

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

**SCHEDULE 14A
(RULE 14a-101)**

SCHEDULE 14A INFORMATION

**PROXY STATEMENT PURSUANT TO SECTION 14(a) OF THE SECURITIES
EXCHANGE ACT OF 1934
(AMENDMENT NO.)**

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, For Use of the Commission Only (as Permitted by Rule 14a-6(e)(2))
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material under §240.14a-12

Nxt-ID, Inc.

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required
 - Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11
 - (1) Title of each class of securities to which transaction applies:
 - (2) Aggregate number of securities to which transaction applies:
 - (3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):
 - (4) Proposed maximum aggregate value of transaction:
 - (5) Total fee paid:
 - Fee paid previously with preliminary materials.
 - Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the form or Schedule and the date of its filing.
 - (1) Amount Previously Paid:
 - (2) Form, Schedule or Registration Statement No.:
 - (3) Filing Party:
 - (4) Date Filed:
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EXPLANATORY NOTE

On September 29, 2021, Nxt-ID, Inc. (the “Company”) issued a press release (the “Release”), regarding the Company’s upcoming Special Meeting of Stockholders scheduled to be held on Friday, October 15, 2021 (the “Special Meeting”), which included a letter distributed to the Company’s stockholders on September 29, 2021 regarding the Special Meeting from Chia-Lin Simmons, the Company’s Chief Executive Officer (the “Letter”). In addition, to provide the Company’s stockholders with access to useful information concerning the Special Meeting, the Company has launched a website, www.voteFORnxt-id.com (the “Website”), which first became publicly accessible on September 29, 2021. A link to the Website was included in the Release and the Letter. The Company has posted materials directly to the Website regarding the Special Meeting, including, but not limited to, other communications by the Company relating to the Special Meeting and procedures for stockholders to follow to cast their votes for the Special Meeting, whether by mail, online, email, fax or in person.

The Letter, Release and Website each supplement the Definitive Proxy Statement that the Company filed with the Securities and Exchange Commission (the “SEC”) on September 17, 2021 and the Definitive Additional Materials filed with the SEC on September 21, 2021, September 27, 2021 and September 29, 2021.

Below is a copy of the Letter.



September 29, 2021

Nxt-ID shareholders:

Please take a very important step to preserve your investment and to help ensure that Nxt-ID, Inc. ("NXT-ID" or the "company") can grow under its new leadership. We are asking you to vote today **"FOR"** the reverse split of the company's common stock and **"FOR"** the reverse split of the company's Series C Preferred Stock so that we can regain compliance with Nasdaq requirements and so that our common stock can remain listed on Nasdaq.

Time is short, and the need for your approval of the reverse stock split proposals is urgent.

- **Without approval of the reverse stock split proposals, we expect that our stock WILL BE DELISTED from Nasdaq as soon as October 18, 2021.**
- **If our common stock is delisted from Nasdaq, this would adversely affect the value of all of our securities that you hold – including our common stock – and trading volume, making it more difficult to buy and sell our securities.**
- **On the other hand, the reverse stock splits will enable us to maintain our common stock's volume and ease of trading, and encourage a broad range of investors to have the opportunity to invest in our company. This will also encourage analysts and brokers to remain interested in covering and dealing with our securities.**

The reverse stock splits will also help us continue having more access to capital to pursue our new management team's growth strategies. Your company's new leadership, with expertise in driving revenue, customer acquisition, and partnerships, has a plan to grow the company by developing and delivering new strategies and products. We have already witnessed results over the last several months, however improving the company's situation will require some time and patience. Following the reverse stock splits, we expect to continue to be able to raise capital and to use our shares as currency to grow the company.

But this can't be possible without your vote today "FOR" each of the reverse stock split proposals.

HOW YOU CAN HELP

You should already have received a Definitive Proxy Statement on Schedule 14A regarding the special meeting of our shareholders ("Special Meeting"), scheduled to be held on Friday, October 15, 2021. Shareholders as of the Special Meeting's record date, September 16, 2021, will be entitled to vote at the Special Meeting. NXT-ID's Board of Directors is unanimously in favor of each of the reverse stock split proposals and urges all shareholders to approve each of the reverse stock split proposals by voting **"FOR"** both of them. Leading proxy advisory firms, Glass Lewis & Co. and Institutional Shareholder Services (ISS) – whose recommendations are relied upon by thousands of institutional investors – also have recommended voting **"FOR"** the reverse stock split proposals.



