
**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): **September 18, 2017**

SHIFTPIXY, INC.

(Exact name of registrant as specified in its charter)

Wyoming

(State of incorporation or organization)

47-4211438

(I.R.S. Employer Identification No.)

1 Venture, Suite 150, Irvine CA

(Address of principal executive offices)

92618

(Zip Code)

888-798-9100

(Registrant's telephone number, including area code)

Commission File No. **001-37954**

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))
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Section 7 - Regulation FD

Item 7.01 Regulation FD Disclosure.

Disclosure of Certain Financial Information

ShiftPixy, Inc. (the "Company"), is furnishing as Exhibit 99.1 to this Current Report on Form 8-K, materials which were prepared and posted on our Company website on September 18, 2017. The Company undertakes no obligation to update the attached presentation materials.

The information in this Current Report on Form 8-K (including the presentation materials attached as Exhibit 99.1 hereto) is being furnished pursuant to Item 7.01 of Form 8-K and shall not be deemed to be “filed” for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities of that section, nor shall it be deemed to be incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act.

This Current Report on Form 8-K does not constitute a determination or an admission by the Company as to the materiality or completeness of any information contained herein.

ShiftPixy Policy on Using Social Media to Make Corporate Disclosures and Announce Key Information in Compliance with Regulation FD

Consistent with the SEC’s April 2013 guidance on using social media outlets like Facebook and Twitter to make corporate disclosures and announce key information in compliance with Regulation FD, ShiftPixy is alerting investors and other members of the general public that ShiftPixy will provide updates on operations and progress required to be disclosed under Regulation FD through its social media on Facebook, Twitter, LinkedIn and YouTube. Investors, potential investors, shareholders and individuals interested in our Company are encouraged to keep informed by following us on Facebook, Twitter, LinkedIn and YouTube.

Facebook: <http://www.facebook.com/shiftpixy>

Twitter: <http://www.twitter.com/shiftpixy>

LinkedIn: <https://www.linkedin.com/company/shiftpixy>

YouTube: <https://www.youtube.com/channel/UCyWJS08Trwb5ikhtFoFWTQ/featured> (current)

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits. The following material is filed as an exhibit to this Current Report on Form 8-K:

Exhibit Number	Description
99.1	Presentation Materials – September 18, 2017

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the date indicated.

SHIFTPIXY, INC.

Date: September 18, 2017

By: */s/ Scott W. Absher*

Scott W. Absher
Chief Executive Officer and Director

	<u>ANNUAL RESULTS</u>		<u>YTD RESULTS</u>		<u>QUARTERLY RESULTS</u>	
	<u>FYE AUG 2016</u>	<u>FYE AUG 2015</u>	<u>NINE MONTHS ENDED MAY 17</u>	<u>NINE MONTHS ENDED MAY 16</u>	<u>THREE MONTHS ENDED MAY 17</u>	<u>THREE MONTHS ENDED MAY 16</u>
PROFITABILITY RATIOS:						
GROSS BILLINGS (REVENUE) & NET REVENUE:						
GROSS BILLINGS (REVENUE)	\$ 50,672,129	\$ 77,661	\$ 93,252,371	\$ 15,605,125	\$ 27,456,730	\$ 13,324,855
NET REVENUE	\$ 8,460,653	\$ 17,705	\$ 15,718,780	\$ 2,574,846	\$ 4,628,362	\$ 2,198,601
GROSS PROFIT & GROSS MARGIN:						
GROSS PROFIT	\$ 1,516,429	\$ 6,049	\$ 4,756,786	\$ 1,168,102	\$ 878,013	\$ 975,690
GROSS MARGIN (Gross Profit/Gross Billings)	3.0%	7.8%	5.1%	7.5%	3.2%	7.3%
PROFIT & LOSS RATIOS:						
NET INCOME (LOSS)						
(Net Profit/Net Income)	\$ (1,854,556)	\$ (53,681)	\$ (2,470,048)	\$ (150,655)	\$ (2,709,672)	\$ 49,756
OPERATING MARGIN						
(Net Income/Gross Billings/Revenue)	-3.7%	-69.1%	-2.6%	-1.0%	-9.9%	0.4%
NET INCOME (LOSS) PER SHARE						
(Net Income/Share)	\$ (0.07)	\$ (0.00)	\$ (0.09)	\$ (0.01)	\$ (0.10)	\$ 0.00

