# 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 21, 2022 (April 19, 2022)

# LogicMark, Inc.

(Exact name of registrant as specified in its charter)

Delaware	001-36616	46-0678374
(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)
(	LogicMark, Inc. 2801 Diode Lane Louisville, KY 40299 Address of principal executive offices) (Zip Code)	
Registran	t's telephone number, including area code: (502) 44	2-7911
Check the appropriate box below if the Form 8-K following provisions (see General Instruction A.2. below).		ling obligation of the registrant under any of the
$\square$ Written communications pursuant to Rule 425 un	der the Securities Act (17 CFR 230.425)	
□ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)		
$\square$ Pre-commencement communications pursuant to	Rule 14d-2(b) under the Exchange Act (17 CFR 24	10.14d-2(b))
$\square$ Pre-commencement communications pursuant to	Rule 13e-4(c) under the Exchange Act (17 CFR 24	0.13e-4(c))
Indicate by check mark whether the registrant is an chapter) or Rule 12b-2 of the Securities Exchange Ac		5 of the Securities Act of 1933 (§230.405 of this
Emerging growth company $\square$		
If an emerging growth company, indicate by check mor revised financial accounting standards provided pu		nded transition period for complying with any new
Securities registered pursuant to Section 12(b) of the	Act:	
Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, par value \$0.0001 per share	LGMK	The Nasdaq Stock Market LLC

# Item 2.02 Results of Operations and Financial Condition.

On April 19, 2022, LogicMark, Inc., a Delaware corporation (the "Company"), issued a press release announcing its financial and operational results for the quarter and full year ended December 31, 2021 and an investor webcast that occurred on April 19, 2022 to discuss the results and update shareholders on general corporate developments. The press release and the transcript of the webcast are attached as Exhibits 99.1 and 99.2, respectively, to this Current Report on Form 8-K (this "Form 8-K") and are incorporated herein by reference.

The information contained in this Form 8-K provided under Items 2.02 and 7.01 and Exhibits 99.1 and 99.2 attached hereto are furnished to, but shall not be deemed filed with, the U.S. Securities and Exchange Commission or incorporated by reference into the Company's filings under the Securities Act of 1933, as amended, or the Securities Exchange Act of 1934, as amended.

#### Item 7.01 Regulation FD Disclosure.

Reference is made to the disclosure in Item 2.02 of this Form 8-K, which disclosure is incorporated herein by reference.

#### **Forward-Looking Statements**

Exhibits 99.1 and 99.2 attached hereto contain, and may implicate, forward-looking statements regarding the Company, and include 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

Exhibit No.	Description
99.1	Press release, dated April 19, 2022.
99.2	Transcript related to the LogicMark, Inc. webcast held on April 19, 2022.
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

# **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 21, 2022 LogicMark, Inc.

By: /s/ Chia-Lin Simmons

Name: Chia-Lin Simmons
Title: Chief Executive Officer

# LogicMark Inc. Announces Fourth Quarter and Full Year 2021 Financial and Operational Results

**Louisville, KY, April 19, 2022** – LogicMark, Inc. (Nasdaq: LGMK) (the "Company" or "LogicMark") (formerly Nxt-ID, Inc.), a provider of personal emergency response systems (PERS), health communications devices, and IoT technology for the growing Care Economy, announces financial and operating results for the fourth quarter and full year ended December 31, 2021.

Chia-Lin Simmons, LogicMark's Chief Executive Officer, commented, "As we close the books on 2021, we open a new chapter for our company, which focuses on building a growth-oriented technology platform. Last year was a transition period for our Company as I assumed the role of CEO in mid-June and began assessing how to best reorganize and define the resources needed for success. We used the time to identify and begin to address leadership, financial, and operational weaknesses to position the Company for future growth. This included successfully regaining Nasdaq compliance and cleaning up the balance sheet, which resulted in year-end charges.