Please vote your shares "FOR" the two proposals today by responding to the proxy materials that you received in the mail. If you require any assistance with voting your shares, please contact our proxy solicitation firm at the telephone number and email below:

Laurel Hill Advisory Group
888-742-1305
NXT-id@laurelhill.com

REVERSE STOCK SPLIT PROCESS

But this can't be possible without your vote today "FOR" each of the reverse stock split proposals.

If both proposals are approved, after the reverse stock splits, each shareholder will hold the same percentage interest in the company as before the reverse stock splits; all shareholders will simply hold fewer shares. A reverse stock split decreases the number of our outstanding shares and increases the price per share – and is a mechanism often used by companies to regain compliance with an exchange's "minimum bid price" listing requirement. For the purpose of regaining compliance with Nasdaq requirements, Nasdaq's minimum listing price per share is \$1.00.

You can read more about the reverse stock split proposals in the company's Definitive Proxy Statement on Schedule 14A, which was filed with the Securities and Exchange Commission (SEC) on September 17, 2021, and by visiting www.voteFORnxt-id.com. You can find links below to other helpful information, including:

- Official notification to shareholders of matters to be brought to a vote ("Proxy"): <https://bit.ly/3uesfvN>
- NXT-ID, Inc. Announces Pricing of \$12.5 Million Underwritten Public Offering: <https://bit.ly/3ASTNwg>
- Second quarter 2021 IR update webcast link: <https://bit.ly/3zNm4Tg>

Time is short, and the need for your approval of the reverse stock split proposals is urgent. A vote "FOR" each of the two proposals will help to protect your investment in NXT-ID and to ensure that you can benefit fully from future potential value creation.

We know that you have questions about the future of our company. We appreciate your continued interest in NXT-ID, and we are eager to share more with you in future communications.

Sincerely,

Chia-Lin Simmons
Chief Executive Officer



Shareholders who have any questions or need assistance voting their shares should visit www.voteFORnxt-id.com, or contact the company's proxy solicitor, Laurel Hill Advisory Group, LLC. at 888-742-1305.

Registered Holders

If your shares are registered directly in your name with NXT-ID's transfer agent, VStock Transfer, LLC, you are considered the "stockholder of record" of those shares and the proxy statement for the Special Meeting is being sent directly to you by NXT-ID. Shareholders of record (that is, shareholders who hold their shares in their own name) can vote by mail, online, email, fax or in person at the Special Meeting by following the instructions provided on the proxy card.

- If you choose to submit your proxy by mail, simply mark, date and sign your proxy card and return it in the postage-paid envelope provided.
- If you choose to submit a proxy by internet, go to <http://www.vstocktransfer.com/proxy> to complete an electronic proxy card. Have your proxy card in hand when you access the website and follow the instructions to cast a vote. Your internet proxy must be received by 11:59 p.m. Eastern Time on October 14, 2021 to be counted.

Beneficial Owners of Shares Held in Street Name

If your shares are held in "street name" (that is, in the name of a bank or broker or other holder of record), you will receive instructions from the holder of record that you must follow in order for your shares to be voted. Internet voting will also be offered to shareholders owning shares through most banks and brokers. If your shares are held with a brokerage firm or custodial bank, you are considered the "beneficial owner" of shares held in street name, and the proxy statement for the Special Meeting was mailed or emailed to you by your broker, bank or nominee, who is considered the stockholder of record of those shares. As a beneficial owner, you have the right to direct your broker, bank or nominee on how to vote the shares held in your account.

However, holders of shares held in "street name" may not vote these shares in person at the Special Meeting unless such holders request and obtain a legal proxy from such bank, broker or other holder of record.

>> Proxy Contact:

Donna Ackerly
Laurel Hill Advisory Group
888-742-1305
NXT-id@laurelhill.com

>> Investor / Media Contacts:

Jeremy Jacobs / Alan Oshiki
Abernathy MacGregor
jjrj@abmac.com / aho@abmac.com

Below is a copy of the Release.

**NXT-ID SENDS LETTER TO SHAREHOLDERS
URGING THEM TO VOTE “FOR” REVERSE STOCK SPLITS**

Seeks to Avoid Delisting from Nasdaq Capital Market as Soon as October 18, 2021

Delisting Would Adversely Affect Shareholders’ Ability to Trade NXT-ID Common Stock

Company Launches www.voteFORnxt-id.com to Inform Shareholders

OXFORD, Conn., Sept. 29, 2021 – Nxt-ID, Inc. (NASDAQ: NXTD) (the “Company” or “NXT-ID”), a provider of technology products and services for healthcare applications, today sent an important letter to its shareholders from the Company’s Chief Executive Officer, Chia-Lin Simmons, regarding the upcoming Special Meeting of the Company’s shareholders (“Special Meeting”), scheduled to be held on Friday, October 15, 2021.



