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): June 4, 2018

Duos Technologies Group, Inc.

(Exact name of registrant as specified in its charter)

Florida	**000-55497**	**65-0493217**
(State or Other Jurisdiction of Incorporation)	*(Commission File Number)*	*(I.R.S. Employer Identification No.)*

6622 Southpoint Drive S., Suite 310
Jacksonville, Florida 32216
(Address of Principal Executive Office) (Zip Code)

(904) 652-1601
(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:

☐ 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 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 checkmark 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. ☐

Cautionary Note Regarding Forward-Looking Statements

This Current Report on Form 8-K includes information that may constitute forward-looking statements. These forward-looking statements are based on the Company's current beliefs, assumptions and expectations regarding future events, which in turn are based on information currently available to the Company. By their nature, forward-looking statements address matters that are subject to risks and uncertainties. Forward looking statements include, without limitation, statements relating to projected industry growth rates, the Company's current growth rates and the Company's present and future cash flow position. A variety of factors could cause actual events and results, as well as the Company's expectations, to differ materially from those expressed in or contemplated by the forward-looking statements. Risk factors affecting the Company are discussed in detail in the Company's filings with the Securities and Exchange Commission. The Company undertakes no obligation to publicly update or revise any forward-looking statement, whether as a result of new information, future events or otherwise, except to the extent required by applicable securities laws.

Item 7.01 Regulation FD Disclosure.

Pursuant to Regulation FD, Duos Technologies Group, Inc. (the "Company") hereby furnishes investor presentation materials in the form of a power point presentation and description of the Company's current platform technology (the "Presentation Material") written by the Company to update current shareholders as well potential investors of the Company's business strategy. The Company will present the Presentation Material to investors, shareholders and/or customers on or after June 4, 2018.

The information provided under this Item 7.01 of this Current Report on Form 8-K, including Exhibit 99.1, is "furnished" and shall not be deemed "filed" with the Securities and Exchange Commission or incorporated by reference in any filing under the Securities Exchange Act or 1934 or the Securities Act of 1933. The Presentation Material can also be found on our website at https://duostechnologies.com.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit No.	Description of Exhibit
99.1	Presentation Material

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.

DUOS TECHNOLOGIES GROUP, INC.

Dated: June 4, 2018

By: /s/ *Adrian Goldfarb*
Adrian Goldfarb
Chief Financial Officer

EXHIBIT 99.1


OTCQB: DUOT
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INVESTOR PRESENTATION June 2018
GOVERNMENT
UTILITIES
OIL AND GAS
RAIL
CHEMICAL
DISTRIBUTION

Safe Harbor Statement

This presentation, as well as other written or oral statements made from time to time, includes “forward-looking statements,” within the meaning of the U.S. Securities Act of 1933, as amended and the U.S. Securities Exchange Act of 1934, as amended, or the “Exchange Act.” Forward-looking statements are not based on historical information and include, without limitation, statements regarding our future financial condition and results of operations, business strategy and plans and objectives of management for future operations. Forward-looking statements reflect our current views with respect to future events. The words “may,” “will,” “expect,” “intend,” “anticipate,” “believe,” “project,” “estimate” and similar expressions identify forward-looking statements. These forward-looking statements are based upon estimates and assumptions made by us or our officers that, although believed to be reasonable, are subject to certain known and unknown risks and uncertainties that could cause actual results to differ materially and adversely as compared to those contemplated or implied by such forward-looking statements.

All forward-looking statements involve risks, assumptions and uncertainties. You should not rely upon forward-looking statements as predictors of future events. The occurrence of the events described, and the achievement of the expected results, depend on many events, some or all of which are not predictable or within our control. Actual results may differ materially from expected results. These risks, assumptions and uncertainties are not all of the important factors that could cause actual results to differ materially from those expressed in any of our forward-looking statements. Other known as well as unknown or unpredictable factors also could harm our results. All of the forward-looking statements we have included in this presentation are based on information available to us on the date of this presentation. We undertake no obligation, and specifically decline any obligation, to update publicly or revise any forward-looking statements, whether as a result of new information, future events or otherwise. In light of these risks, uncertainties and assumptions, the forward-looking events discussed in this presentation might not occur.

Any reference to financial projections in this presentation, if any, are for illustrative purposes only and are based upon certain hypothetical assumptions, which we believe are reasonable as of the date of this Presentation. The selection of assumptions requires the exercise of judgment and is subject to uncertainty due to the effect that economic or other changes may have on future events. The assumptions used for the projections in this Presentation, if any, are those we believe to be most significant to the projections.

