

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 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): **March 30, 2018**

BIOTRICITY, INC.

(Exact Name of Registrant as Specified in Its Charter)

Nevada (State or Other Jurisdiction of Incorporation or Organization)	333-201719 (Commission File Number)	47-2548273 (IRS Employer Identification No.)
275 Shoreline Drive, Suite 150 Redwood City, California 94065 (Address of Principal Executive Offices)	94065 (Zip Code)	
Registrant's Telephone Number, Including Area Code: (800) 590-4155		

(Former Name or Former Address, if Changed Since Last Report)

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))

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 7.01 Regulation FD Disclosure

On March 30, 2018, Biotricity, Inc. (the “Company”) commenced mailing of its 2018 letter to shareholders (the “Letter”), along with a “Fact Sheet” of the Company. The Company also issued a press release to summarize the information in the Letter and announce that it had issued the Letter.

A copy of the Letter, the Fact Sheet and the press release are furnished as Exhibits 99.1, 99.2 and 99.3, respectively, to this Current Report on Form 8-K and is incorporated herein by reference. The information in this Item 7.01 and in Item 9.01 of this report (including Exhibits 99.1, 99.2 and 99.3) is being furnished pursuant to Item 7.01 and shall not be deemed to be “filed” for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section. This report will not be deemed an admission as to the materiality of any information herein (including Exhibits 99.1, 99.2 and 99.3).

Item 9.01 Financial Statements and Exhibits

(d) Exhibits. The exhibit listed in the following Exhibit Index is furnished as part of this Current Report on Form 8-K:

Exhibit	Description
<u>99.1</u>	2018 Letter to Shareholders
<u>99.2</u>	Fact Sheet
<u>99.3</u>	Press Release

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 thereunto duly authorized.

Date: April 3, 2018

BIOTRICITY, INC.

By: /s/ Waqaas Al-Siddiq
Waqaas Al-Siddiq
Chief Executive Officer

March 30, 2018

Dear Biotricity Inc. Shareholder:

I am happy to report that the Company has made significant strides during the previous several quarters to establish a strong foundation for long-term growth. Having accomplished significant operational goals that enhance our current financial standing and position us for future market share, I want to ensure that our loyal shareholder base is aware of this progress and to provide key insights on our recent developments and the strategic direction of Biotricity.

As you know, Biotricity is a modern medical technology company focused on delivering innovative, remote biometric monitoring solutions to the medical and consumer markets, including diagnostic and postdiagnostic solutions for chronic conditions and lifestyle improvement. Currently, our Research & Development team is focused on the preventative healthcare market, with a vision of putting health management into the hands of the individual. Our goal is to support the self-management of critical and chronic conditions with the use of innovative solutions to ease the growing burden on the healthcare system.

These accomplishments demonstrate that management has made meaningful progress in 2017. Management is confident regarding 2018 and expects this to be reflected in both our balance sheet and overall market presence.

Recent Company Highlights

- Achieved FDA 510(k) Clearance for its Bioflux device
- Completed a Registered Direct financing for \$2.5 million to pave the way for Bioflux commercialization
- AT&T, Inc. partnered with Biotricity to serve as the preferred network to power the company's devices with near real-time connectivity for data transmission.
- Actively expanded the company's sales force, with seasoned individuals including an industry leading VP of Sales, and pursued pilot sites in preparation for the commercial launch of its Bioflux device.
- Management planning to uplist to a National Stock Exchange in 2018
- Announced extending the capabilities of its remote patient monitoring platform with the addition of Artificial Intelligence
- Received ethics approval to conduct a study that will investigate and validate a mobile wireless fetal heart rate variability (HRV) monitor.
- Expanded its R&D efforts to best capitalize on Artificial Intelligence market trends
- Appointed Mr. John Ayanoglou to serve as new Chief Financial Officer; he brings nearly 30 years of accounting, finance, and operations experience within publicly traded companies

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Management has forged strategic relationships, enhanced commercialization efforts, and targeted a rapidly growing industry to establish the company as a market leader within the wearable medical technology industry.