The Company is asking its shareholders to vote today “**FOR**” the reverse split proposals relating to NXT-ID’s common stock and Series C preferred stock so that it can regain compliance with Nasdaq requirements and continue to be listed on this major stock exchange. **The need to approve each of the reverse stock split proposals is urgent; without such approval, the Company expects that its stock will be delisted from Nasdaq as soon as October 18, 2021, which would adversely affect the ease of trading and value of all of the Company’s securities, including that of its common stock.**

The letter to shareholders provides information regarding the two reverse stock split proposals, why they are necessary, and how a vote “**FOR**” each of them will allow NXT-ID to maintain steady access to capital to pursue its new management team’s growth strategies. Shareholders can learn more about the two reverse stock split proposals and stay up to date regarding this important vote by visiting the Company’s newly-launched microsite: www.voteFORnxt-id.com.

Additional Information

Shareholders as of the Special Meeting’s record date, September 16, 2021, will be entitled to vote at the Special Meeting. Shareholders are encouraged to read about the reverse stock split proposals in the Company’s Definitive Proxy Statement on Schedule 14A that was filed with the Securities and Exchange Commission (“SEC”) on September 17, 2021. The Definitive Proxy Statement can also be found at www.voteFORnxt-id.com. Shareholders who have any questions or need assistance voting their shares should contact the Company’s proxy solicitor, Laurel Hill Advisory Group, LLC, at 888-742-1305.

Registered Holders

If your shares are registered directly in your name with NXT-ID’s transfer agent, VStock Transfer, LLC, you are considered the “stockholder of record” of those shares and the proxy statement for the Special Meeting is being sent directly to you by NXT-ID. Shareholders of record (that is, shareholders who hold their shares in their own name) can vote by mail, online, email, fax or in person at the Special Meeting by following the instructions provided on the proxy card.

If you choose to submit your proxy by mail, simply mark, date and sign your proxy card and return it in the postage-paid envelope provided.

If you choose to submit a proxy by internet, go to <http://www.vstocktransfer.com/proxy> to complete an electronic proxy card. Have your proxy card in hand when you access the website and follow the instructions to cast a vote. Your internet proxy must be received by 11:59 p.m. Eastern Time on October 14, 2021 to be counted.

Beneficial Owners of Shares Held in Street Name

If your shares are held in “street name” (that is, in the name of a bank or broker or other holder of record), you will receive instructions from the holder of record that you must follow in order for your shares to be voted. Internet voting will also be offered to shareholders owning shares through most banks and brokers. If your shares are held with a brokerage firm or custodial bank, you are considered the “beneficial owner” of shares held in street name, and the proxy statement for the Special Meeting was mailed or emailed to you by your broker, bank or nominee, who is considered the stockholder of record of those shares. As a beneficial owner, you have the right to direct your broker, bank or nominee on how to vote the shares held in your account.

However, holders of shares held in “street name” may not vote these shares in person at the Special Meeting unless such holders request and obtain a legal proxy from such bank, broker or other holder of record.

About Nxt-ID, Inc.

Nxt-ID, Inc. (NASDAQ: NXTD) provides technology products and services for healthcare applications. The Company has extensive experience in access control, biometric and behavior-metric identity verification, security and privacy, encryption and data protection, payments, miniaturization, sensor technologies and healthcare applications. Through its subsidiary, LogicMark LLC, Nxt-ID is a manufacturer and distributor of non-monitored and monitored personal emergency response systems sold through dealers/distributors and the United States Department of Veterans Affairs. Learn more about Nxt-ID at www.NXT-ID.com. For Nxt-ID corporate information, contact: info@NXT-ID.com.

Forward-Looking Statements

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; the Company’s ability to maintain its Nasdaq listing for its common stock; 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 SEC.

Investor / Media Contacts:

Jeremy Jacobs / Alan Oshiki
Abernathy MacGregor
jjrj@abmac.com / aho@abmac.com

Proxy Contact:

Donna Ackerly
Laurel Hill Advisory Group
888-742-1305
NXT-id@laurelhill.com

Below is a copy of the information contained on the Website.



