

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or Section 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): October 17, 2022

African Gold Acquisition Corporation
(Exact name of registrant as specified in its charter)

Cayman Islands (State or other jurisdiction of incorporation or organization)	001-40121 (Commission File Number)	N/A (I.R.S. Employer Identification Number)
c/o Ellenoff Grossman & Schole LLP 1345 Avenue of the Americas New York, NY (Address of principal executive offices)		10105 (Zip Code)

Registrant's telephone number, including area code: **(212) 370-1300**

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 to 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
Units, each consisting of one Class A ordinary share and three-quarters of one Redeemable Warrant	AGAC.U	The New York Stock Exchange
Class A ordinary shares, par value \$0.0001 per share	AGAC	The New York Stock Exchange
Redeemable Warrants, each whole warrant exercisable for one Class A ordinary share at an exercise price of \$11.50, subject to adjustment	AGAC.WS	The New York Stock Exchange

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 8.01. Other Events.

As previously reported, on September 7, 2022 African Gold Acquisition Corporation (the “Company”) received an information and document request from the Securities and Exchange Commission (the “SEC”) which sought, inter alia, documents relating to the Company’s investigation into Cooper Morgenthau’s improper withdrawals from the Company’s operating bank accounts and deliberate actions to conceal them, including by falsifying documents. The Company has been cooperating with the SEC’s request and is voluntarily providing the SEC with requested documents.

By letter dated October 11, 2022, the SEC advised the Company that a formal order of private investigation (the “Order”) had been issued and that the Order is a confidential document directing a non-public investigation. The Company continues to cooperate with the investigation.

In addition, by a letter dated October 11, 2022, the U.S. Department of Justice advised the Company that a grand jury subpoena has been issued by a federal grand jury in connection with an official criminal investigation of a suspected felony.

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.

AFRICAN GOLD ACQUISITION CORPORATION

Dated: October 17, 2022

By: /s/ Christopher Chadwick

Name: Christopher Chadwick

Title: Chief Executive Officer