"LogicMark entered 2022 with a fresh start and new strategy. We believe our Caring Platform as a Service (CPaaS) is an innovative approach that not only leverages our core business, but also positions it to create new products and enter new markets. Based on this, we changed the Company name to LogicMark, Inc., dedicated to the goal of an expanded footprint in the Care Economy through health communications and connected devices. The new corporate identity comes from one of our operating divisions of the same name, capitalizing on its strong reputation within the PERS industry and with the U.S. Veteran's Administration.

"Since late last year, LogicMark has been actively working on the 3G transition in partnership with the Veterans Administration. By the end of 2022, many of the largest U.S. wireless carriers will shut down their 3G networks and many of our users are not familiar with the steps needed to transition their 3G devices. Using education, mailings, and media outreach, we have facilitated the replacement of thousands of customer devices with our 4G powered products," added Ms. Simmons.

"In addition, LogicMark recently welcomed four seasoned executives with diverse skill sets to help lead new financial and operational initiatives that the company believes will build shareholder value. The permanent appointment of Mark Archer as Chief Financial Officer will strengthen governance with additional financial controls and reporting, optimize the capital structure, and enable the thorough review of potential future acquisitions. Rafael Saavedra joined as VP of Engineering to expand the Company's knowledge of cutting-edge technologies and introduce expanded product lines.

"Two new Board members also joined in the first quarter of 2022. Sherice Torres will contribute significant marketing experience gained while working for large companies, including Nickelodeon, Google and Meta. Internet pioneer John Pettitt joined the Board and brings deep experience in multiple technology domains including web and mobile technologies, patents, and ecommerce. Both will help steer the many exciting changes planned at LogicMark.

"As we entered 2022, we have seen strong demand for our 4G products as 3G networks are being phased out, which we expect to positively impact sales in the first quarter. As we look ahead to the second quarter, we plan to launch new business partnerships, products and an e-commerce website targeted at the direct-to-consumer market. These steps are meant to supplement our existing line of at-home and on-the-go solutions. New software and personal safety services will broaden our health communications software beyond our core audience of veterans and the elderly," concluded Ms. Simmons.

# Summary results for the fourth quarter ended December 31, 2021 include the following:

- Revenue was \$2.4 million, a decrease of 6% from the fourth quarter of last year, but up 1% from the prior quarter.
- Gross profit was \$1.0 million, a decrease of \$0.1 million, compared to the same quarter last year. Gross margin was 43%, compared to 46% in the same quarter last year. The reduction in gross margin was due to a mix shift to our costlier Guardian Alert 911 Plus 4G unit.
- Operating expenses were \$7.1 million, compared to \$2.2 million in the same quarter last year. Expenses in the fourth quarter of 2021 included a \$4.5 million non-cash goodwill impairment charge. Adjusting for this expense, operating expenses would have been \$2.6 million, an increase of \$0.4 million, or 18% over the fourth quarter of last year.
- Operating loss was \$6.1 million versus an operating loss in the prior year's fourth quarter of \$1.0 million. Adjusting for the goodwill impairment charge, operating loss would have been \$1.6 million.
- Net loss was \$6.3 million, compared to a net loss of \$1.6 million in the same quarter last year. Adjusting for the goodwill impairment charge, net loss for the quarter would have been \$1.8 million, \$0.2 million higher than the same quarter last year.
- At quarter-end, the Company held \$12.0 million in unrestricted cash.

# Summary results for the year ended December 31, 2021 include:

- Revenue was \$10.0 million, a decrease of \$1.4 million, or 12% from the prior year.
- Gross profit was \$5.7 million, a decrease of \$2.0 million, or 26% from the prior year. Gross margin declined from 67% to 57% due to an increase in inventory reserves and the replacement of our 3G Guardian Alert 911 Plus product with a more expensive to manufacture 4G version, which was launched in November 2020.
- Operating expenses were \$13.2 million, up \$5.0 million, or 60% higher than the prior year. Adjusting for the goodwill impairment charge, operating expenses would have been up \$0.4 million, or 5% higher.
- Operating loss was \$7.5 million in 2021, compared to an operating loss of \$0.6 million last year.
- Net loss was \$11.7 million, or \$2.23 per share, compared to a net loss of \$3.7 million, or \$1.14 per share for prior year. Earnings per share have been adjusted for the Company's October 2021 reverse stock splits.
- Net loss for 2021 included \$10.0 million in non-cash charges, including goodwill impairment, warrant modification expense, stock compensation expense and depreciation and amortization, compared to \$1.6 million in similar non-cash charges in 2020.