FDA Approved, Bioflux to Address Critical Worldwide Market

Bioflux is a high-precision, single-unit mobile cardiac telemetry (MCT) device that can provide real-time monitoring and transmission of ambulatory patients' ECG information. Together with our proprietary software, highly customizable reports, and 24/7 monitoring center, the Bioflux system is a complete solution for remote cardiac monitoring that is designed to merge seamlessly with physicians' existing workflows.

Bioflux's software component is FDA-cleared, and its diagnostic reads are reimbursable by insurance in the U.S. under existing American Medical Association and Current Procedural Terminal (CPT) codes. The FDA clearance marks a significant inflection point for the Company on our road to mass commercialization. Upon commercial availability, the solution is expected to be used by physicians and hospitals in the diagnostic process.

Cardiovascular Disease (CVD) is the number one cause of death in the world. Early detection, diagnosis, and management of chronic cardiac conditions is critical to reducing the burden on healthcare providers as the world's population ages. This need is driving the growth in the cardiac monitoring market, which is expected to reach \$26 billion by 2020.

An estimated 85.6 million Americans, or 35% of the country's population, suffer from one or more types of CVD. Nearly 31% of all deaths in the United States are directly attributed to this medical condition. Making matters worse, the costs imposed by CVD on severely over-burdened healthcare systems are staggering. Annual health expenditures in the US linked to coronary heart disease and congestive heart failure total more than \$200 billion per year. The American Heart Association predicts that number will almost double by 2030.

How Biotricity's Proprietary Bioflux Device Works

Bioflux-the complete remote cardiac monitoring solution offers the following benefits:



- 3 channels of remote ECG data at a sampling rate up to 1000 MHz offers an improved diagnostic yield.
- Designed as a single, compact, and easy-to-use device to improve patient adherence and confidentiality.
- FDA-approved software featuring advanced beat detection and arrhythmia auto-detection to increase clinical yield.
- Remotely programmable auto-triggers can be customized for each patient or practice.

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- Highly customizable reports tailored to a physician's individual requirements.
- Low cost of acquisition and ownership removes a barrier to adoption.
- A recurring revenue model under which clients can bill for both technical and professional fees.
- A 24/7, Medicare-certified monitoring center operating under notification criteria specified by each physician for each patient.

Capturing Market Share of a \$22 Billion + Industry

The global cardiac monitoring and cardiac rhythm management devices market is projected to reach USD 26.00 Billion by 2020 from USD 22.19 Billion in 2016, at a CAGR of 4.8% from 2016 to 2020.¹ Management believes that we have reached a crucial turning point in the way we diagnose and manage Cardiovascular Disease. The problem is simply too big to ignore and new methods of treatment must be explored and adopted.

In addition to receiving clearance from the Food and Drug Administration, Biotricity has secured further product capabilities by partnering with AT&T, Inc. The telecom giant agreed to serve as Biotricity's preferred network to power our devices with near real-time connectivity for data transmission. AT&T is already providing a pilot for connectivity based on the pending launch of Bioflux, Biotricity's flagship product, and has showcased it in its conferences.

Management expects to begin recording revenues on our remote cardiac monitoring solution within the first half of 2018. Because CVD is a global issue, management foresees a robust global demand for our product.

Biotricity's management team is confident that our unique blend of skills and our technology and industry relationships provide a strong competitive advantage for us that will translate to an enhanced growth trajectory and strong capital appreciation for our shareholders.

Biotricity, Artificial Intelligence and the Future of Healthcare

Although Artificial Intelligence (AI) continues to expand throughout various businesses and sectors, it has the potential to create a profound impact on the healthcare space.

The capability of AI to improve over time as it amasses more data and refines its algorithms is ideally suited for medical device technology. I personally think that Artificial Intelligence will form a mainstay of biotechnology, and Biotricity intends to develop a cutting-edge platform utilizing AI technology.

Management believes that the adoption rates of medical device technology and AI are directly predicated on processing speed, storage space, and device size predominantly because of AI's learning prowess. As a result, we are working diligently to ensure that we have the best-in-class technology and a platform capable of acclimating to fit the needs of the evolving industry.