Important Information

***** Please read and confirm below before entering *****

NOTE REGARDING FORWARD-LOOKING STATEMENTS

This website contains forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended ("Securities Act"), Section 21E of the Securities Exchange Act of 1934, as amended ("Exchange Act") and the Private Securities Litigation Reform Act of 1995, including but not limited to statements about the business, strategy, expectations, beliefs, plans, forecasts of Nxt-ID, Inc. (the "Company," "our," or "us") or its Special Meeting of Stockholders scheduled to be held on October 15, 2021 ("Special Meeting"). The words "believe," "expect," "anticipate," "should," "could" and other expressions that indicate future events and trends identify forward-looking statements. Although forward-looking statements contained in this website reflect our good faith judgment that we believe to be reasonable, such statements or expectations can only be based on facts and factors currently known to us and ultimately may prove to be materially inaccurate or incomplete, in whole or in part and, therefore, undue reliance should not be placed on them. Actual results could differ materially from those projected or indicated in the forward-looking statements as a result of a number of risks and uncertainties identified and discussed from time to time in the Company's filings with the Securities and Exchange Commission (the "SEC"), including those described in "Risk Factors" in our Annual Report on Form 10-K for the year ended December 31, 2021 filed with the SEC on April 15, 2021, as revised or updated for any material changes described in any subsequently-filed Quarterly Reports on Form 10-Q and Current Reports on Form 8-K. These forward-looking statements are not a guarantee of future performance. Forward-looking statements speak only as of the date they are posted to this website (unless an earlier date is indicated), and we do not undertake any obligation to publicly update any forward-looking statements, whether as a result of new information, future events or otherwise, except as may be required by applicable securities laws. Each forward-looking statement contained in our Definitive Proxy Statement that we filed with the SEC on September 17, 2021 ("Proxy Statement"), including any amendments and supplements thereto, is specifically qualified in its entirety by this cautionary statement. You are advised to carefully read our Proxy Statement and any such amendments or supplements thereto in conjunction with the important disclaimers set forth above prior to reaching any conclusions or making any investment decisions.

ADDITIONAL INFORMATION

We have filed the Proxy Statement and proxy card with the SEC in connection with our solicitation of proxies for the Special Meeting. Nxt-ID, Inc. SHAREHOLDERS ARE STRONGLY ENCOURAGED TO READ THE PROXY STATEMENT (AND ANY AMENDMENTS AND SUPPLEMENTS THERETO) AND ACCOMPANYING PROXY CARD AS THEY CONTAIN IMPORTANT INFORMATION. Shareholders may obtain the Proxy Statement, any amendments or supplements to the Proxy Statement and other documents as and when filed by us with the SEC without charge from the SEC's website at www.sec.gov. Investors and shareholders can also obtain, without charge, a copy of the Proxy Statement and other relevant filed documents from our website at <https://investors.nxt-id.com/financial-information/sec-filings>.

DISCLAIMER

The Company shall have no obligation to update or correct any information contained on this website even if it is aware that it is inaccurate or outdated. The Company may also add, change, discontinue, remove or suspend any content posted on this website without notice and without liability at any time. No representation or warranty, express or implied, is

made as to the accuracy or completeness of any information contained on this website. The Company expressly disclaims any and all liability based, in whole or in part, on such information, any errors therein or omissions therefrom. Furthermore, the Company reserves the right to modify or change its views or conclusions at any time in the future without notice.

The Company accepts no liability and will not be liable for any loss or damage arising directly or indirectly (including special, incidental or consequential loss or damage) from use of this website, including any loss, damage or expense arising from, but not limited to, any defect, error, imperfection, fault, omission, mistake or inaccuracy on this website, its contents or associated services, or due to any unavailability of the website or any part thereof or any contents or associated services.

The information contained on this website does not recommend the purchase or sale of any security nor is it an offer to sell or a solicitation of an offer to buy any security. Furthermore, the information contained on this website is not intended to be, nor should it be construed or used as, investment, tax or legal advice. This website is not intended for use by any person or entity in any jurisdiction or country where such use would be contrary to local law or regulation.

The Company has neither sought nor obtained the consent from any third party to use any statements or information contained on this website that have been obtained or derived from statements made or published by such third parties. Any such statements or information should not be viewed as indicating the support of such third parties for the views expressed herein.