#### **Investor Call and SEC Filings**

On April 19, 2022, at 11:00 am Pacific Time, or 2:00 pm Eastern Time, a live webcast will be held to discuss the Company's financial and operations results for the fourth quarter and year ended December 31, 2021.

To register and listen to the webcast please visit the investor relations section of LogicMark's website here, or https://edge.media-server.com/mmc/p/zuhcfg2m.

For investors who wish to participate by telephone, please use the following dial-in credentials:

US/CANADA Participant Toll-Free Dial-In Number: (877) 644-5287

US/CANADA Participant International Dial-In Number: (281) 973-6282

The associated press release, Securities and Exchange Commission filings and webcast replay will also be accessible on the investor relations page of the Company's website.

#### **About Us**

LogicMark, Inc. (NASDAQ: LGMK) provides personal emergency response systems (PERS), health communications devices and IoT technologies to create a Connected Care Platform. The Company's devices give people the ability to receive care at home and confidence to age in place. LogicMark revolutionized the PERS industry by incorporating two-way voice communication technology directly into its medical alert pendant and providing this lifesaving technology at a price point that everyday consumers can afford. The Company's PERS technologies are sold through the United States Veterans Health Administration and dealers/distributors. LogicMark has been awarded a contract by the U.S. General Services Administration that enables the Company to distribute its products to federal, state, and local governments.

#### **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.

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Investor Relations Contact: CORE IR Investor@logicmark.com **REFINITIV STREETEVENTS** 

# **EDITED TRANSCRIPT**

Q4 2021 LogicMark Inc Earnings Call

EVENT DATE/TIME: APRIL 19, 2022 / 6:00PM GMT

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1

#### CORPORATE PARTICIPANTS

Chia-Lin Simmons LogicMark, Inc. - President, CEO, Secretary & Director Mark J. Archer LogicMark, Inc. - CFO

#### CONFERENCE CALL PARTICIPANTS

Jules Abraham CORE IR - Head of Public Relations

#### **PRESENTATION**

#### **Operator**

Good day, ladies and gentlemen. Thank you for standing by, and welcome to the LogicMark Fourth Quarter and Full Year-End 2021 Financial and Corporate Update Conference Call. (Operator Instructions) I would now like to turn the conference over to your speaker host today, Jules Abraham from CORE IR. Please go ahead.

#### Jules Abraham CORE IR - Head of Public Relations

Thank you very much, operator. Good day, everyone, and thank you for participating in today's conference call. Joining me from LogicMark's leadership team are Chia-Lin Simmons, Chief Executive Officer; and Mark Archer, Chief Financial Officer.

During this call, management will be making forward-looking statements, including statements that address LogicMark's expectations for future performance or operational results. Forward-looking statements involve risks and other factors that may cause actual results to differ materially from those statements. For more information about these risks, please refer to the risk factors described in LogicMark's most recently filed annual report on Form 10-K and subsequent periodic reports filed with the SEC and LogicMark's press release that accompanies this call, particularly the cautionary statements within.

The content of this call contains time-sensitive information that is accurate only as of today, April 19, 2022. And except as required by law, LogicMark disclaims any obligation to publicly update or revise any information to reflect events or circumstances that occur after this call.

It's now my pleasure to turn the call over to the company's CEO, Chia-Lin Simmons. Chia-Lin?

#### Chia-Lin Simmons LogicMark, Inc. - President, CEO, Secretary & Director

Thank you, Jules. This is our first earnings call under our new name, LogicMark. So welcome, everyone, and thanks for joining us.