Who We Are

Headquartered in **Jacksonville, FL**

Staff of **39** and projected to grow to **>50** by the end of 2018

Design, develop and implement **advanced intelligent technologies**

- Intelligent Sensor and Data Analytics
  - *Ability to provide valuable information from virtually any sensor or data input*
- Enterprise Information Management (EIM)
  - *Translate that information from data analytics into actionable insights, creating:*
- Turnkey Engineered Solutions

Industry-agnostic with current focus on:

- **rail transportation**
- retail distribution centers
- critical infrastructure security
- law enforcement

9 patents granted and **2** patents pending

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Our Target Markets

Total Addressable Market is **Global** and the North American Markets We Serve Exceed **$100B** Alone

Select Customers

Amtrak · BNSF Railway · Concho · CN · Conrail · Union Pacific · Kansas City Southern Lines · CSX · Metra · TTCI Transportation Technology Center, Inc. · Ferromex Grupo Mexico · Olin Chlor Alkali Products · U.S. Department of Homeland Security · Kohl's · Texas Capital Bank · nationalgrid · Johns Hopkins University · United States Army

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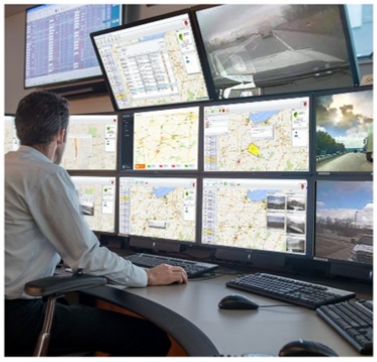
centraco®
praesidium®
duostech
Our Technologies, Products and Applications
rip®
vue®

centraco®
praesidium®

Core Software Platforms

Distributed as licensed software suites
Natively embedded within engineered turnkey systems

centraco® (Front End)



Modular Common Operating Framework

Multi-layered user interface

Unified presentation layer allows for easier decision making processes

praesidium® (Back End)

Intelligent Data Analytics Modules

Includes various applications of:

Artificial Intelligence
Machine Learning
Video Analytics

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rip® Railcar Inspection Portal

Border Security (first generation)

What Happens
At Border Crossings

- Freight trains entering the US from Mexico pass Rail Inspection Portals at low speeds
- Rail cars are then inspected remotely by US Customs and Border Protection ("CBP")

rip® Main Objectives

- Detection of illegal riders
- Under carriage inspection for anomalies
- Monitoring for Open Doors and Open/Missing Hatches

Step-by-Step System Summary

	Live imagery is simultaneously viewed by: 1. CBP officers in the field 2. The National Rail Targeting Unit ("NRTU") in the U.S. and in Mexico
	Each rail car is inspected virtually at the portal using proprietary local database
	All images are stored on local database and simultaneously uploaded to duostech's cloud
	Databases are continuously synchronized
	Open doors, missing hatches tagged via Automatic Equipment Identification (**AEI**) tag correlation
	Changes and suspicious detections are flagged and tagged on **centraco®** 's CBP user interface
	Comprehensive reporting via e-mail and live displays
	Individual car tracking throughout rail system

BORDER CROSSING DEPLOYMENTS

Calexico, CA
Nogales, AZ
El Paso, TX
Eagle Pass, TX *1

*1 Eagle Pass, TX currently out of order due to derailment

SECURITY INSPECTIONS

Saltillo, MX
San Luis Potosi, MX

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rip® Rail Inspection Portal

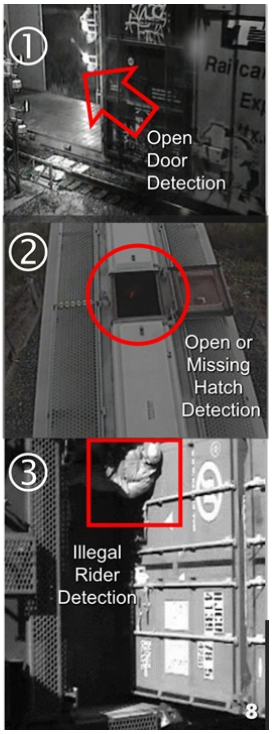
Border Security (first generation)

Linear Panorama View

- Stitches and synchronizes 360° views of images
- Visuals from the top, bottom and sides of each rail car passing through the inspection portal
- The panoramic view allows inspectors to detect:

1. **Open Doors**
   Identifies open doors. Identifies location within train. Automatically sends alarm to operators.
2. **Open and Missing Hatches**
   Identifies missing top hatches. Identifies location within train. Automatically sends alarm to operators.
3. **Illegal Riders**
   Detects hiding individuals. Identifies location within train. Automatically transmits alarms to operators

*Detection at speeds of up to **120 MPH***



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rip® Railcar Inspection Portal

Mechanical Inspection (second generation)

Problem and Opportunity

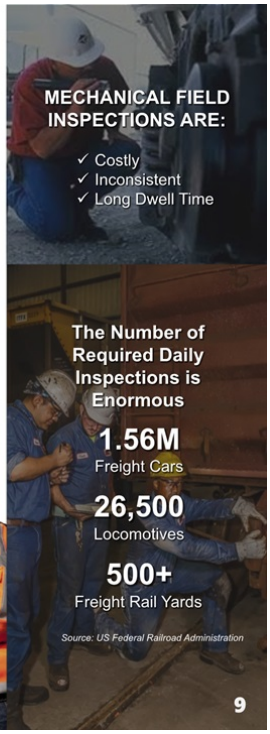
Mechanical inspection of all rail cars and locomotives is **mandatory** as they leave the yard.[1]

Current Practices

- Every time a train enters each yard, car inspectors must:
  conduct visual, physical inspection of mechanical components "walking" on both sides of each car
- Process is inefficient and ineffective
  depending on factors such as weather and the availability, motivation and capability of inspectors
- Time consuming process
  dwell time 3-4 hrs.+ per train while train is immobilized in an inspection yard

Industry Objective

Replace/ significantly reduce current in-yard physical inspection practice with an **automated process, conducted prior** to train entering a yard.