I agree

I decline

Proxy Contact:

Donna Ackery
Laurel Hill Advisory Group
888-742-1305
NXT-id@laurelhill.com

NXT-ID Investor Relations

investors@nxt-id.com

Investor / Media Contacts:

Jeremy Jacobs / Alan Oshiki
Abernathy MacGregor
jj@abmac.com
aho@abmac.com

A Message to NXT-ID Shareholders: Vote Your Shares

Vote “FOR” Proposals 1 & 2; The Reverse Stock Splits Are Necessary for Continued Nasdaq Listing

VOTE NOW

If you require any assistance with voting your shares, please contact our proxy solicitation firm at the telephone number and email below:

Laurel Hill Advisory Group
888-742-1305
NXT-id@laurelhill.com

NXT-ID has scheduled a Special Meeting of the Company’s shareholders (“Special Meeting”) for Friday, October 15, 2021. Shareholders will have the opportunity to vote on two proposals that are vital to the future of NXT-ID.

- The Company’s Board of Directors has unanimously recommended that NXT-ID shareholders vote “FOR” the proposed reverse split of NXT-ID’s common stock and “FOR” a reverse split of its Series C Preferred Stock.
- The reverse stock splits will enable the Company to regain compliance with certain Nasdaq requirements, particularly Nasdaq’s \$1.00 minimum bid price requirement, and continue to be listed on this major stock exchange.
- We believe that **retaining our Nasdaq listing will preserve the long-term market value of the stock and will allow us to continue to have more access to capital so that the Company can fund a new growth strategy designed to create long-term shareholder value.**

Leading proxy advisory firms Glass Lewis & Co. and Institutional Shareholder Services (ISS) – whose recommendations are relied upon by thousands of institutional investors – have recommended voting “FOR” each of the reverse stock split proposals.

HOW VOTING WORKS

“Time is short, and the need for your approval of the reverse stock split proposals is urgent. We believe that voting today “FOR” each of these proposals will allow us to avoid delisting from Nasdaq, preserve the long-term market value of our stock, and allow us to continue to have more access to capital so that we can continue to develop our technology and meet the needs of a growing market.”

— Chia-Lin Simmons, Chief Executive Officer

Proxy Contact:

Donna Ackerly
Laurel Hill Advisory Group
888-742-1305
NXT-id@laurelhill.com

NXT-ID Investor Relations

investors@nxt-id.com

Investor / Media Contacts:

Jeremy Jacobs / Alan Oshiki
Abernathy MacGregor
jj@abmac.com
aho@abmac.com

Our Growth Strategy

- NXT-ID's new leadership, with expertise in driving revenue, customer acquisition and partnerships, has a plan to grow the Company by developing and delivering new strategies and products.

Remaining listed on Nasdaq will provide shareholders with the opportunity to benefit from future value creation and will allow the Company to continue to have more access to the capital markets and more favorable capital terms.

- The reverse stock splits will ensure continued improved access to capital, which we believe will help us maintain the momentum of our business.

We recently secured a US General Services Administration contract, which gives NXT-ID the opportunity to put LogicMark products into the hands of many more who need them. This allows NXT-ID to serve long term partners like the U.S. Department of Veterans Affairs (the "VA"), the largest integrated health care system in the United States, and other federal, state and local agencies.

- + We believe that continued access to capital and on favorable terms will also allow us to develop our technology and meet the needs of a growing market.

None of this can be possible without your vote today. "FOR" each of the reverse stock split proposals.

Proxy Contact:

Donna Ackerly
Laurel Hill Advisory Group
888-742-1305
NXT-id@laurelhill.com

NXT-ID Investor Relations

investors@nxt-id.com

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Jeremy Jacobs / Alan Oshiki
Abernathy MacGregor
jj@abmac.com
aho@abmac.com

Proxy FAQ

- What is a reverse stock split?

A reverse stock split is a mechanism often used by publicly listed companies to remain in compliance with a stock exchange "minimum bid price" listing requirement. **A reverse stock split will not affect your percentage interest in NXT-ID.**

After the reverse stock split, each shareholder will hold the same percentage interest in the Company as before the reverse stock split.

- Why is my vote important?

We need your vote to approve the reverse stock split proposals and to regain compliance with Nasdaq requirements in order to avoid delisting. If a majority of NXT-ID shares that are outstanding are not voted "FOR" each of the proposals, we expect our stock will be delisted from Nasdaq as soon as October 18, 2021.

If our common stock is delisted from Nasdaq, this would adversely affect the ease of trading of our common stock and the value of all of our securities, including our common stock. You will likely find it more difficult to sell, or to obtain accurate quotations in seeking to buy, our common stock in an over-the-counter market.

A vote "FOR" the Company's proposals is crucial to protect your investment in NXT-ID and ensure you can benefit fully from future value creation.

