

**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): October 27, 2022

Faraday Future Intelligent Electric Inc.
(Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation)	001-39395 (Commission File Number)	84-4720320 (I.R.S. Employer Identification No.)
18455 S. Figueroa Street Gardena, CA (Address of principal executive offices)		90248 (Zip Code)

(424) 276-7616
(Registrant's telephone number, including area code)

Not Applicable
(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:

- 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))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Class A common stock, par value \$0.0001 per share	FFIE	The Nasdaq Stock Market LLC
Redeemable warrants, exercisable for shares of Class A common stock at an exercise price of \$11.50 per share	FFIEW	The Nasdaq Stock Market LLC

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.

Item 4.01. Changes in Registrant's Certifying Accountant.

On October 28, 2022, Faraday Future Intelligent Electric Inc. (NASDAQ: FFIE) ("FF" or the "Company"), with the approval of the Board of Directors of the Company (the "Board"), appointed Mazars USA LLP ("Mazars") to serve as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2022.

Mazars succeeds PricewaterhouseCoopers LLP ("PwC"), which stepped down as the Company's independent registered accounting firm as of August 23, 2022. PwC's decision that it was declining to seek re-appointment and related matters were previously reported in a Current Report on Form 8-K filed by the Company with the Securities and Exchange Commission (the "SEC") on August 29, 2022, which is incorporated herein by reference.

Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

a. Appointment of New Director

On October 27, 2022, the Board approved a resolution increasing the size of the Board from seven to eight members and appointed Chad Chen to serve as a member of the Company's Board effective October 27, 2022. In connection with his appointment to the Board, Mr. Chen is expected to enter into the Company's standard form of indemnification agreement.

Mr. Chad Chen was appointed to the Board pursuant to an amendment dated October 22, 2022 (the "FF Top Voting Agreement Amendment") to the Letter Agreement Regarding Advanced Approval, dated as of September 23, 2022, between the Company and FF Top. The FF Top Voting Agreement Amendment is described in more detail in the Company's Current Report on Form 8-K filed with the SEC on October 25, 2022. Mr. Chen is a partner with the law firm of Yoka | Smith, LLP ("Yoka Smith"), where he has practiced since 2012. He represents national and multinational clients in both litigation and non-litigation matters. Mr. Chen's litigation practice includes representing corporate clients in commercial and business disputes, product liability defense, and class action defense. His non-litigation practice encompasses contract management, counseling on business transactions and serving as outside general counsel in dealing with local, state, and federal agencies, including the U.S. Department of the Treasury, the U.S. Department of Commerce, United States International Trade Commission, and various tax authorities. Prior to joining Yoka Smith, Mr. Chen worked in-house at an alternative energy company and was an associate with Collins + Collins, LLP (formerly Collins Collins, Muir + Stewart LLP). He received his Juris Doctor degree from Southwestern Law School in Los Angeles, California and his Bachelor of Arts in Economics and Political Science from the University of California, Irvine.

Mr. Chen will receive compensation for his service as a non-employee director, as described under the heading "*Executive and Director Compensation - Non-Employee Director Compensation Policy*" in the Company's Registration Statement on Form S-1/A filed with the SEC on October 7, 2022.

Except as described above, there are no other arrangements or understandings pursuant to which Mr. Chen was selected as a director, and Mr. Chen has no direct or indirect material interest in any transaction required to be disclosed pursuant to Item 404(a) of Regulation S-K.

a. Resignation of Director

On October 28, 2022, Brian Krolicki, an independent director of the Company provided notice of his intent to resign, effective immediately, as a member of the Board and from all other positions that he holds at the Company and its subsidiaries. In resigning, Mr. Krolicki reserved all rights, including but not limited to those rights set forth in (a) the organizational documents of the Company and any affiliate of the Company and (b) that certain Mutual Release, dated as of September 23, 2022, by and among (i) FFGP, (ii) controlled affiliates of FFGP, (iii) the executive committee members of FFGP, (iv) FF Top, (v) the Company, (vi) controlled affiliates of the Company, (vii) and the Directors (each as defined therein), including without limitation, Mr. Krolicki's right to, and other Obligation of the Non-Director Parties (as defined therein) to deliver to Mr. Krolicki, the supplemental release concurrently with Mr. Krolicki's resignation that is required under paragraph 11 thereof.

Item 7.01. Regulation FD Disclosure.

A copy of the Company's press release announcing the appointment of Mazars as described in Item 4.01 is being furnished as Exhibit 99.1 to this Current Report on Form 8-K.

The information in this Item 7.01, including Exhibit 99.1 shall not be deemed “filed” for purposes of Section 18 of the Exchange Act, or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act or the Exchange Act, except as expressly set forth by specific reference in such a filing.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits. The following exhibits are filed with this Current Report on Form 8-K:

No.	Description of Exhibits
10.1	Press Release dated October 31, 2022.
104	Cover Page Interactive Data File (embedded within the Inline XBRL document).

SIGNATURE

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.

