

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) **April 6, 2017**

Nxt-ID, Inc.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction
of incorporation)

000-54960

(Commission File Number)

46-0678374

(IRS Employer
Identification No.)

**Nxt-ID, Inc.
285 North Drive
Suite D**

Melbourne, FL 32934

(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: **(203) 266-2103**

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))

Item 8.01 Other Events.

On April 6, 2017, Nxt-ID, Inc. (the “Company”) released a presentation to be used to report its financial results for the fiscal year ended December 31, 2016 and provide a general shareholder update. The presentation is attached hereto as Exhibit 99.1.

On April 6, 2017, Nxt-ID, Inc. (the “Company”) also released a press release confirming the details of its conference call to report its financial results for the fiscal year ended December 31, 2016 and provide a general shareholder update. The release is attached hereto as Exhibit 99.2.

Exhibits 99.1 and 99.2 contain forward-looking statements regarding the Company, and includes cautionary statements identifying important factors that could cause actual results to differ materially from those anticipated.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

99.1 Presentation for Shareholders Call to be held on April 6, 2017.

99.2 Press release dated April 6, 2017.

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.

Date: April 6, 2017

NXT-ID, INC.

By: /s/ Gino M. Pereira

Name: Gino M. Pereira

Title: Chief Executive Officer



Gino Pereira

Chief Executive,
NXT-ID Inc.

Mobile Security For a Mobile World®

Cautionary Note Regarding Forward Looking Statements

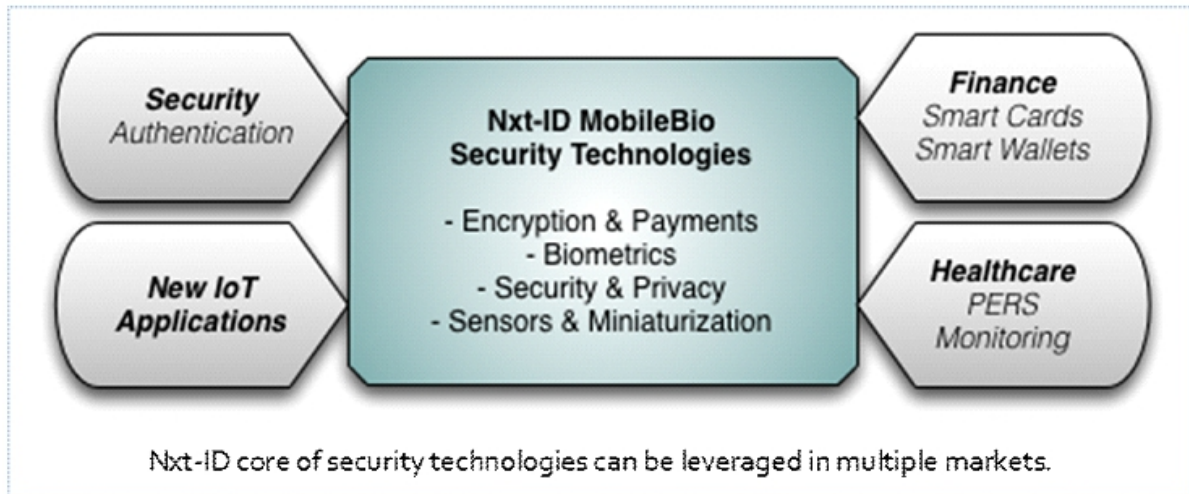
Certain matters discussed in this presentation and management's statements related thereto contain forward-looking statements that involve material risks to and uncertainties in our business that may cause actual results to differ materially from those anticipated by the statements made herein. Such risks and uncertainties include, among other things, our ability to establish and maintain the proprietary nature of our technology through the patent process, as well as our ability to possibly license from others patents and patent applications and maintain such licenses necessary to develop products; the availability of financing; our ability to implement our long range business plan for various applications of our technology; our ability to enter into agreements with any marketing and/or distribution partners; the impact of competition; the obtaining and maintenance of any necessary regulatory clearances applicable to applications of our technology; and management of growth and other risks and uncertainties that may be detailed from time to time in our reports filed with the Securities and Exchange Commission. This presentation does not purport to be an analysis of the Company's financial position.

This presentation does not constitute an offer to sell or a solicitation of an offer to buy securities nor does it constitute an offer or solicitation in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction. Any such offer may only be made pursuant to a registration statement or pursuant to any exemption from registration, if available. No general solicitation whatsoever is made or intended hereby.