Today, I would like to take the opportunity to close the books on 2021 and open a new chapter for our company. As you know from our filing with the SEC, we did have to postpone this call previously as our auditors had not completed their review of the financial statements and 10-K.

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It is a privilege to have been appointed LogicMark's CEO and a member of the Board last year. My mandate was to clean house, rebuilt our company and reposition it with new products to enter new markets to serve the care economy. After just a few weeks in a row, it became apparent that certain items needed our immediate attention.

First, given that we are a publicly traded company, there are governance and listing standards that we are required to follow. One relates to the minimum share price that must be maintained on Nasdaq where we are listed. After our share price fell below the required level, our Board asked shareholders to approve reverse stock splits of our common and Series C preferred classes. Your shareholders approved these splits. The outreach program that we conducted to obtain approval was time-consuming but well worth the time. It was important for LogicMark to have sufficient access to the capital markets to help support future growth, which I will speak to in a moment.

Second, we assessed our requirements for raising new capital in light of our future plans and saw that the demand was there. So we issued new equity to help provide runway for our future growth. We also focus on ensuring that existing debts were paid in full. Mark will talk more about the numbers in a moment.

Operationally, we observed the corporate infrastructure was not in place to support our future plans. As a result, we began outlining what skills were needed by LogicMark to rebuild our team and the hiring process began. We will also continue to assess our policies and procedures as well as evaluate our supply chain to ensure that we are well positioned going forward.

On the new business front, we identified an opportunity to expand our core government business by applying for a U.S. General Services Administration or GSA contract. The GSA is the federal government's purchasing agent and it is a long and difficult process to obtain these contracts, and we consider it an accomplishment in and of itself. While our products have been available to veterans -- to the Veterans Health Administration, this new contract extends our reach to more government buyers, which allows us to supply our products and services to more federal agencies, states and state municipalities so that we can serve more people. We anticipate this will boost government revenues.

We value our record of strong service. With expected phaseout of the 3G network by carriers during 2022, we began preparing our customers for the transition during the fourth quarter last year. The shutdown of the 3G network has been referred to as the 3G sunsetting. We partnered with the Department of Veterans Affairs to create an outreach plan to put veterans first, notifying those that had an affected device. Specifically, our program involved a number of activities, including: direct mail, this included mailing letters and postcards to veterans who may be affected to help them understand 3G sunsetting and what to do to replace their units.

Customer support. We created a dedicated phone line and a dedicated team of customer support representatives help our veterans with replacement and setup of 4 -- new 4G units.

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Media outreach. Our team spoke with numerous news media organizations to secure educational 3G sunsetting coverage. You may have seen my quote in the Senior Planet article published by the AARP where our educational feature article that ran in over 750 media outlets and direct to veteran education programs, which included a 3G sunsetting resource center, FAQs and an instructional video on how to check current LogicMark devices.

We began the arduous process to refocus the company last year so that we can start 2022 with as much of a clean state as possible. We began to put together the team, products and capital structure for the company to enable us to get on the right path for growth in 2022. The LogicMark management team and our Board of Directors are committed to rebuilding our business.

That leads me to what we have planned for 2022. This year is all about developing new products and entering new markets to serve the dynamic and growing care economy. Our new Caring Platform as a Service or CPaaS business model will drive our strategy. We plan to expand product offerings for both on-the-go and at-home solutions, continue to build out our established line of PERS devices, will develop a new software that would extend our customer reach, follow additional patents and further extend our technology stack as well as develop and integrate artificial intelligence and machine learning, and expand our distribution through government, health care and direct-to-consumer channels.

While we were able to accomplish a great deal last year with a small team, our new strategy also requires us to bring on new talent. We've announced a number of important key hires in the first quarter to help us execute our plans. First, I'm thrilled that we've added 2 key executives and 2 new Board members, all had a very diverse set of personal and professional skills. Mark Archer has joined full time as our CFO after serving in an advisory capacity last year. He brings significant experience helping small companies transform into bigger ones. He'll be focusing on strengthening our financial and reporting controls, assessing financial options and helping us evaluate merger and acquisition opportunities.

