
**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): March 30, 2016

QUANTUM MATERIALS CORP.

(Exact name of registrant as specified in its charter)

Nevada

(state or other jurisdiction
of incorporation)

000-52956

(Commission
File Number)

20-8195578

(IRS Employer
Identification Number)

**3055 Hunter Road
San Marcos, TX**

(address of principal executive offices)

78666

(zip code)

214-701-8779

(registrant's telephone number, including area code)

(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 (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))
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Item 7.01 Regulation FD Disclosure.

Quantum Materials Corp. (the “Company”) is conducting a private placement of up to 2,000 Units, each Unit consisting of \$1,000 Unsecured Convertible Promissory Notes (each, a “Note”) and a warrant to purchase 4,166 shares of the Company’s common stock, par value \$0.001 per share (the “Common Stock”) at a purchase price of \$0.15 per share (each, a “Warrant”) for five years. The Notes have a maturity of two years from the date of issuance, bear interest at the rate of 6% per annum and are convertible into shares of Common Stock at \$0.12 per-share, subject to adjustment.

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.

Dated: March 31, 2016

QUANTUM MATERIALS CORP.

/s/ Stephen Squires

STEPHEN SQUIRES

Chief Executive Officer