FARADAY FUTURE INTELLIGENT ELECTRIC INC.

Date: October 31, 2022

By: /s/ Yun Han

Name: Yun Han

Title: Interim Chief Financial Officer

Faraday Future Announces Appointment of New Independent Auditor

- Mazars USA LLP Appointed as Independent Registered Public Accounting Firm -

Gardena, CA--(BUSINESS WIRE) --October 31, 2022-- Faraday Future Intelligent Electric Inc. ("Faraday Future" or the "Company") (NASDAQ: FFIE), a California-based global shared intelligent electric mobility ecosystem company, today announced the appointment of Mazars USA LLP ("Mazars") as its independent auditor. Mazars succeeds PricewaterhouseCoopers LLP, which was the Company's independent registered public accounting firm until August 23, 2022.

Mazars USA LLP is an independent member firm of Mazars Group, an international audit, tax, and advisory organization operating in over 90 countries. The appointment is effective October 28, 2022, and the appointment of Mazars is expected to be submitted for stockholder ratification at the next stockholder meeting.

"I am pleased to welcome Mazars as our new independent auditor. My team and I look forward to working closely with them as we build a world-class accounting and finance organization within Faraday Future," said Yun Han, Chief Accounting Officer and Interim Chief Financial Officer.

Users can preorder an FF 91 Futurist via the FF Intelligent App or through our website (English): <https://www.ff.com/us/preorder/> or (Chinese): <https://www.ff.com/cn/preorder/>

Download the new FF Intelligent App (English): <https://apps.apple.com/us/app/id1454187098> or <https://play.google.com/store/apps/details?id=com.faradayfuture.online>, (Chinese): <http://appdownload.ff.com>

ABOUT FARADAY FUTURE

Faraday Future is a class defining luxury electric vehicle company. The Company has pioneered numerous innovations relating to its products, technology, business model, and user ecosystem since inception in 2014. Faraday Future aims to perpetually improve the way people move by creating a forward-thinking mobility ecosystem that integrates clean energy, AI, the Internet and new usership models. Faraday Future's first flagship product is the FF 91 Futurist.

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NO OFFER OR SOLICITATION

This communication shall neither constitute an offer to sell or the solicitation of an offer to buy any securities, nor shall there be any sale of securities in any jurisdiction in which the offer, solicitation or sale would be unlawful prior to the registration or qualification under the securities laws of any such jurisdiction.

FORWARD LOOKING STATEMENTS

This press release includes “forward looking statements” within the meaning of the safe harbor provisions of the United States Private Securities Litigation Reform Act of 1995. When used in this press release, the words “estimates,” “projected,” “expects,” “anticipates,” “forecasts,” “plans,” “intends,” “believes,” “seeks,” “may,” “will,” “should,” “future,” “propose” and variations of these words or similar expressions (or the negative versions of such words or expressions) are intended to identify forward-looking statements. These forward-looking statements are not guarantees of future performance, conditions or results, and involve a number of known and unknown risks, uncertainties, assumptions and other important factors, many of which are outside the Company’s control, that could cause actual results or outcomes to differ materially from those discussed in the forward-looking statements. Important factors, among others, that may affect actual results or outcomes include the Company’s ability to satisfy the conditions precedent and close on the various financings previously disclosed by the Company, the failure of any which could result in the Company seeking protection under the Bankruptcy Code; the satisfaction of the conditions to the advance approval by FF Top and Season Smart Limited of the warrants and notes issued to affiliates of ATW Partners LLC and Dagan International Limited; the ability of the Company to agree on definitive documents to effectuate the governance changes with FF Top; the Company’s ability to remain in compliance with its public filing requirements under the Securities Exchange Act of 1934, as amended, and the listing requirements of The Nasdaq Stock Market LLC (“Nasdaq”) and to continue to be listed on Nasdaq; the outcome of the SEC investigation relating to the matters that were the subject of the Special Committee investigation; the Company’s ability to execute on its plans to develop and market its vehicles and the timing of these development programs; the Company’s estimates of the size of the markets for its vehicles and cost to bring those vehicles to market; the rate and degree of market acceptance of the Company’s vehicles; the success of other competing manufacturers; the performance and security of the Company’s vehicles; potential litigation involving the Company; the result of future financing efforts and general economic and market conditions impacting demand for the Company’s products; recent cost, headcount and salary reduction actions may not be sufficient or may not achieve their expected results; and the ability of the Company to attract and retain employees, including a replacement auditor. The foregoing list of factors is not exhaustive. You should carefully consider the foregoing factors and the other risks and uncertainties described in the “Risk Factors” section of the Company’s registration statement on Form S-1/A filed on October 7, 2022, and other documents filed by the Company from time to time with the SEC. These filings identify and address other important risks and uncertainties that could cause actual events and results to differ materially from those contained in the forward-looking statements. Forward-looking statements speak only as of the date they are made. Readers are cautioned not to put undue reliance on forward-looking statements, and the Company does not undertake any obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as required by law.

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