

Chineseinvestors.com, Inc.
Form 8-K
March 05, 2012

**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**

March 5, 2012

Date of Report (Date of earliest event reported)

ChineseInvestors.com, Inc.

(Exact name of registrant as specified in its charter)

Indiana 000-54207 35-2089868
(State of Organization) (Commission File Number) (IRS Employer Identification #)

13791 E. Rice Place, Suite #107 Aurora, CO 80015
(Address of principal executive offices) (Zip Code)

(303) 481-4416 or (303) 345-1262

Registrant's telephone number, including area code

Copies to: Michael E. Shaff, Esq., Irvine Venture Law Firm, LLP

17901 Von Karman Avenue, Suite 500, Irvine, CA 92614 Telephone (949) 660-7700

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 240.14d2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 3.02 Unregistered Sales of Equity Securities

Mr. Paul Dickman, CFO of ChineseInvestors.COM, an Indiana Corporation (OTCBB Symbol 'CIIX') announced that the Company has achieved the full raise target of its Regulation D private placement as related to its initial Form D filing on or about February 6, 2012 and as amended on or about February 9, 2012. The Company has raised \$2,000,000 in capital by issuing approximately 2,000,000 shares of its convertible preferred stock in connection with this offering.

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.

ChineseInvestors.COM, Inc.

Date: March 5, 2012 By: /s/ Brett Roper
Name: Brett Roper
Title: VP, Corporate Services