¹ Markets and Markets

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On behalf of the dedicated team at Biotricity and our exceptional Board of Directors, I want to thank all our loyal shareholders for their continued support in our vision. We value your involvement with the Company and as always, remain committed to our primary goal of enhancing shareholder value. Going forward, we will continue to welcome your questions, comments, and input. Our expanded investor relations team stands ready to answer any subject on your mind.

Best Wishes for a healthy and prosperous 2018!

/s/ Waqaas Al-Siddiq

Waqaas Al-Siddiq Founder, Chairman & CEO

Important Cautions Regarding Forward-Looking Statements

Any statements contained in this letter that do not describe historical facts may constitute forward-looking statements. Forward-looking statements, which involve assumptions and describe our future plans, strategies, and expectations, are generally identifiable by use of the words "may," "should," "would," "will," "could," "scheduled," "expect," "anticipate," "estimate," "believe," "intend," "seek," or "project" or the negative of these words or other variations on these words or comparable terminology. Forward-looking statements may include, without limitation, statements regarding (i) the plans and objectives of management for future operations, including plans or objectives relating to the design, development and commercialization of Bioflux or any of the Company's other proposed products or services, (ii) a projection of income (including income/loss), earnings (including earnings/loss) per share, capital expenditures, dividends, capital structure or other financial items, (iii) the Company's future financial performance, (iv) the regulatory regime in which the Company operates or intends to operate and (v) the assumptions underlying or relating to any statement described in points (i), (ii), (iii) or (iv) above. Such forward-looking statements are not meant to predict or guarantee actual results, performance, events or circumstances and may not be realized because they are based upon the Company's current projections, plans, objectives, beliefs, expectations, estimates and assumptions and are subject to a number of risks and uncertainties and other influences, many of which the Company has no control over. Actual results and the timing of certain events and circumstances may differ materially from those described by the forward-looking statements as a result of these risks and uncertainties. Factors that may influence or contribute to the inaccuracy of the forward-looking statements or cause actual results to differ materially from expected or desired results may include, without limitation, the Company's inability to obtain additional financing, the significant length of time and resources associated with the development of its products and related insufficient cash flows and resulting illiquidity, the Company's inability to expand the Company's business, significant government regulation of medical devices and the healthcare industry, lack of product diversification, existing or increased competition, results of arbitration and litigation, stock volatility and illiquidity, and the Company's failure to implement the Company's business plans or strategies. These and other factors are identified and described in more detail in the Company's filings with the SEC. The Company assumes no obligation to update any forward-looking statements in order to reflect any event or circumstance that may arise after the date of this letter.

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MARKET SNAPSHOT OTCQB: BTCY	
Price 3/27/18	\$3.75
Average Volume (90 day)	159K
52-Wk. Range	\$1.81-\$19.50
Float	12.5M
Shares Outstanding	31M
Market Cap 3/27/18	\$117.01M

Biotricity, Inc. is a medical technology company committed to improving healthcare by developing solutions that aid in chronic disease prevention and management. We specialize in remote monitoring solutions for chronic illnesses and adjacent connected healthcare applications in the diagnostic and post-diagnostic markets, for both medical and consumer use markets.

TOTAL CONNECTED
HEALTHCARE MARKET
ESTIMATED TO REACH
\$59 BILLION
BY 2020¹

CHRONIC CONDITIONS
COST THE US
MORE THAN
\$1 TRILLION
ANNUALLY²

**HEART DISEASE
& STROKE**
ARE THE LEADING CAUSES OF
DEATH IN THE US³

Our R&D focus is the preventative healthcare market, with a vision of putting health management into the hands of the individual. The company aims to support the self-management of critical and chronic conditions with the use of innovative solutions to ease the growing burden on the healthcare system. Our proprietary remote patient monitoring platform can be leveraged for various industries and plans are underway to pipeline new solutions across a spectrum of health applications, including remote COPD monitoring, fetal monitoring, sleep apnea monitoring, and other chronic conditions.