	<u>ANNUAL RESULTS</u>		<u>YTD RESULTS</u>
	<u>FYE AUG 2016</u>	<u>FYE AUG 2015</u>	<u>NINE MONTHS ENDED MAY 17</u>
BALANCE SHEET RATIOS:			
CURRENT RATIO			
(Current Assets/Current Liabilities)	0.80	6.49	0.51
WORKING CAPITAL FUNDS			
(Current Assets Less Current Liabilities)	\$ (328,983)	\$ 101,319	\$ (1,037,326)
LEVERAGE RATIO			
(Total Liabilities/Total Assets)	0.93	0.15	1.43
DEBT-TO-EQUITY RATIO			
(Total Liabilities/Total Shareholders Funds)	13.43	0.18	(3.33)

	<u>ANNUAL RESULTS</u>		<u>YTD RESULTS</u>
	<u>FYE AUG 2016</u>	<u>FYE AUG 2015</u>	<u>NINE MONTHS ENDED MAY 17</u>
BALANCE SHEET RATIOS:			
CURRENT RATIO			
(Current Assets/Current Liabilities)	0.80	6.49	0.51
WORKING CAPITAL FUNDS			
(Current Assets Less Current Liabilities)	\$ (328,983)	\$ 101,319	\$ (1,037,326)

LEVERAGE RATIO			
(Total Liabilities/Total Assets)	0.93	0.15	1.43
DEBT-TO-EQUITY RATIO			
(Total Liabilities/Total Shareholders Funds)	13.43	0.18	(3.33)

	ANNUAL RESULTS		YTD RESULTS
	FYE AUG	FYE AUG	NINE MONTHS ENDED
	2016	2015	MAY 17
ASSETS			
CURRENT ASSETS			
CASH	\$ 868,532	\$ 103,650	\$ 511,267
ACCOUNTS RECEIVABLE	\$ 56,438	\$ -	\$ 155,995
PREPAID EXPENSES	\$ 342,996	\$ 16,129	\$ 404,820
OTHER CURRENT ASSETS	\$ 73,482	\$ -	\$ 17,470
TOTAL CURRENT ASSETS	\$ 1,341,448	\$ 119,779	\$ 1,089,552
FIXED ASSETS			
FIXED ASSETS, NET	\$ 348,773	\$ -	\$ 304,413
DEPOSITS AND OTHER ASSETS	\$ 104,613	\$ -	\$ 93,483
TOTAL FIXED ASSETS	\$ 453,386	\$ -	\$ 397,896
TOTAL ASSETS	\$ 1,794,834	\$ 119,779	\$ 1,487,448
LIABILITIES			
CURRENT LIABILITIES			
ACCOUNTS PAYABLE	\$ 826,447	\$ 18,460	\$ 578,105
PAYROLL RELATED LIABILITIES	\$ 722,715	\$ -	\$ 1,178,545
OTHER CURRENT LIABILITIES	\$ 121,269	\$ -	\$ 370,228
TOTAL CURRENT LIABILITIES	\$ 1,670,431	\$ 18,460	\$ 2,126,878
LONG-TERM LIABILITIES			
OTHER	\$ -	\$ -	\$ -
TOTAL LONG-TERM LOANS	\$ -	\$ -	\$ -
TOTAL LIABILITIES	\$ 1,670,431	\$ 18,460	\$ 2,126,878
NET ASSETS			
(Assets Less Liabilities - Should Equal Total Shareholders Funds)	\$ 124,403	\$ 101,319	\$ (639,430)
SHAREHOLDER FUNDS (EQUITY)			
COMMON STOCK (PAR VALUE)	\$ 2,622	\$ 2,528	\$ 2,664
ADDITIONAL PAID-IN CAPITAL	\$ 2,030,018	\$ 152,472	\$ 3,735,891
ACCUMULATED DEFICIT	\$ (1,908,237)	\$ (53,681)	\$ (4,378,285)
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	\$ 1,794,834	\$ 119,779	\$ 1,487,148

