

FORM 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPROVAL | |
|--|-----------|
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Form 3 Holdings Reported.

Form 4 Transactions Reported.

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| | | |
|--|---|---|
| 1. Name and Address of Reporting Person* <u>Orlando Michael Joseph</u> (Last) (First) (Middle) 285 NORTH DRIVE- SUITE D (Street) MELBOURNE FL 32934 (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol <u>Nxt-ID, Inc. [NXTD]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Chief Operating Officer |
| | 3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2017 | |
| 4. If Amendment, Date of Original Filed (Month/Day/Year) | | |

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--------------------------------------|--------------------------------------|--|--------------------------------|---|------------|--------|--|--|---|
| | | | | Amount | (A) or (D) | Price | | | |
| No Securities are Beneficially Owned | | | 3 ⁽¹⁾ | | | | 0 | D | |
| Common Stock | 05/23/2017 | | A4 | 983,611 | A | (2) | 983,611 | D | |
| Common Stock | 10/02/2017 | | A4 ⁽³⁾ | 25,331 | A | \$0 | 1,008,942 | D | |
| Common Stock | 12/07/2017 | | A4 | 250,000 | A | \$0 | 1,258,942 | D | |
| Common Stock | 12/15/2017 | | A4 ⁽³⁾ | 6,333 | A | \$0 | 1,265,275 | D | |
| Common Stock | 12/20/2017 | | S4 ⁽⁴⁾ | 10,000 | D | \$2.95 | 1,255,275 | D | |
| Common Stock | 12/31/2017 | | A4 ⁽³⁾ | 44,330 | A | \$0 | 1,299,605 | D | |
| Common Stock | 01/16/2018 | | S4 ⁽⁴⁾ | 10,000 | D | \$2.82 | 1,289,605 | D | |

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|--------------------------------------|--|--------------------------------|--|-----|--|-----------------|---|--|--|---|--|
| | | | | | (A) | (D) | Date Exercisable | Expiration Date | | | | | |

Explanation of Responses:

- The reporting person was appointed the Chief Operating Officer of the issuer on May 19, 2017 and was appointed to serve as a member of the board of the directors of the issuer effective as of June 30, 2017.
- Received in exchange for 983,611 shares of Fit Pay, Inc. ("Fit Pay") common stock in connection with the merger (the "Merger") of Fit Pay into Nxt-ID, Inc. ("Nxt-ID"). On the effective date of the Merger, the closing price of Nxt-ID's common stock was \$1.72 per share and the price of Fit Pay's common stock was valued at \$0.53 per share.
- Restricted shares of Fit Pay common stock granted to the reporting person prior to the Merger as compensation for his services as chief executive officer of Fit Pay, which shares vested on October 2, 2017, December 15, 2017 and December 31, 2017, respectively, and were granted to the reporting person as shares of Nxt-ID common stock.
- Shares sold by Mr. Orlando pursuant to a Rule10b5-1 trading plan adopted by the reporting person on December 14, 2017.

/s/ Michael Joseph Orlando 02/13/2018

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.