian Wang, Chairman and Chief Executive Officer of the Company. “With SyncWaveX, we’re not just introducing a new tool; we’re paving the way for a future where everyone can have a digital replica of themselves with unlimited possibilities. Our technology facilitates the creation of ultra-realistic videos by seamlessly syncing facial movements with audio, all without the need for complex 3D models. This, combined with customizable voice synthesis and speech recognition, unlocks limitless possibilities for personalization and innovation.”

Learn more and get started by visiting the company’s website at <https://aicatalysis.com/syncwavex/>.

About GD Culture Group Limited

GD Culture Group Limited (the “Company”) (Nasdaq: GDC), is a Nevada company currently conducting business mainly through its subsidiaries, AI Catalysis Corp. (“AI Catalysis”) and Shanghai Xianzhui Technology Co, Ltd. The company plans to enter the livestreaming market with focus on e-commerce and livestreaming interactive games through its wholly owned U.S. subsidiary, AI Catalysis, a Nevada corporation incorporated in May 2023. The Company’s main businesses include AI-driven digital human technology, live-streaming e-commerce business and live streaming interactive game. For more information, please visit the Company’s website at <https://www.gdculturegroup.com/>.

Forward-Looking Statements

This announcement contains forward-looking statements within the meaning of the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. All statements other than statements of historical fact in this announcement are forward-looking statements. These forward-looking statements involve known and unknown risks and uncertainties and are based on current expectations and projections about future events and financial trends that the Company believes may affect its financial condition, results of operations, business strategy and financial needs. Investors can identify these forward-looking statements by words or phrases such as “may,” “will,” “expect,” “anticipate,” “aim,” “estimate,” “intend,” “plan,” “believe,” “potential,” “continue,” “is/are likely to” or other similar expressions. The Company undertakes no obligation to update forward-looking statements to reflect subsequent occurring events or circumstances, or changes in its expectations, except as may be required by law. Although the Company believes that the expectations expressed in these forward-looking statements are reasonable, it cannot assure you that such expectations will turn out to be correct, and the Company cautions investors that actual results may differ materially from the anticipated results.

For investor and media inquiries, please contact:

Ascent Investor Relations LLC

Tina Xiao

Phone: +1-646-932-7242

Email: investors@ascent-ir.com

GDC Launches TikTok Account to Share Latest AI-Related News and Trends

NEW YORK, August 21, 2024 (GLOBE NEWSWIRE) -- GD Culture Group Limited (“GDC” or the “Company”) (Nasdaq: GDC), along with its subsidiary, AI Catalysis Corp. (“AI Catalysis”), announced today the launch of its TikTok account, @streamlineainews. This account is dedicated to disseminating the most current updates, insights, and trends in the world of artificial intelligence. It serves as both an educational and entertainment hub for those keen on staying informed in the swiftly evolving Artificial Intelligence (“AI”) landscape.

As AI is transforming industries and integrating into daily life, the demand for accessible and engaging content about this technology is at an all-time high and growing further. Recognizing and enthusiastic about this attractive trend, GDC is leveraging TikTok’s short-form video format to break down and simplify complex AI topics into easily digestible content. The account will feature a mix of explainer videos, trend analyses, news highlights, and even behind-the-scenes looks at the latest AI innovations.

“Our goal is to demystify AI and make this powerful technology more approachable for everyone,” said Mr. Xiaojian Wang, Chairman and Chief Executive Officer of the Company. “By using TikTok, we can reach a broader audience and engage more into meaningful and inspiring conversations about AI, from industry veterans to curious beginners.”

Content on the account will be regularly updated, covering everything from breakthroughs in machine learning to the latest AI applications and tools, along with real-world case studies showcasing AI in action. As the Company persists in innovating and advancing in the AI domain, this new TikTok channel will play a vital role in sharing knowledge and fostering community.

For more information, follow @streamlineainews on TikTok or visit the channel directly at <https://www.tiktok.com/@streamlineainews>.

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