INCOME STATEMENT HIGHLIGHTS:	ANNUAL RESULTS		YTD RESULTS		QUARTERLY RESULTS	
	FYE AUG 2016	FYE AUG 2015	NINE MONTHS ENDED MAY 17	NINE MONTHS ENDED MAY 16	THREE MONTHS ENDED MAY 17	THREE MONTHS ENDED MAY 16
GROSS BILLINGS (REVENUE) & NET REVENUE						
GROSS BILLINGS (REVENUE)	\$ 50,672,129	\$ 77,661	\$ 93,252,371	\$ 15,605,125	\$ 27,456,730	\$ 13,324,855
NET REVENUE	\$ 8,460,653	\$ 17,705	\$ 15,718,780	\$ 2,574,846	\$ 4,628,362	\$ 2,198,601
GROSS PROFIT & GROSS MARGIN						
GROSS PROFIT	\$ 1,516,429	\$ 6,049	\$ 4,756,786	\$ 1,168,102	\$ 878,013	\$ 975,690
GROSS MARGIN (Gross Profit/Gross Billings)	3.0%	7.8%	5.1%	7.5%	3.2%	7.3%
PROFIT & LOSS RATIOS						
NET INCOME (LOSS) (Net Profit/Net Income)	\$ (1,854,556)	\$ (53,681)	\$ (2,470,048)	\$ (150,655)	\$ (2,709,672)	\$ 49,756
NET INCOME (LOSS) PER SHARE (Net Income/Share)	\$ (0.07)	\$ (0.00)	\$ (0.09)	\$ (0.01)	\$ (0.10)	\$ 0.00
INCOME STATEMENT DETAILS:	FYE AUG 2016	FYE AUG 2015	NINE MONTHS ENDED MAY 17	NINE MONTHS ENDED MAY 16	THREE MONTHS ENDED MAY 17	THREE MONTHS ENDED MAY 16
GROSS BILLINGS (REVENUE)						
GROSS BILLINGS (REVENUE)	\$ 50,672,129	\$ 77,661	\$ 93,252,371	\$ 15,605,125	\$ 27,456,730	\$ 13,324,855

ADJUSTMENTS TO GROSS**BILLINGS (REVENUE)**

TOTAL ADJUSTMENTS TO GROSS BILLINGS (REVENUE)	\$ 42,211,476	\$ 59,956	\$ 77,533,591	\$ 13,030,279	\$ 22,828,368	\$ 11,126,254
NET REVENUE						
TOTAL NET REVENUE	\$ 8,460,653	\$ 17,705	\$ 15,718,780	\$ 2,574,846	\$ 4,628,362	\$ 2,198,601
COST OF REVENUE						
SUBTOTAL COST OF REVENUE	\$ 6,944,224	\$ 11,656	\$ 10,961,994	\$ 1,406,744	\$ 3,750,349	\$ 1,222,911
GROSS PROFIT						
GROSS PROFIT	\$ 1,516,429	\$ 6,049	\$ 4,756,786	\$ 1,168,102	\$ 878,013	\$ 975,690