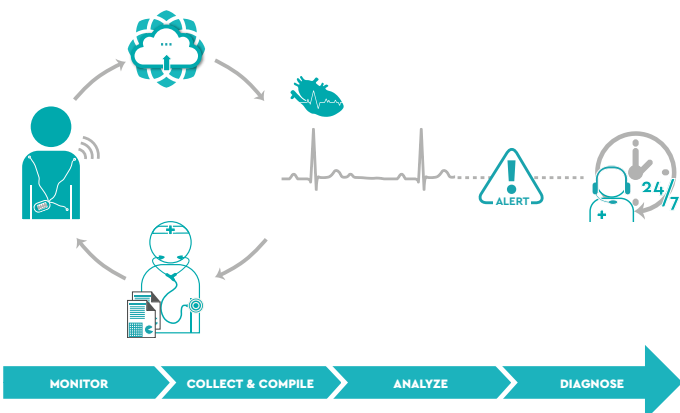
Biotricity addresses and serves the high-growing, multi-billion dollar markets that affect millions of Americans every day and helps drive patient compliance and reduces healthcare costs.

CURRENT PRODUCT LINE

- Bioflux is a medical-grade device that actively monitors a patient's ECG in real time.
- Bioflux constantly collects and compiles data on the device and uploads to the cloud.
- Bioflux analyzes both device and cloud data in real time in order to support emergency response and physician diagnosis.
- Bioflux enhances physician workflow by providing physicians with a summary report that facilitates diagnosis.
- Together with Biotricity's proprietary software, highly customizable reports, and 24/7 monitoring center, the Bioflux system is a complete solution for remote cardiac monitoring that merges seamlessly with physicians' existing platforms and workflows.







REMOTE MONITORING SOLUTION



- **True IoT solution** with built-in cellular network used for diagnostics and post-diagnostics
- **Proprietary** custom real-time operating system (RTOS)
- **Benefits include:** reduced health-care costs, early detection of chronic conditions, better access to care & improved outcomes, better communications between patients, doctors, and providers, enhanced diagnosis & prescriptions
- **RPM** solutions use proprietary algorithms, AI, and collect vast amounts of data to maximize detection, accuracy and improve learning

FUTURE HEALTH APPLICATIONS

 <p>FETAL ECG MONITORING</p>	 <p>COPD MONITORING</p>	 <p>SLEEP APNEA MONITORING</p>	 <p>DIABETES MONITORING</p>
FUTURE MARKET OPPORTUNITIES			
<p>Fetal monitoring analysis market is expected to reach \$2.81 billion by 2022⁴</p>	<p>COPD and Asthma devices market is expected to reach \$41.3 Million by 2022⁵</p>	<p>Sleep monitoring devices market is expected to reach \$5.3 billion by 2020⁶</p>	<p>Diabetes glucose monitoring is expected to reach \$26 billion by 2021⁷</p>

INVESTMENT CATALYSTS

RECENT HIGHLIGHTS

- Company announced the addition of **Artificial Intelligence (AI)** to its **Remote Patient Monitoring (RPM)** platform
- Biotricity expands **R&D** efforts with push into AI
- Announced expansion of Bioflux sales force and pilot sites
- Successfully raised approximately \$2.5 million in a registered direct offering
- Biotricity achieves FDA 510(k) clearance for Bioflux

KEY GROWTH DRIVERS

- 1. Technology/Value Creation**—proprietary remote patient monitoring platform will be leveraged across a spectrum of healthcare industries, providing ideal solutions to doctors and patients. Biotricity's Bioflux is in the process of entering the marketplace and plans are already underway to pipeline new solutions across a spectrum of health applications.
- 2. Market Opportunity**—the connected health market is growing at a 33% CAGR and is expected to reach \$59 billion by 2020¹. The Company has the potential to help millions who suffer from CVD, diabetes, sleep apnea, COPD, and fetal monitoring.
- 3. Disruptive Business Model**—provides key benefits for physicians: enables them to bill directly, no upfront costs, recurring revenue stream with high margins, turn-key solutions, and bill code integration.
- 4. Management Team**—is comprised of leaders with expertise in wireless communications, electronics, remote devices, medical devices, cardiology and more. The advisory board is made up of highly distinguished doctors and healthcare experts as well as C-level executives at leading institutions.
- 5. Bioflux**—achieved 510(k) clearance with the U.S. Food and Drug Administration FDA. Expected to be released into the market in Q1 with revenue generated by mid 2018.

