

SECURITIES AND EXCHANGE COMMISSION

FORM 8-K

Current report filing

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FILER

DAIS ANALYTIC CORP

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SIC: **3990** Miscellaneous manufacturing industries

Business Address
*11552 PROSPEROUS DRIVE
ODESSA FL 33556*

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 21, 2009

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

New York

(State or other jurisdiction of
incorporation or organization)

333-152940

(Commission File Number)

14-760865

(I.R.S. 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)

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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Item 8.01 Other Events.

On December 11, 2008, December 21, 2008, December 31, 2008 and January 21, 2009, all amounts due under the respective convertible promissory notes (the "Convertible Notes") issued to certain investors pursuant to a financing of up to \$3,000,000 in the aggregate (the "Bridge Financing") in December 2007 and January 2008 matured and became due and payable in full. As of the respective dates, the Company has not repaid any of the amounts due under the respective Convertible Notes. Certain investors have notified the Company that they are asserting their rights to receive payment of the principal amount, plus interest, pursuant to the terms of the Convertible Notes. The Company is currently proposing the Convertible Note holders either (i) convert their notes into shares at this time in exchange for additional warrants or (ii) extend the maturity of the Convertible Notes and continue to accrue interest.

This Current Report on Form 8-K may contain, among other things, certain forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995, including, without limitation, (i) statements with respect to the Company's plans, objectives, expectations and intentions; and (ii) other statements identified by words such as "may," "could," "would," "should," "believes," "expects," "anticipates," "estimates," "intends," "plans" or similar expressions. These statements are based upon the current beliefs and expectations of the Company's management and are subject to significant risks and uncertainties. Actual results may differ from those set forth in the forward-looking statements. These forward-looking statements involve certain risks and uncertainties that are subject to change based on various factors (many of which are beyond the Company's control).

SIGNAUTRE

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

January 26, 2009

By: /s/ Timothy Tangredi

Timothy Tangredi

Chief Executive Officer, President and Chairman