

**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): March 30, 2020

**Mobivity Holdings Corp.**

(Exact name of registrant as specified in its charter)

**Nevada**  
(State or Other Jurisdiction  
of Incorporation)

**000-53851**  
(Commission File  
Number)

**26-3439095**  
(I.R.S. Employer  
Identification Number)

**55 N. Arizona Place, Suite 310**

**Chandler, Arizona 85225**

(Address of principal executive offices) (zip code)

**(866) 282-7660**

(Registrant's telephone number, including area code)

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

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

None

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligations 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 240.14d-2(b))
- 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.

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**Item 2.02 Results of Operations and Financial Condition**

On March 30, 2020, we issued a press release announcing our results for the year ended December 31, 2019. The full text of the press release is furnished as Exhibit 99.1 to this report.

**Item 9.01 Financial Statements and Exhibits**

**(d) Exhibits**

**Method Filing**

The following exhibit is furnished with this report:

Exhibit 99.1	Press release dated March 30, 2020 regarding the Registrant's financial results for its fiscal year ended December 31, 2019	Filed Electronically herewith
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**SIGNATURES**

Pursuant to the requirements of the Securities and Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**MOBIVITY HOLDINGS CORP.**

*March 30, 2020*

By: /s/ Dennis Becker

Dennis Becker,  
Chief Executive Officer

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March 30, 2020

FOR IMMEDIATE RELEASE

## **Mobivity Announces 41% Revenue Increase for Fourth Quarter of 2019**

*Recurring Revenue Run-Rate of \$12.3 Million; Expansion of agreement with largest customer supports expectations for continued growth, margin expansion, in 2020*

PHOENIX, AZ – March 30, 2020 – Mobivity Holdings Corp. (OTCQB:MFON), maker of the award-winning Recurrency platform that increases customer visits and spend in restaurants, retail and personal care brands, today announced financial results for the fourth quarter (“Q4”) and full year ending December 31, 2019.

### **2019 Key Performance Metrics**

- Q4 2019 Revenues increased 41% to \$2.7 million compared to \$1.9 million in Q4 2018.
- Net loss narrowed by 40.5% to \$(2.5) million compared to \$(4.2) million in Q4 2018.
- Full year 2019 revenues of \$10.1 million compared to \$11.6 million in 2018
- 2019 net loss, inclusive of \$1 million in non-recurring legal fees, of \$(8.8) million compared to \$(7.2) million in 2018
- Executed an expanded five-year agreement on December 3<sup>rd</sup>, 2019 with its largest customer to add an additional \$2.5 million in annual recurring revenues.
- Sales pipeline increased to more than \$10 million in annual recurring revenues including opportunities in new verticals including the grocery, convenience store, and online entertainment markets.

Dennis Becker, Mobivity Chairman and CEO, commented, “Our strong momentum from the fourth quarter carried into 2020 by winning a \$2.5 million expanded contract with our largest customer resulting in an increased annual recurring run rate of more than \$12 million to start the year. Additionally, an accelerating sales pipeline in the fourth quarter, including expansion into new verticals, leads us to believe that growth is achievable throughout 2020 despite the Coronavirus situation. We expect to see a variety of industries adjust their operating models to telecom-based methods for engaging consumers, workers, medical patients, and more. We also expect margins, which were diminished in 2019 due to our customers’ trial usage of advanced SMS and multimedia mobile messaging services, will begin to normalize and increase cash flows.”

Mr. Becker continued, “Our largest customers in the QSR market have historically generated the majority of their business through takeout, drive thru, and delivery sales which has provided some insulation to the growing prohibition to in-store dining in the restaurant space. We’re also seeing accelerating demand for our mobile messaging and receipt solutions to cover an increasing gap created by the absence of national advertising channels such as live sports and entertainment. Our strategy for the remainder of the year is to aggressively support our existing and prospective QSR customers with driving off premise sales while

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expanding into the convenience store and grocery markets where rapid growth is resulting from the unique global Coronavirus situation. While we've historically invested heavily in research and product development, we believe our Recurrency platform is well equipped to support material growth and our operating plan can transition to positive cash flows as we navigate the dynamics of this rapidly evolving market."

### Consolidated Financial Summaries

(In thousands)	Three months ended Dec 31,		Year Ended Dec 31,	
	2019	2018	2019	2018
Revenue	\$ 2,723	\$ 1,936	\$ 10,057	\$ 11,557
Gross profit	\$ 1,170	\$ 574	\$ 4,119	\$ 7,624
Gross margin	43%	30%	41%	66%
Operating Expenses	\$ 3,634	\$ 4,773	\$ 12,506	\$ 14,575
Income (loss) from Operations	\$ (2,464)	\$ (4,199)	\$ (8,387)	\$ (6,951)
Net income (loss)	\$ (2,510)	\$ (4,218)	\$ (8,822)	\$ (7,216)
Adjusted EBITDA *	\$ (1,980)	\$ (3,275)	\$ (6,153)	\$ (6,726)