- How will this vote affect me as a shareholder?

This reverse stock split would allow NXT-ID to continue to remain in compliance with Nasdaq's requirements and will provide shareholders with the opportunity to benefit from **future value creation, common stock trading liquidity and continued improved access to the capital markets** so that the Company can fund a new growth strategy designed to create long-term shareholder value.

+ What happens if the reverse stock splits are not approved?

Without the reverse stock splits, we expect that our common stock **WILL BE DELISTED** as soon as October 18, 2021.

If our common stock is delisted from Nasdaq, **this would adversely affect the trading liquidity and value of all of our securities**, including our common stock, and as a result, we would be required to rely on alternative markets, such as those operated by OTC Markets, for the continued trading of our common stock.

These are less efficient and transparent markets, and many institutional investors likely would not buy or sell our common stock due to difficulty in accessing these markets, policies preventing them from trading in securities not listed on a national exchange or other reasons.

You will likely find it more difficult to sell, or to obtain accurate quotations in seeking to buy, our common stock in an over-the-counter market.

- What if I'm unhappy with the Company's past performance?

NXT-ID's new management team shares your concern. The reverse stock splits will help us continue to have improved access to capital and more favorable capital terms to pursue our new growth strategies. **Your Company has new leadership, with expertise in driving revenue, customer acquisition and partnerships, and has a plan to grow the Company by developing and delivering new strategies and products.**

Putting this plan into action requires capital. Remaining listed on Nasdaq will provide shareholders with the opportunity to benefit from **future value creation, trading liquidity of our common stock and continue to have improved access to the capital markets and more favorable capital terms so that the Company can fund a new growth strategy designed to create long-term shareholder value.**

Following the reverse stock splits, we expect that we will be better situated to use our shares as currency to grow the Company. Continuing to have improved access to capital will also allow us to support our technology development and meet the needs of a growing market.

None of this can be possible without your vote today "FOR" each of the reverse stock split proposals.

- When will we see the results of the Company's new growth plan?

We have already witnessed results over the last several months. However, improving the Company's situation will take some time and patience.

We need our shareholders' help to ensure we have the opportunity to capture future potential by voting **"FOR"** a reverse stock split of each of our common stock and our Series C Preferred Stock.

Voting today **"FOR"** these proposals will allow NXT-ID to help us to continue to have improved access to the capital markets so that we can continue to develop our technology and meet the needs of a growing market.

None of this can be possible without your vote today. "FOR" each of the reverse stock split proposals.

- **When will we see the results of the Company's new growth plan?**

We have already witnessed results over the last several months. However, improving the Company's situation will take some time and patience.

We need our shareholders' help to ensure we have the opportunity to capture future potential by voting **"FOR"** a reverse stock split of each of our common stock and our Series C Preferred Stock.

Voting today, **"FOR"** these proposals will allow NXT-ID to help us to continue to have improved access to the capital markets so that we can continue to develop our technology and meet the needs of a growing market.

- **How do I vote?**

If your shares are registered directly in your name with NXT-ID's transfer agent, VStock Transfer, LLC, you are considered the "stockholder of record" of those shares and the proxy statement for the Special Meeting is being sent directly to you by NXT-ID. **Shareholders of record (that is, shareholders who hold their shares in their own name) can vote by mail, online, email, fax or in person at the meeting by following the instructions provided on the proxy card.**

If you choose to submit a proxy by internet, go to <http://www.vstocktransfer.com/proxy> to complete an electronic proxy card. Have your proxy card in hand when you access the website and follow the instructions to cast a vote.

If your shares are held in "street name" (that is, in the name of a bank or broker or other holder of record), you will receive instructions from the holder of record that you must follow in order for your shares to be voted. **Internet voting will also be offered to shareholders owning shares through most banks and brokers.** If your shares are held with a brokerage firm or custodial bank, you are considered the "beneficial owner" of shares held in street name, and the proxy statement for the Special Meeting was mailed or emailed to you by your broker, bank or nominee, who is considered the stockholder of record of those shares. **As a beneficial owner, you have the right to direct your broker, bank or nominee on how to vote the shares held in your account.**

However, holders of shares held in "street name" may not vote these shares in person at the Special Meeting unless such holders request and obtain a legal proxy from such bank, broker or other holder of record.

- **When is the deadline to vote?**

All votes must be received by October 14, 2021 at 11:59 PM EST.

