

DAIS ANALYTIC CORP  
Form 8-K  
February 05, 2015

**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) January 30, 2015**

**DAIS ANALYTIC CORPORATION**  
(Exact name of registrant as specified in its charter)

**New York**  
(State or other jurisdiction of  
incorporation or organization)

**000-53554**  
(Commission File No.)

**14-760865**  
(IRS Employer  
Identification No.)

**11552 Prosperous Drive**  
**Odessa, Florida 33556**  
(Address of Principal Executive Offices)(Zip Code)

**(727) 375-8484**  
(Registrant's telephone number, including area code)

N/A

(Former name or former address, if changed since last report)

**Copies to:**

**Peter DiChiara, Esq.**

**SICHENZIA ROSS FRIEDMAN FERENCCE LLP**

**61 Broadway, 32nd Floor**

**New York, New York 10006**

**Telephone: (212) 930-9700**

**Facsimile: (212) 930-9725**

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:

- .. 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))

**Item 3.02 Unregistered Sales of Equity Securities.**

As reported in a Current Report on Form 8-K filed on December 19, 2014 by Dais Analytic Corporation (the “Company”), the Company entered into a Securities Purchase Agreement (the “SPA”) with two investors pursuant to which the Company agreed to sell 18,000,000 shares of the Company’s common stock, \$0.01 par value per share (the “Common Stock”), for \$2,750,000, at approximately \$0.153 per share pursuant to Regulation S. The Company received consideration of \$2,750,000 from the investors and issued the 18,000,000 shares of Common Stock to the investors. The Company shall use the proceeds from the sale of the Common Stock for working capital and business development.

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**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.

**Dais Analytic Corporation**

Dated: February 5, 2015

By: */s/ Timothy N. Tangredi*  
Timothy N. Tangredi  
Chief Executive Officer and  
President