Rafael Saavedra has also joined us as VP of Engineering to lead the charge on new product development. He is named as inventor on various patents in geospatial, mobile, analytics, blockchain and connected car technologies. His knowledge of cloud-based connected IoT systems, AI and machine learning is a natural fit for the path reenvisioned for LogicMark.

Sherice Torres, our new Board member, brings strong abilities in change management, consumer marketing and strategy. She currently serves as the Chief Marketing Officer of Circle, a global financial technology firm. Companies she has worked for include Google, Nickelodeon, Meta and Deloitte Consulting. She is also an independent member of the Board at Advance Auto Parts, a publicly traded company with a market capitalization of over \$12 billion. Sherice also serves on advisory board of several nonprofit organizations.

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John Pettitt has also joined the LogicMark Board. He currently works at Google as a technology leader for a multiproduct team. He brings with him nearly 40 years of experience in e-commerce and content distribution and protection, including multiple foundational technology patents. He has a successful technology standard with 4 exits under his belt: 2 IPOs on the Nasdaq as Co-Founder and CTO of software.net and CyberSource; and 2 exits to major companies, the most recent of which was to Google.

Sherice and John brings fresh entrepreneurial prospectus to LogicMark, given their start-up experience and the public company experience is also invaluable as they understand the needs of our various stakeholders.

Having the right talent positions us for the future as we look to change the trajectory of our position in the care economy. Talent is key and I'm thrilled that we have been able to attract executives of this caliber. As you know, LogicMark has been doing business with the VA for 11 years. And with our approval last year as GSA vendor, we believe that our existing government business is the best place to start with the redoubling of efforts to increase sales. This includes federal, state and local agencies. Our stellar reputation with the VA should allow us to grow our government business as we introduce new products and further expand our team. In fact, increased sales efforts are already underway.

LogicMark offers affordable health communication devices that keep over 0.5 million people safe every day. So our capability to supply the VA system and the broader government gives us confidence that we can enter larger markets. In this respect, we also plan to sell through health care and direct-to-consumer channels. By the end of the first half of 2022, we anticipate launching an e-commerce platform.

The types of products we are developing include both at-home and on-the-go solutions, including our first software application. Older generations have become more comfortable with digital age, with 61% owning a smartphone according to a 2021 Pew Research study. This creates a pathway for our R&D group to introduce solutions powered by state-of-the-art artificial intelligence, machine learning and IoT capabilities.

I've talked about an expanded team at LogicMark to help lead our efforts. External partnerships are also important. In fact, we are in discussions with other like-minded partners to help us expand our product offerings and customer reach. We plan on adding monitor services to our offerings as we diversify our product portfolio and look to provide a richer consumer experience. Today, subscriptions have become more commonplace, which gives us the opportunity to provide more data and connected services to keep consumers safe. We expect to share more information soon regarding partnership agreement.

As you know, all companies are facing supply chain challenges from the latest spike in COVID cases to the war in Ukraine, our suppliers and manufacturers are dealing with continuous disruptions. Luckily, we believe that LogicMark is nimble enough to deal with most of the stresses on our supply chain and course correct with little disruption. However, we expect these factors to have an impact on the price of our products in our marketplace as well as the cost of doing business. We will always endeavor to offer solutions at varying price point to meet the needs of our customers.

I'll now pause and ask Mark Archer to discuss our fourth quarter and year-end financial results. And then I'll return to provide some closing remarks.

Mark J. Archer LogicMark, Inc. - CFO

Thank you, Chia-Lin.

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Let me begin by discussing results for the fourth quarter ended December 31, 2021. Revenue was \$2.4 million, a decrease of 6% from the fourth quarter of last year, but up 1% from this year's third quarter. We experienced 5% to 6% year-over-year growth in sales in October and November of 2021, but sales were soft in December 2021 as COVID-19 began to peak again.