However, if you are a stockholder of record, you may vote these shares in person at the Special Meeting, otherwise you must request and obtain a legal proxy from your broker or other agent.

- **What if I sold my shares but still received a proxy?**

If you were a shareholder as of the record date, September 16, 2021, you will be entitled to vote at the Special Meeting, and we encourage you to vote "FOR" both proposals.

If you have any questions, please contact our proxy solicitation firm, Laurel Hill Advisory Group at 888-742-1305, or by email at NXT-id@laurelhill.com.

- **If the proposals are approved, when will the reverse stock splits take place?**

If the reverse stock split proposals are approved on October 15, 2021, they will take place simultaneously no later than October 19, 2021.

Until that time, no changes to share amounts will occur. Regardless, your percentage ownership in the Company will remain the same.

- **What if I have other questions?**

If you have any questions, please contact our proxy solicitation firm, Laurel Hill Advisory Group at 888-742-1305, or by email at NXT-id@laurelhill.com.

Proxy Contact:

Donna Ackerly
Laurel Hill Advisory Group
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aho@abmac.com

New Management Team

- **Chia-Lin Simmons**, *Chief Executive Officer*

Chia-Lin Simmons joined Nxt-ID, Inc. as CEO on June 14, 2021. Before Nxt-ID, Ms. Simmons was the CEO and Co-Founder of LookyLoo, a patent-pending AI social commerce company. She is active in the AI, automotive, mobility, digital media / music and e-commerce technology space as an executive, advisor and board member. Prior to Nxt-ID and LookyLoo, Ms. Simmons was an executive at a number of high visibility technology companies. She was the former Head of Global Partner Marketing for Google's Google Play Music and the Google Play Store; former VP of Marketing & Content for Harman International / Samsung; former VP of Marketing and General Manager of Playphone North America; a senior business development executive at Time Warner / AOL, as well as the former VP of Strategic Alliances at Audible / Amazon.

Ms. Simmons serves on the Board of Directors and the Audit Committee for Servco Pacific, a global automotive and consumer goods company with businesses in mobility and automotive distribution and sales as well as entertainment through Fender Guitar. Ms. Simmons is also a board member New Energy Nexus, an international organization that support clean energy entrepreneurs with funds, accelerators and networks. She is an active angel investor in technology and founded the #bindersproject, which helps connected women tech founders with global funders looking to accelerate them. Ms. Simmons graduated Magna cum Laude and Phi Beta Kappa from U.C. San Diego. She received her MBA from Cornell University, where she received a full-ride scholarship and stipend as a Park Leadership Fellow and built the Big Red Incubator as a Managing Partner. Ms. Simmons earned her JD from George Mason University School of Law and is a licensed New York State attorney.

- **Mark Archer**, *Interim Chief Financial Officer*

Mark Archer joined Nxt-ID, Inc. in July 2021 as Interim Chief Financial Officer.

He has spent over 40 years in consumer centric and technology businesses, serving in general management, finance, operations and marketing roles. With over 30 years of experience as a Chief Financial Officer in both public and private companies ranging in size from Series A start-ups to companies with multi-billion dollar revenue streams, Mr. Archer has worked with many top tier venture capital and private equity firms.

Prior to joining Nxt-ID, Mr. Archer was CFO of Saxco International, a private equity owned middle market distribution company. Mr. Archer was hired to restructure the business, execute a new go-to-market strategy, then sell the Company, which he successfully completed in less than 18 months.

Prior to joining Saxco International, Mr. Archer was President & CEO of SmartBee Controllers, a technology company manufacturing hardware products, based on IoT technology, targeted at both the B2C and B2B space. Mr. Archer shifted the company from selling hardware exclusively to a model that provided equal emphasis on both hardware and software services.

Mr. Archer received his B.S. in Business Administration and M.B.A. in Finance, both from the University of Southern California, where he was a Presidential Scholar. He serves on the Board of JaM Cellars, a Napa based wine and spirits company.

- **Bennett Porter**, *Interim Chief Marketing Officer*

Bennett Porter is Nxt-ID, Inc.'s Interim CMO. Ms. Porter is a Board Member and Advisor to start-ups, where she uses her experience in past marketing leadership roles to help companies build new categories. Previously, she was the Chief Marketing Officer of energy start-up Booster Fuels and held executive marketing positions at SurveyMonkey and Yahoo! managing B2B2C activities and emerging markets expansion.