Our Technology

- Payments
- Encryption
- Miniaturization
- Sensor Development
- Advanced Biometrics
- Connected IoT Devices
- Cloud Services

Market Opportunity



Payments



WorldVentures Marketing, LLC is the leading international direct seller of vacation club memberships and helps people achieve more fun, freedom and fulfillment by offering DreamTrips™ memberships, which include premium vacations at reduced prices. WorldVentures is a privately held company based in Plano, Texas, with active Representatives and members in 28 countries

There are currently over 500,000 DreamTrips Members, with tens of thousands of new members joining every month. The vision of WorldVentures' executive team is to make the smartcard available to every existing member and eventually, a general global consumer market.

On December 31, 2015 World Ventures entered into a strategic alliance with Nxt-ID to produce a custom smartcard for World Ventures with unique features and Nxt-ID has received a purchase order for up to \$15 million for the World Ventures Smartcard. We will have delivered approximately 40,000 cards by the end of March 2017 .

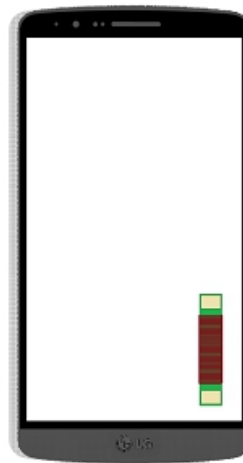
Payments -Future

Pay Using Existing Technology



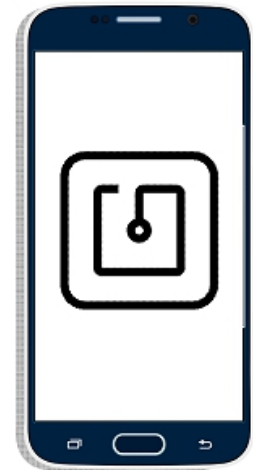
< 10% of Merchants
ApplePay & AndroidPay

Ref: Mark Hump, Gartner Research



NXTPAY

100% of Merchants
(Smaller Footprint)



SAMSUNG
pay

100% of Merchants

Changing Face of Mobile Payments



Phones

Autos

Smartwatches

Trackers

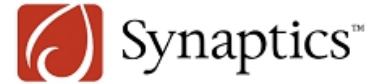
Jewelry

\$7B Today
\$18B by 2021



FitPay is a technology platform that adds contactless payment capabilities to wearable devices—with very little start up time, no investment in software development and instant access to the leading card networks. FitPay integrates into manufacturers wearable and IoT devices, so their customers can use them to buy from more than 10 million merchants worldwide.

 **Established Ecosystem of Strategic Partners**



10M+ Worldwide Merchant Acceptance Locations

Thousands of Card Issuers from the Leading Payment Networks

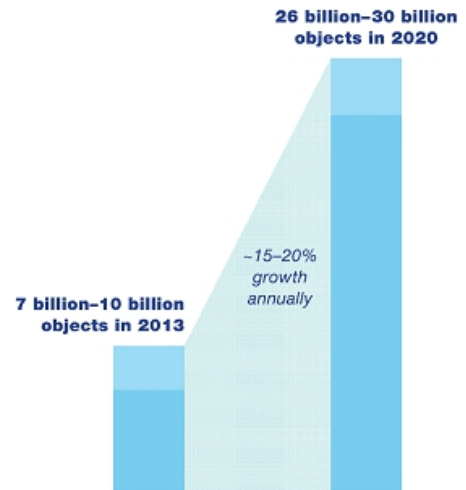
Internet of Things (IoT)

Market Opportunity

Internet Of Things (IoT) & Connected Devices

Some 30 billion objects may be connected to the Internet of Things¹ by 2020.

- Nearly \$6 trillion will be spent on IoT solutions over the next five years.
- By 2020 IoT devices will account for 24 billion, while smart phones & tablets will comprise 10 billion.
- Ultra Low Power Technology
- IoT can improve the bottom line of business by lowering operating costs, increasing productivity, and expanding to new markets or developing new product offerings.



¹Report courtesy of BI Intelligence Apr 28, 2016

Wearables Market

By 2016,
there were nearly
100+ million
wearables in use.



By 2020,
there will be
600 million
wearables in use.

63% of wearable
devices will be
payment-enabled.

