

SECURITIES & EXCHANGE COMMISSION EDGAR FILING

IIOT-OXYS, Inc.

Form: 8-K

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

FORM 8-K

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

Date of Report (Date of earliest event reported): **April 12, 2021**

ILOT-OXYS, Inc.

(Exact name of registrant as specified in its charter)

Nevada

(State or Other Jurisdiction
of Incorporation)

000-50773

(Commission File
Number)

56-2415252

(I.R.S. Employer
Identification Number)

**705 Cambridge Street
Cambridge, MA 02141**

(Address of principal executive offices, including zip code)

(401) 307-3092

(Registrant's telephone number,
including area code)

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))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
N/A	N/A	N/A

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter). Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 8.01 Other Events.

On April 12, 2021, ILOT-OXYS, Inc., a Nevada corporation (the "**Company**"), issued a press release announcing the signing of Non-Disclosure Agreements with two major universities in New England.

The Press Release, furnished as Exhibit 99.1 to this Form 8-K, may contain forward-looking statements. Such forward-looking statements are based on information presently available to the Company's management and are current only as of the date made. Actual results could also differ materially from those anticipated as a result of a number of factors, including, but not limited to, those discussed in the Company's Annual Report on Form 10-K for the year ended December 31, 2020, and subsequent reports filed by the Company with the Securities and Exchange Commission (the "**Commission**"). For those reasons, undue reliance should not be placed on any forward-looking statement. The Company assumes no duty or obligation to update or revise any forward-looking statement, although it may do so from time to time as management believes is warranted or as may be required by applicable securities law. Any such updates or revisions may be made by the registrant by filing reports with the Commission, through the issuance of press releases or by other methods of public disclosure.

Item 9.01. Financial Statements and Exhibits

(d) Exhibits.

Exhibit No.	Description
99.1	Press Release dated April 12, 2021

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.

IIOT-OXYS, Inc.

Date: April 12, 2021

By: /s/ Clifford L. Emmons

Clifford L. Emmons, Chief Executive Officer

I IOT-OXYS, Inc. Enters into NDAs with Two Major Universities in New England

CAMBRIDGE, MA / ACCESSWIRE / April 12, 2021 / I IOT-OXYS, Inc. (OTC PINK:ITOX) announced NDAs with two New England Universities on a Structural Health Monitoring Grant Submission Collaboration.

Cliff Emmons, CEO of I IOT-OXYS, Inc., stated, "I'm pleased to announce the signing of Non-Disclosure Agreements (NDAs) with two major universities in New England. We've made strong connections with two prominent professors in the field of Structural Engineering at these respective universities and shared our findings from the successful New England DOT Bridge Monitoring Pilot we completed in the late summer of 2020. After reviewing the capabilities of our team and our insightful findings, the professors agreed we are the quintessential commercial partner to pursue a National Science Foundation (NSF) Partnership for Innovation – Research Partnership (PFI-RP) grant. Together with the two professors, their faculty and students, and our partner Aingura I IoT, S.L., we will collaborate on a submission due this summer to the NSF. We're confident the professors' past research combined with our piloted AI/ ML algorithms will put us in excellent position for a potential grant award."

"We feel attracting top academic institutions to partner with us on this NSF PFI-RP grant submission is a validation of the world-class results our team has achieved, and we're excited about the potential non-dilutive funding this may bring to our company and our academic and commercial partners. Furthermore, these high-profile academic partners help position our company to potentially tap into the \$2 Trillion USD infrastructure legislation that is pending rollout from the Biden administration. Major news outlets have reported that the pending infrastructure legislation includes \$40 billion USD for bridge repairs and improvements. Other reports state that companies such as ours that are involved with connected infrastructure, which includes connected roads and bridges and the underlying "smart" sensor and software technology, are poised to benefit from the proposed legislation. Independent research shows that the world-wide Structural Health Monitoring market size will reach \$2.9 billion USD by 2025, growing at a CAGR of 14.1%. We expect our successful Bridge Monitoring Pilot, combined with the technical strength of our internal team and commercial partner, Aingura I IoT, S.L., will lead to strong new business in due time.", continued Mr. Emmons.

Forward-Looking Statements

This news release contains forward-looking statements that reflect Management's current views about future events and financial performance. Forward-looking statements often contain words such as "expects," "anticipates," "intends," or "believes." Our forward-looking statements are subject to a number of risks and uncertainties that may cause actual results and events to differ materially from those projected in the forward-looking statements. Risks and uncertainties that could adversely affect us include, without limitation, the loss of major customers, our failure to obtain new contracts, our inability to patent products or processes, our infringement of patents held by others, our inability to finance our business and the other risks and uncertainties that are discussed in our most recent filings with the Securities and Exchange Commission. The forward-looking statements in this news release are made only as of the date of this news release. We undertake no obligation to update our forward-looking statements, whether as a result of new information, future events or otherwise.

About Us

I IOT-OXYS, Inc. is a technology company at the intersection of I IoT, AI & Machine Learning, Edge Computing and Manufacturing Operations. We provide actionable mission-critical insights for the Medical/Pharmaceutical, Manufacturing, Agriculture, Defense, and Structural Health, and other industries. I IOT-OXYS, Inc. edge computing open-source hardware and proprietary ML algorithms employ our Minimally-Invasive Load Monitoring (MILM) technology to simply gather data and gain insights to monitor, scope, move from preventive to predictive maintenance, and even optimize development and manufacturing processes. For additional information visit www.oxyscorp.com

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