

SECURITIES & EXCHANGE COMMISSION EDGAR FILING

IIOT-OXYS, Inc.

Form: 8-K

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Corporate Issuer CIK: 1290658

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 29, 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 1.01 Entry into a Material Definitive Agreement.

On July 29, 2020, ILOT-OXYS, Inc., a Nevada corporation (the "**Company**"), issued to GHS Investments LLC ("**GHS**") Convertible Promissory Notes each in the principal amount of \$100,000 and \$75,000, respectively (the "**Notes**"). Each of the Notes was to mature on April 29, 2021 (the "**Maturity Date**").

On April 29, 2021, the Company entered into extensions to each of the Notes with GHS pursuant to which the Maturity Date for each of the Notes was extended until October 29, 2021.

Item 8.01 Other Events.

On May 3, 2021, the Company issued a press release announcing the appointment of Thomas Murphy as a member of the Company's Advisory Board.

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.

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release dated May 3, 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.

ILOT-OXYS, Inc.

Date: May 3, 2021

By: /s/ Clifford L. Emmons
Clifford L. Emmons, Chief Executive Officer

IIoT-OXYS, Inc. Announces Appointment of Thomas Murphy as an Advisory Board Member

CAMBRIDGE, MA / ACCESSWIRE / May 3, 2021 / IIoT-OXYS, Inc. (OTC PINK:ITOX) announced the appointment of its new Advisory Board Member, Thomas D. Murphy.

Cliff Emmons, CEO of IIoT-OXYS, Inc., stated, "I'm pleased to announce the appointment of Thomas D. Murphy as our new Advisory Board Member. Tom is an excellent addition to our Advisory Board. As an early investor in IIoT-OXYS, Inc. he consistently supported the company and provided sound advice and counsel since I became CEO. He is a director of CATIC Title Insurance, the founder and former chairman of EstateWorks, director and former chairman of CATIC Financial, and current chairman of Convenient Cards. A former trustee of Baystate Medical Center and Chicopee Savings Bank, Tom also served as Chairman of the Board of The Elms College. He graduated from St. Anselm's College and Suffolk University Law School and was awarded the Bronze Star in Vietnam. He is currently "of counsel" at the Murphy McCoubrey law firm in Chicopee, Massachusetts, and is general counsel to Monarch Enterprises in Springfield, Massachusetts. Tom has over 30 years' experience in business and law, advising and representing a wide array of clients. Our Officers and Board of Directors will benefit from his experience and advice."

"Tom's insights and guidance will enable us to continue our mission of bringing value to our customers, including the two new potential customers announced in the past four months. He also supported our decision to enter our previously disclosed collaboration with Aingura IIoT, S.L. This collaboration, along with the previously disclosed completion of a successful pilot program with a Fortune 500 Pharma company, have allowed the Company and its partner to prepare use cases to renew engagements with all of the Company's earlier prospects and reach out to new ones. Our sales and marketing efforts continue to result in expanding our key targeted markets and serving a diverse group of clients. We expect these agreements to lead to 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

IIoT-OXYS, Inc. is a technology company at the intersection of IIoT, 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. IIoT-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

CONTACT:

Clifford L. Emmons
CEO
IIoT-OXYS, Inc.
contact@oxyscorp.com
www.oxyscorp.com

SOURCE: IIoT-OXYS, Inc.