OPERATING EXPENSES

TOTAL OPERATING EXPENSES	\$ 3,370,985	\$ 59,730	\$ 7,226,834	\$ 1,318,757	\$ 3,587,685	\$ 925,934
NET INCOME (LOSS)	<u>\$ (1,854,556)</u>	<u>\$ (53,681)</u>	<u>\$ (2,470,048)</u>	<u>\$ (150,655)</u>	<u>\$ (2,709,672)</u>	<u>\$ 49,756</u>

NET INCOME (LOSS) PER SHARE

BASIC	\$ (0.07)	\$ (0.00)	\$ (0.09)	\$ (0.01)	\$ (0.10)	\$ 0.00
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WEIGHTED AVERAGE NUMBER OF COMMON SHARES USED IN PER SHARE COMPUTATION

BASIC	25,630,874	24,110,852	26,337,976	25,436,894	26,555,706	25,653,731
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	<u>ANNUAL RESULTS</u>		<u>YTD RESULTS</u>	
	<u>FYE AUG 2016</u>	<u>FYE AUG 2015</u>	<u>NINE MONTHS ENDED MAY 2017</u>	<u>NINE MONTHS ENDED MAY 2016</u>
STATEMENT OF CASH FLOWS:				
NET INCOME (LOSS)	\$ (1,854,556)	\$ (53,681)	\$ (2,470,048)	\$ (150,655)
ADJUSTMENTS TO RECONCILE NET INCOME (LOSS) TO NET CASH USED IN OPERATIONS:				
DEPRECIATION AND AMORTIZATION	\$ 23,222	\$ -	\$ 49,021	\$ 12,620
STOCK BASED COMPENSATION	\$ -	\$ -	\$ 328,415	\$ -
CHANGES IN OPERATING ASSETS AND LIABILITIES				
ACCOUNTS RECEIVABLE	\$ (56,438)	\$ -	\$ (99,557)	\$ (93,477)
PREPAID EXPENSES AND OTHER CURRENT ASSETS	\$ (400,349)	\$ (16,129)	\$ (5,812)	\$ (307,639)
OTHER ASSETS	\$ (104,613)	\$ 18,460	\$ 11,430	\$ (117,107)
ACCOUNTS PAYABLE	\$ 807,987	\$ -	\$ (248,342)	\$ 360,863
PAYROLL RELATED LIABILITIES	\$ 722,715	\$ -	\$ 455,830	\$ 549,305
OTHER CURRENT LIABILITIES	\$ 121,269	\$ -	\$ 248,959	\$ -
NET CASH FLOW FROM OPERATIONS	<u>\$ (740,763)</u>	<u>\$ (51,350)</u>	<u>\$ (1,730,104)</u>	<u>\$ 253,910</u>
INVESTING ACTIVITIES				
PURCHASE OF FIXED ASSETS	\$ (371,995)	\$ -	\$ (4,661)	\$ (270,186)
NET CASH FLOW FROM INVESTING ACTIVITIES	<u>\$ (371,995)</u>	<u>\$ -</u>	<u>\$ (4,661)</u>	<u>\$ (270,186)</u>

FINANCING ACTIVITIES

PROCEEDS FROM THE ISSUANCE OF COMMON STOCK WITH WARRANTS	\$ 1,872,600	\$ 155,000	\$ 1,377,500	\$ 1,767,641
PROCEEDS FROM THE ISSUANCE OF STOCK SUBSCRIPTION RECEIVABLE	\$ 5,040	\$ -	\$ -	\$ -
NET CASH FLOW FROM FINANCING ACTIVITIES	\$ 1,877,640	\$ 155,000	\$ 1,377,500	\$ 1,767,641
NET INCREASE IN CASH	\$ 764,882	\$ 103,650	\$ (357,265)	\$ 1,751,365
CASH AT BEGINNING OF PERIOD	\$ 103,650	\$ -	\$ 868,532	\$ 103,650
CASH AT END OF PERIOD	<u>\$ 868,532</u>	<u>\$ 103,650</u>	<u>\$ 511,267</u>	<u>\$ 1,855,015</u>