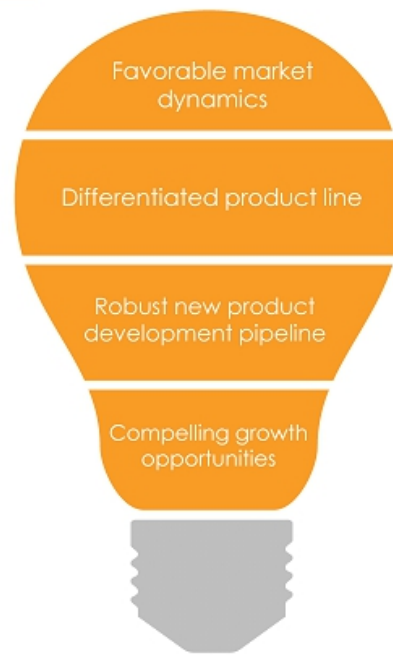
IoT

- NXT is a development partner with Cisco so there are distribution opportunities
- NXT has developed a hardware/software stack that can enable payments and NFC and Bluetooth communication for IoT devices
- FitPay has certified solutions for deployment today.

Healthcare



- Industry leader in two-way voice communication through pendants
- Largest manufacturer of “non-monitored” products
- Lowest cost of ownership
- Eight consecutive years of topline growth since inception
- Gross margins of ~70% and EBITDA margins of ~35%
- 34 cents of free cash flow for every dollar of revenue



- Reputation as an “Innovator”
- Company has invested heavily in R&D over the past few years to bring products to market
- Product pipeline built out through 2017
- Continued runway in current channels
CareTaker Sentry and Guardian Alert 911+ projected to significantly increase sales
- Potential game-changing opportunities in retail and international

Healthcare-Future

- Biometrics in healthcare are on the rise according to the most recent market forecasts. According to Grand View Research, a surge in demand for biometric identity management solutions for healthcare has emerged from increase in medical identity theft.
- The increased digitization of healthcare that has resulted from the needs of the Affordable Care Act and other sector-wide accessibility initiatives has made medical records susceptible to hack attacks and large scale compromise. And what's more, healthcare patient data, especially health insurance information, is among the most valuable identity-related information on the black market.

Government Contracting

Government Contracting

- NXT is a subcontractor to Battelle on TIES contract with a total value of just under \$1 Billion.
- 3D-ID subsidiary to be expanded in 2017-2018

Nxt-ID, Inc. and Subsidiary
CONSOLIDATED BALANCE SHEETS

	Unaudited	
	December 31,	December 31,
Assets	2016	2015
Current Assets		
Cash	\$ 3,299,679	\$ 418,991
Restricted cash	40,371	1,534,953
Accounts receivable	1,218,705	-
Inventory, net	5,341,500	1,767,942
Prepaid expenses and other current assets	1,347,627	986,595
Total Current Assets	11,247,882	4,708,481
Property and equipment:		
Equipment	175,537	105,902
Furniture and fixtures	79,062	72,713
Tooling and molds	581,881	390,952
	836,480	569,567
Accumulated depreciation	(456,752)	(196,353)
Property and equipment, net	379,728	373,214
Goodwill	15,809,123	-
Other intangible assets, net of amortization of \$318,842 and \$0, respectively	7,956,264	-
Total Assets	\$ 35,392,997	\$ 5,081,695

Liabilities and Stockholders' Equity

Current Liabilities		
Accounts payable	\$ 2,070,658	\$ 1,333,137
Accrued expenses	2,901,672	641,438
Customer deposits	6,068,894	8,729
Short-term debt	773,969	-
Convertible notes payable, net of discount of \$1,366,667 and \$1,445,342, respectively, and net of deferred debt issuance costs of \$123,563 and \$52,810, respectively	9,770	1,796,698
Derivative liability conversion feature	-	420,360
Other current liabilities – contingent consideration	1,496,442	-
Total Current Liabilities	<u>13,321,405</u>	<u>4,200,362</u>
Other long-term liabilities – contingent consideration	4,832,028	-
Revolving loan facility, net of deferred debt issuance costs of \$769,453	14,230,547	-
Deferred tax liability	190,286	-
Total Liabilities	<u>32,574,266</u>	<u>4,200,362</u>
Commitments and Contingencies		
Stockholders' Equity		
Preferred stock, \$0.0001 par value: 10,000,000 shares authorized		
Series A preferred stock, \$0.0001 par value: 3,125,000 shares designated; 310,268 and 0 issued and outstanding (aggregate liquidation preferences of \$440,594) as of December 31, 2016	182,851	-
Series B preferred stock, \$0.0001 par value: 4,500,000 shares designated; 4,500,000 and 0 issued and outstanding (aggregate liquidation preferences of \$5,625,000) as of December 31, 2016	4,090,000	-
Common stock, \$0.0001 par value: 10,000,000 shares authorized; 7,379,924 and 4,442,528 issued and outstanding, respectively	738	444
Additional paid-in capital	33,204,943	22,787,762
Accumulated deficit	<u>(34,659,801)</u>	<u>(21,906,873)</u>
Total Stockholders' Equity	<u>2,818,731</u>	<u>881,333</u>
Total Liabilities and Stockholders' Equity	<u>\$ 35,392,997</u>	<u>\$ 5,081,695</u>