\* Non-GAAP measures

(In thousands)	Three months ended Dec 31,		Year Ended Dec 31,	
	2019	2018	2019	2018
Revenue excluding ASC 606 *	\$ 2,978	\$ 2,874	\$ 10,962	\$ 8,864
Adjusted gross profit *	\$ 1,425	\$ 1,512	\$ 5,024	\$ 4,932
Adjusted gross margin *	48%	53%	46%	56%
Opex excluding ASC 606 *	\$ 3,756	\$ 5,427	\$ 12,947	\$ 13,092
Income (loss) from operations excluding ASC 606 *	\$ (2,331)	\$ (3,914)	\$ (7,922)	\$ (8,160)

\* Non-GAAP measures

### Conference Call

Mobivity will host a conference call at 4:30 p.m. ET on March 30, 2020.

#### Conference Call Information:

Date: Monday, March 30, 2020  
 Time: 4:30 P.M. Eastern Time (ET)  
 Dial in Number for U.S. 1-877-705-6003  
 Dial in Number for International 1-201-493-6725  
 Pass Reference Conference 13700252  
 ID:

The call will also be accompanied live by webcast over the Internet and accessible at

A replay will be available for two weeks starting on March 30, 2020 at approximately 7:30 p.m. ET. To access the replay, please dial 1-844-512-2921 in the U.S. and 1-412-317-6671 for international callers. The conference ID# is 13700252. The replay will also be available on the Company's website under the investor relations section.

**Mobivity Holdings Corp.**  
**Consolidated Balance Sheets**

	<u>December 31,</u> <u>2019</u>	<u>December 31,</u> <u>2018</u>
<b>ASSETS</b>		
<b>Current assets</b>		
Cash	\$ 273,599	\$ 554,255
Accounts receivable, net of allowance for doubtful accounts of \$88,071 and \$10,104, respectively	614,726	601,658
Contracts receivable, current	526,948	578,869
Other current assets	601,749	736,309
<b>Total current assets</b>	<u>2,017,022</u>	<u>2,471,091</u>
Goodwill	496,352	537,550
Right to use lease assets	260,645	-
Intangible assets, net	1,762,211	1,781,448
Contracts receivable, long term	1,260,371	2,113,823
Other assets	67,787	527,146
<b>TOTAL ASSETS</b>	<u><b>\$ 5,864,388</b></u>	<u><b>\$ 7,431,058</b></u>
<b>LIABILITIES AND STOCKHOLDERS' EQUITY</b>		
<b>Current liabilities</b>		
Accounts payable	\$ 3,256,888	\$ 1,731,628
Accrued interest	35,292	9,167
Accrued and deferred personnel compensation	244,953	350,311
Deferred revenue and customer deposits	440,309	1,956,938
Related party notes payable, net - current maturities	140,700	131,392
Notes payable, net - current maturities	540,576	1,148,198
Other current liabilities	566,808	723,636
<b>Total current liabilities</b>	<u>5,225,526</u>	<u>6,051,270</u>
<b>Non-current liabilities</b>		
Notes payable, net - long term	1,567,529	194,328
Other long term liabilities	785,678	860,500
<b>Total non-current liabilities</b>	<u>2,353,207</u>	<u>1,054,828</u>
<b>Total liabilities</b>	<u>7,578,733</u>	<u>7,106,098</u>
<b>Commitments and Contingencies</b>		
<b>Stockholders' equity</b>		
Common stock, \$0.001 par value; 100,000,000 shares authorized; 51,380,969 and 45,998,053, shares issued and outstanding	51,381	45,998
Equity payable	100,862	100,862
Additional paid-in capital	94,781,738	88,008,473
Accumulated other comprehensive income	8,780	4,759
Accumulated deficit	(96,657,106)	(87,835,132)
<b>Total stockholders' equity</b>	<u>(1,714,345)</u>	<u>324,960</u>
<b>TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY</b>	<u><b>\$ 5,864,388</b></u>	<u><b>\$ 7,431,058</b></u>

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**Mobivity Holdings Corp.**  
**Consolidated Statements of Operations**