- **Ken Hoskins**, *Vice President of Operations*

Ken Hoskins is the Vice President of Operations at Nxt-ID, Inc. and LogicMark and has been with the Company since 2013. He has spent his career working in the operations segments of industry leaders such as Coca-Cola Enterprises and Bertelsmann Media worldwide.

Before joining Nxt-ID and LogicMark, Mr. Hoskins served as Director of Operations North America for Bertelsmann Media handling all operations for Microsoft and Apple accounts.

Proxy Contact:

Donna Ackerly
Laurel Hill Advisory Group
888-742-1305
NXT-id@laurelhill.com

NXT-ID Investor Relations

investors@nxt-id.com

Investor / Media Contacts:

Jeremy Jacobs / Alan Oshiki
Abernathy MacGregor
jj@abmac.com
aho@abmac.com

**Press Release
September 29th**

[NXT-ID Sends Letter To Shareholders Urging Them To Vote "For" Reverse Stock Split](#)

**Press Release
September 27th**

[Leading Independent Proxy Advisory Firms Class Levels and All Recommend NXT-ID Shareholders Vote "For" Proposed Reverse Stock Split](#)

**Press Release
September 20th**

[NXT-ID, Inc. Revises Date For Special Shareholder Meeting To Vote On Important Reverse Stock Split](#)

SIC Filing September 17th

[NXT-ID definitive notification to shareholders of matters to be brought to a vote \("Proxy"\)](#)

Proxy Contact:

Danna Ackerly
Lazard FR Advisory Group
888-742-0305
NXT-ID@lazardfr.com

NXT-ID Investor Relations

investor@nxt-id.com

Investor / Media Contacts:

Jeremy Jacobs / Alan Oshik
Abenahy MacGregor
jj@stamac.com
dho@stamac.com

How Voting Works

If you are a NXT-ID shareholder as of the record date, September 16, 2021, you will be entitled to vote at the Special Meeting. We believe that your vote is crucial to help preserve the value of your investment and ensure that NXT-ID can grow under its new leadership.

We urge all shareholders to review the information on this website and in the Company's [Definitive Proxy Statement](#) on Schedule 14A that NXT-ID filed with the Securities and Exchange Commission (SEC) on September 17, 2021, and then promptly vote your shares **"FOR"** each of the proposals by responding to the proxy materials you received in the mail.

Registered Holders

- If your shares are registered directly in your name with NXT-ID's transfer agent, VStock Transfer, LLC, you are considered the "stockholder of record" of those shares and the proxy statement for the Special Meeting is being sent directly to you by NXT-ID. Shareholders of record (that is, shareholders who hold their shares in their own name) can vote by mail, online, email, fax or in person at the Special Meeting by following the instructions provided on the proxy card.
- If you choose to submit your proxy by mail, simply mark, date and sign your proxy card and return it in the postage-paid envelope provided.
- If you choose to submit a proxy by internet, go to <http://www.vstocktransfer.com/proxy> to complete an electronic proxy card. Have your proxy card in hand when you access the website and follow the instructions to cast a vote. **Your internet proxy must be received by 11:59 p.m. Eastern Time on October 14, 2021, to be counted.**

**Beneficial Owners of
Shares Held in Street
Name**

- If your shares are held in "street name" (that is, in the name of a bank or broker or other holder of record), you will receive instructions from the holder of record that you must follow in order for your shares to be voted. Internet voting will also be offered to shareholders owning shares through most banks and brokers. If your shares are held with a brokerage firm or custodial bank, you are considered the "beneficial owner" of shares held in street name, and the proxy statement for the Special Meeting was mailed or emailed to you by your broker, bank or nominee, who is considered the stockholder of record of those shares. As a beneficial owner, you have the right to direct your broker, bank or nominee on how to vote the shares held in your account.
- However, holders of shares held in "street name" may not vote these shares in person at the Special Meeting unless such holders request and obtain a legal proxy from such bank, broker or other holder of record.

Proxy Contact:

Donna Ackery
Laurel Hill Advisory Group
888-742-3305
NXT-ld@laurehill.com

NXT-ID Investor Relations
investors@nxt-ld.com

Investor / Media Contacts:

Jeremy Jacobs / Alan Oshiki
Abemathy MacGregor
jj@abmac.com
aoshiki@abmac.com

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Note: Notwithstanding the foregoing or anything to the contrary contained herein, as a precaution due to the outbreak of the coronavirus (COVID-19), the Company is planning for the possibility that there may be limitations on attending the Special Meeting in person, or the Company may decide to hold the Special Meeting on a different date, at a different location or by means of remote communication (i.e., a "virtual meeting").