Nxt-ID, Inc. and Subsidiary
CONSOLIDATED STATEMENTS OF OPERATIONS

	For the Year Ended	
	December 31,	
	2016(Unaudited)	2015
Revenues	\$ 7,736,320	\$ 616,854
Costs of goods sold	4,434,868	1,823,824
Gross Profit (Loss)	3,301,452	(1,206,970)
Operating Expenses		
General and administrative	6,241,685	3,565,242
Selling and marketing	2,881,668	3,423,567
Research and development	888,187	2,728,518
Total Operating Expenses	10,011,540	9,717,327
Operating Loss	(6,710,088)	(10,924,297)
Other Income and (Expense)		
Interest income	23	727
Interest expense	(3,275,059)	(1,249,961)
Inducement expense	-	(755,000)
Loss on extinguishment of debt	(272,749)	(635,986)
Realized gain on change in fair value of derivative liabilities	-	47,242
Change in fair value of derivative liabilities	(2,299,020)	444,728
Total Other Expense, Net	(5,846,805)	(2,148,250)
Loss before Income Taxes	(12,556,893)	(13,072,547)
Provision for Income Taxes	(196,035)	(4,307)
Net Loss	(12,752,928)	(13,076,854)
Preferred stock dividend	(1,080,741)	-
Net Loss applicable to Common Stockholders	\$ (13,833,669)	\$(13,076,854)
Net Loss Per Share - Basic and Diluted	\$ (2.24)	\$ (4.82)
Weighted Average Number of Common Shares Outstanding - Basic and Diluted	6,172,272	2,711,198

**Reminder for Today's NXT-ID Inc. Earnings Investor Webcast**

MELBOURNE, Florida, April 6, 2017 – NXT-ID, Inc. (**NXTD**) ("NXT-ID" or the "Company"), a security technology company, reminds shareholders it will host an investor webcast today at 4:05 PM Eastern Time, to discuss the Company's results for the fourth quarter and full year ending December 31, 2016. Management will comment on financial and operational results, the Company's progress for the period and recent developments.

The webcast will also include a Q&A with management and several Wall Street analysts.

Material and slides for investors to follow can be viewed here:

<https://s3.amazonaws.com/NXT-ID/Earnings+Call+YE+2016.pdf>

Participants can register for the webcast at: <http://edge.media-server.com/m/p/yiksodu5>

The webcast will commence following the close of the market at approximately 4:05 PM.

The webcast will be archived and available on the company's website following the event.

About NXT-ID Inc. - Mobile Security for a Mobile World

NXT-ID, Inc. (**NXTD**) is a security technology Company providing security for finance, assets, and healthcare. The Company's innovative MobileBio® solution mitigates risks associated with mobile computing, m-commerce, and smart OS-enabled devices. With extensive experience in biometric identity verification, security and privacy, encryption and data protection, payments, miniaturization and sensor technologies, the Company partners with industry leading companies to provide solutions for modern payment and the Internet of Things ("IoT") applications. The Company's wholly owned subsidiary, LogicMark, LLC, manufactures and distributes non-monitored and monitored personal emergency response systems ("PERS") sold through the United States Department of Veterans Affairs ("VA"), healthcare durable medical equipment dealers and distributors and monitored security dealers and distributors. <http://www.nxt-id.com>

Forward-Looking Statements for NXT-ID: This press release contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Forward-looking statements reflect management's current expectations, as of the date of this press release, and involve certain risks and uncertainties. Forward-looking statements include statements herein with respect to the successful execution of the Company's business strategy. The Company's actual results could differ materially from those anticipated in these forward-looking statements as a result of various factors. Such risks and uncertainties include, among other things, our ability to establish and maintain the proprietary nature of our technology through the patent process, as well as our ability to possibly license from others patents and patent applications necessary to develop products; the availability of financing; the Company's ability to implement its long range business plan for various applications of its technology; the Company's ability to enter into agreements with any necessary marketing and/or distribution partners; the impact of competition, the obtaining and maintenance of any necessary regulatory clearances applicable to applications of the Company's technology; and management of growth and other risks and uncertainties that may be detailed from time to time in the Company's reports filed with the Securities and Exchange Commission.

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