# As filed with the Securities and Exchange Commission on December 9, 2022 Registration No. 333-236027 Registration No. 333-257546

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

POST-EFFECTIVE AMENDMENT NO. 1 TO FORM S-8

**REGISTRATION STATEMENT NO. 333-236027** 

**REGISTRATION STATEMENT NO. 333-257546** 

REGISTRATION STATEMENT UNDER THE SECURITIES ACT OF 1933

# **ECMOHO Limited**

(Exact name of registrant as specified in its charter)

Not Applicable (Translation of registrant's name into English)

Cayman IslandsNot Applicable(State or other jurisdiction of incorporation or organization)(I.R.S. EmployerIdentification Number)

5th Floor, 909 Tianyaoqiao Road Xuhui District
Shanghai, 200030
The People's Republic of China
+86-21-5456-5223
(Address and telephone number of registrant's principal executive offices)

2018 Omnibus Incentive Plan 2021 Omnibus Incentive Plan (Full title of the plan)

Cogency Global Inc.
122 East 42nd Street, 18th Floor
New York, NY 10168
(800) 221-0102
(Name, address and telephone number of agent for service)

Copies to:

Leo Zeng
Chief Financial Officer ECMOHO Limited
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5	ge accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company or an rge accelerated filer," "smaller reporting company" and "emerging growth company" in Rule 12b-2 of
Large accelerated filer $\square$ Non-accelerated filer $\boxtimes$	Accelerated filer □ Smaller reporting company □ Emerging growth company ⊠
If an emerging growth company, indicate by check m or revised financial accounting standards provided pu	hark if the registrant has elected not to use the extended transition period for complying with any new arsuant to Section $7(a)(2)(B)$ of the Securities Act. $\Box$

#### DEREGISTRATION OF UNSOLD SECURITIES

ECMOHO Limited (the "Registrant") is filing this Post-Effective Amendment No.1 to each of the following Registration Statements on Form S-8 (collectively, the "Registration Statements") to terminate all offerings under such Registration Statements and deregister any and all securities that remain unsold pursuant to the Registration Statements:

- 1. Registration Statement No. 333-236027, filed with the Securities and Exchange Commission (the "SEC") on January 23, 2020, registering the offer and sale of the Registrant's Class A ordinary shares, par value \$0.00001 per share, issuable pursuant to the 2018 Omnibus Incentive Plan.
- 2. Registration Statement No. 333-257546, filed with the SEC on June 30, 2021, registering the offer and sale of the Registrant's Class A ordinary shares, par value \$0.00001 per share, issuable pursuant to the 2021 Omnibus Incentive Plan.

On October 27, 2022, the Registrant's American Depositary Shares and its underlying Class A ordinary shares were delisted from the Nasdaq Stock Market. Following the delisting from the Nasdaq Stock Market, the Registrant intends to deregister and terminate its reporting obligations under the Securities and Exchange Act of 1934, as amended. In connection with the delisting, the Registrant has terminated any offerings of securities pursuant to the Registration Statements. In accordance with the undertakings made by the Registrant in the Registration Statements to remove from registration by means of a post-effective amendment any of the securities that had been registered which remain unsold at the termination of the offering, the Registrant hereby removes from registration any securities of the Registrant registered but unsold under the Registration Statements as of the date hereof.

## **SIGNATURES**

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused the Post-Effective Amendments No.1 to the each of the Registration Statements to be signed on its behalf by the undersigned, thereunto duly authorized, in Shanghai, China, on December 9, 2022

## ECMOHO LIMITED

By: /s/ Zoe Wang

Name: Zoe Wang

Title: Chairwoman and Chief Executive Officer

No other person is required to sign this Post-Effective Amendment in reliance upon Rule 478 under the Securities Act of 1933, as amended.

#### SIGNATURE OF AUTHORIZED REPRESENTATIVE OF THE REGISTRANT

Pursuant to the Securities Act of 1933, as amended, the undersigned, the duly authorized representative in the United States of ECMOHO Limited, has signed this Post-Effective Amendment No. 1 to each of the Registration Statements in New York, United States of America on December 9, 2022.

Authorized U.S. Representative Cogency Global Inc.

By: /s/ Colleen A. De Vries

Name: Colleen A. De Vries

Title: Sr. Vice President on behalf of Cogency Global Inc.

No other person is required to sign this Post-Effective Amendment in reliance upon Rule 478 under the Securities Act of 1933, as amended.