STRATEGY

- Disruptive business model that is ideal for physicians: simplifies billing, reduces costs, helps with recurring-revenue
- Remote patient monitoring products are ideal solutions for underserved markets that have growing needs in multiple areas of healthcare data to maximize detection, accuracy and improve learning

PARTNERSHIP

- Biotricity has both strategic partnerships as well as research & development partnerships with leading companies
- AT&T will provide network connectivity for Biotricity's remote monitoring, lot-connected solutions
- Global to Local will build solutions that provide outcome measurements for chronic disease patients in underserved populations.
- Other partners include: University of Calgary, Alberta Health Services, Providence Enterprise, Canada NRC CNRC

EXECUTIVE OFFICERS AND OTHER MANAGEMENT

Waqas Al-Siddiq, Founder, Chief Executive Officer and Director

Leading expert on wireless security; published in textbooks and leading journals since age 19. Developed wireless security for remote sensors for the US Defense Department.

John Ayanoglou, Chief Financial Officer

John is a leader within entrepreneurial team-based environments. John has extensive experience in corporate finance, acquisitions, business integration, restructuring and turnaround, operating systems implementation and process re-engineering.

Amir Ali, Chief Development Officer

Amir has placed over 70 products in the market. He specializes in electronic and embedded-based products from concept to commercialization.

Casey Shattuck, Vice President, Sales

Casey Shattuck has a strong 33-year track record for achieving growth in businesses he has managed. He has extensive experience in leading cardiac and vascular "start-up" companies which have led to numerous successful acquisitions.

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SOURCES:

1. MarketsandMarkets
2. RAND
3. CDC Foundation
4. Zion Market Research
5. MarketsandMarkets
6. MarketsandMarkets
7. Allied Market Research

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Biotricity Reviews Fiscal Year 2017 Milestones and Outlines 2018 Goals

Company Provides Corporate Update and Issues First Ever Shareholder Letter

REDWOOD CITY, CA – April 3, 2018 – Biotricity Inc. (OTCQB: BTCY), a medical diagnostic and consumer healthcare technology company dedicated to delivering innovative, biometric remote monitoring solutions, today provided a progress update for the end of the 2017 fiscal year which ended on March 31 2018, reported its 2018 goals, and issued its first ever shareholder letter.

“We are pleased with the progress we achieved during the past year, most notably receiving 510(k) clearance for our Bioflux device,” said Mr. Waqaas Al-Siddiq, Founder and CEO of Biotricity. “We remain deeply focused on continuing to advance our Bioflux 1.0 market entry, developing future applications in connected healthcare markets, and driving shareholder value. The remote patient monitoring industry is growing at an exponential rate and we believe our platform is poised to disrupt this space, offering a turnkey solution for patients and physicians.”

To view the Biotricity Shareholder Letter please visit: [Biotricity Shareholder Letter](#)

2017 Milestones Include:

- Achieved 510(k) clearance for Bioflux 1.0
- Closed a registered direct offering with existing shareholders
- Commenced extending the capabilities of the Company’s remote patient monitoring (RPM) platform with artificial intelligence (AI)
- Began to build its sales force and expanded pilot sites to accelerate market entry
- Received ethics approval to investigate mobile wireless fetal monitoring

2018 Goals:

- Launch Bioflux 1.0 by end of Q2, with first revenues expected in early Q3
- Begin clinical benchmarking of device level AI in Q3
- Deploy cloud-based AI for Bioflux 1.0 in Q3
- Complete Bioflux 2.0 development & prototyping and file 510(k) application with FDA by end of Q4
- Anticipate development of Biolife by end of Q3 with prototypes available by end of Q4
- Test and prototype Biotricity’s next remote patient monitoring solutions, with details to be announced in Q3
- List on a National Exchange

“This will be a fast-paced year for the Company with expectations for the first revenue recognition for Bioflux 1.0, the filing of our second 510(k), and the announcement of our next RPM market.”

To learn more, visit www.biotricity.com or follow on

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LinkedIn: linkedin.com/company/biotricity-measuring-vitals

About Biotricity Inc.

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