	Three Months Ended		Year Ended	
	December 31			
	2019	2018	2019	2018
<b>Revenues</b>				
Revenues	2,723,478	1,935,601	10,056,922	11,556,536
Cost of revenues	1,553,155	1,361,530	5,938,298	3,932,334
<b>Gross profit</b>	1,170,323	574,071	4,118,624	7,624,202
<b>Operating expenses</b>				
General and administrative	1,301,767	1,321,509	5,588,329	4,155,636
Sales and marketing	429,982	884,948	2,707,356	3,931,469
Engineering, research, and development	1,890,376	75,791	3,609,968	3,713,787
Goodwill impairment	-	2,288,057	-	2,288,057
Depreciation and amortization	11,983	203,031	600,066	486,255
<b>Total operating expenses</b>	3,634,108	4,773,336	12,505,719	14,575,204
<b>Income (loss) from operations</b>	(2,463,785)	(4,199,265)	(8,387,095)	(6,951,002)
<b>Other income/(expense)</b>				
Interest income	1,507	3,264	28,160	4,145
Interest expense	(47,377)	(17,385)	(236,706)	(210,422)
Loss on conversion of debt	-	(1)	(232,462)	(41,903)
Loss on sale of fixed assets	-	-	-	(8,722)
Foreign currency (loss) gain	(340)	(4,679)	6,129	(7,745)
<b>Total other income/(expense)</b>	(46,210)	(18,801)	(434,879)	(264,647)
<b>Income (loss) before income taxes</b>	(2,509,995)	(4,218,066)	(8,821,974)	(7,215,649)
Income tax expense	-	-	-	-
<b>Net Income (loss)</b>	(2,509,995)	(4,218,066)	(8,821,974)	(7,215,649)
<b>Other comprehensive income (loss), net of income tax</b>				
Foreign currency translation adjustments	(8,918)	(24,751)	4,021	70,523
<b>Comprehensive income (loss)</b>	<u>\$ (2,518,913)</u>	<u>\$ (4,242,817)</u>	<u>\$ (8,817,953)</u>	<u>\$ (7,145,126)</u>
<b>Net income (loss) per share:</b>				
Basic	<u>\$ (0.05)</u>	<u>\$ (0.09)</u>	<u>\$ (0.18)</u>	<u>\$ (0.17)</u>
Diluted	<u>\$ (0.05)</u>	<u>\$ (0.09)</u>	<u>\$ (0.18)</u>	<u>\$ (0.17)</u>
<b>Weighted average number of shares:</b>				
Basic	<u>51,380,969</u>	<u>45,977,176</u>	<u>47,720,507</u>	<u>42,133,368</u>
Diluted	<u>51,380,969</u>	<u>45,977,176</u>	<u>47,720,507</u>	<u>42,133,368</u>
<b>Reconciliation of net (loss) to adjusted EBITDA</b>				
Net (loss)	(2,509,995)	(4,218,066)	\$(8,821,974)	\$(7,215,649)
Loss on conversion of debt	-	41,903	\$ 232,462	41,903
Impact of ASC606	132,959	285,312	464,509	(1,209,823)
Stock based compensation	338,966	398,205	1,163,270	965,161
Depreciation and amortization	11,983	203,031	600,066	486,255
Interest expense	45,870	14,121	208,546	206,277
<b>Adjusted EBITDA</b>	<u>\$ (1,980,217)</u>	<u>\$ (3,275,494)</u>	<u>\$ (6,153,121)</u>	<u>\$ (6,725,876)</u>

**Non-GAAP Measurements**

This press release includes certain financial information which constitutes "non-GAAP financial measures" as defined by the SEC. A full reconciliation of the non-GAAP measures to GAAP can be found in the tables of today's press release. Non-GAAP adjusted net income is supplemental to results presented under accounting principles generally accepted in the United States of America ("GAAP") and

may not be comparable to similarly titled measures presented by other companies. These non-GAAP measures are used by management to facilitate period-to-period comparisons and analysis of Mobivity's operating performance and liquidity. Management believes these non-GAAP measures are useful to investors in trending, analyzing and benchmarking the performance and value of Mobivity's business. These non-GAAP measures should be considered in addition to, but not as a substitute for, other similar measures reported in accordance with GAAP.

#### **About Mobivity**

Brick and mortar stores struggle to manage customer connections in a digital world. Mobivity provides a platform to connect national restaurants, retailers, personal care brands and their partners with customers to increase retention, visits, and spend. Mobivity's re•currency suite of products increases customer engagement and frequency by capturing detailed POS transaction records, analyzing customer habits, and motivating customers and employees through data-driven messaging applications and rewards. For more information about Mobivity, visit [www.mobivity.com](http://www.mobivity.com) or call (877) 282-7660.

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#### **Forward Looking Statement**

This press release contains forward-looking statements concerning Mobivity Holdings Corp. within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. Those forward-looking statements include statements regarding the benefits of recent additions to the Company's management team; the Company's expectations for the growth of the Company's operations and revenue; and the advantages and growth prospects of the mobile marketing industry. Such statements are subject to certain risks and uncertainties, and actual circumstances, events or results may differ materially from those projected in such forward-looking statements. Factors that could cause or contribute to differences include, but are not limited to, our ability to successfully integrate our recent additions to management; our ability to develop the sales force required to achieve our development and revenue goals; our ability to raise additional working capital as and when needed; changes in the laws and regulations affecting the mobile marketing industry and those other risks set forth in Mobivity Holdings Corp.'s annual report on Form 10-K for the year ended December 31, 2019 filed with the SEC on March 30, 2020. Mobivity Holdings Corp. cautions readers not to place undue reliance on any forward-looking statements. Mobivity Holdings Corp. does not undertake, and specifically disclaims any obligation to update or revise such statements to reflect new circumstances or unanticipated events as they occur.

#### **Investor Relations Contact:**

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