Gross profit for the quarter was \$1 million, a decrease of \$100,000 compared with the same quarter last year. Gross margin was 43% compared to 46% in the same quarter last year. The reduction in gross margin was due to a mix shift toward our costlier Guardian Alert 911 Plus 4G unit.

Operating expenses were \$7.1 million compared to \$2.2 million in the same quarter last year. Expenses in the fourth quarter of 2021 included a \$4.5 million noncash goodwill impairment charge. Adjusting for this expense, operating expenses would have been \$2.6 million, an increase of \$400,000 or 18% over the fourth quarter of last year. In addition, let me note that noncash stock compensation expense in last year's fourth quarter was \$500,000 higher than in the fourth quarter of 2020.

Operating loss was \$6.1 million versus an operating loss in the prior year's fourth quarter of \$1 million. Adjusting for the goodwill impairment charge, operating loss would have been \$1.6 million or \$600,000 higher than the prior year's fourth quarter. And net loss for the quarter was \$6.3 million compared to a net loss of \$1.6 million in the same quarter last year. Once more, adjusting for the goodwill impairment charge, net loss for the quarter would have been \$1.8 million or \$300,000 higher than the same quarter last year. At quarter end, the company had \$12 million in unrestricted cash.

Now let me talk about the full year 2021 results. Revenue for the year was \$10 million, a decrease of \$1.4 million or 12% from the prior year. Gross profit was \$5.7 million, a decrease of \$2 million or 26% from the prior year. Gross margin declined from 67% to 57% due to an increase in inventory reserves and the upgrade of our 3G Guardian Alert 911 Plus to a 4G product. Of the \$2 million decline in gross profit, half was due to lower sales and the other half was due to higher 4G manufacturing costs.

Operating expenses were \$13.2 million, up \$5 million or 60% from the prior year. Adjusting for the goodwill impairment charge, operating expenses would have been up \$400,000 or 5%. Operating loss was \$7.5 million compared to an operating loss of \$600,000 last year. And net loss for the year was \$11.7 million or \$2.23 per share, compared to a net loss of \$3.7 million or \$1.14 per share for the prior year. These per share numbers have been adjusted for the company's October 2021 reverse stock split.

In the net loss of \$11.7 million for 2021, there are \$10 million of noncash charges, including the goodwill impairment, warrant modification expense, stock compensation expense and depreciation and amortization. This is up from \$1.6 million in comparable noncash charges in 2020.

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Let me make a couple of final points before I turn the call back over to Chia-Lin. On March 31, the judge presiding over the litigation concerning the sale of Fit Pay, our former fintech subsidiary, ruled favorably on our motion for summary judgment and dismissed the case. This was the company's final open piece of litigation.

And finally, the last 9 months that I've been with the company have been challenging to say the least as we cleaned up the administrative side of the business and put the appropriate infrastructure in place to support rapid growth. I'm happy to have that phase behind us and look forward to speaking with you on future calls about the things we're doing to grow sales and profitability. Chia-Lin?

# Chia-Lin Simmons LogicMark, Inc. - President, CEO, Secretary & Director

Thanks, Mark.

As we wrap up the call, I want to leave you with a couple of key thoughts. Our plans are ambitious, but with the right team and right products, we expect to establish LogicMark as a leading brand in the health communications market and care economy. Research indicates that there's certainly enough demand for innovative products and solutions that are supported with stellar customer service. We believe that LogicMark has the ability to capture more of the care economy market from the grandmother who wishes to age in place in our home to our beloved military veteran, who may need some extra help or the student who needs and seeks additional security.

At this time, I will open the call to questions. Operator?

#### Operator

(Operator Instructions) And I'm showing no questions at this time.

#### Chia-Lin Simmons LogicMark, Inc. - President, CEO, Secretary & Director

I want to thank all of you who dialed in to listen to our call today. We'll be reporting on the first quarter results in just a few weeks. So I look forward to providing another update on our progress at that time.

#### Operator

Ladies and gentlemen, that does conclude the conference for today, and thank you for your participation. You may now disconnect.

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8