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1. Source: US Federal Railroad Administration (FRA) Regulation

rip® Railcar Inspection Portal

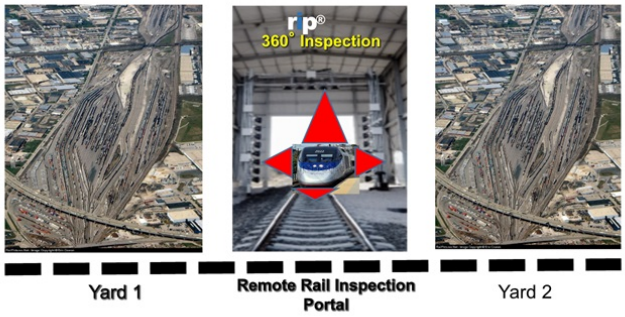
Mechanical Inspection (second generation)

The Future of Railcar Mechanical Inspections

Remote, four-sided (360°), **automated mechanical inspection** while traveling at speeds of up to 120 MPH before train enters a yard.

Benefits:

- Reduction of field labor
- Substantial reduction of dwell time per train
- Increased safety, accuracy and efficiencies
- Increase in average system velocity
- Prevent derailments (see ROI Study)
- Substantial savings and positive impact on rail operator's bottom line



Recent Developments:

Duos currently has **2** prototypes in operation

Recently received order From **Canadian National** for 4 Complete Systems to be Installed in Canada.

Value between **$5M** and **$10M**

$60B North American Rail Market

While inspections are **mandated** by the FRA, the market for automated solutions is virtually unpenetrated

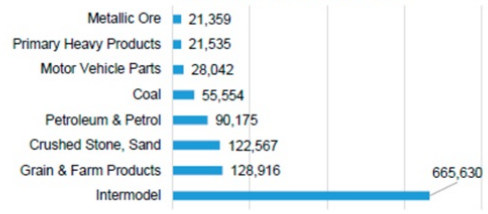
"Major freight railroads plan to spend an estimated $29B to build, maintain and grow the rail network."

Source: aar.org 2015 Outlook

Source: Association of American Railroads "Total Annual Spending 2013 Data"

2014 vs. 2013 Freight Demand Growth

Increase in Number of Rail Car Loads

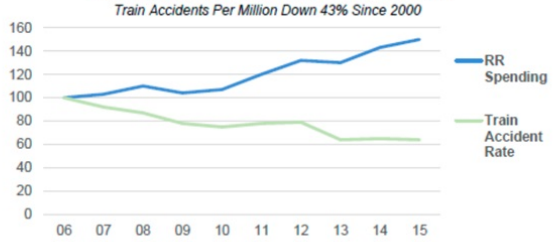


"Big Data will continue to help railroads make intelligent decisions about the rail network and maintain a system of cargo delivery second to none."

Source: AAR State of the Industry 2016 Full Report

Rail Investment Leads to Fewer Accidents

Train Accidents Per Million Down 43% Since 2000



Source: Association of American Railroads

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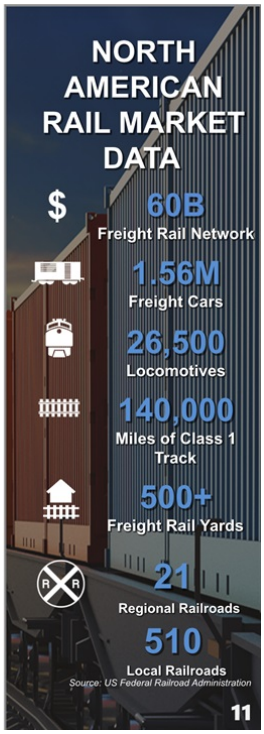
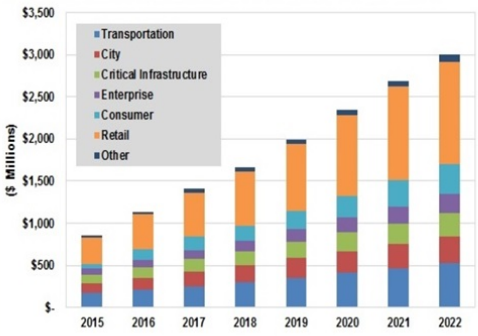


Additional Market Opportunities

$2B Video Analytics Market

***Rising security and safety issues** drive video analytics market growth*

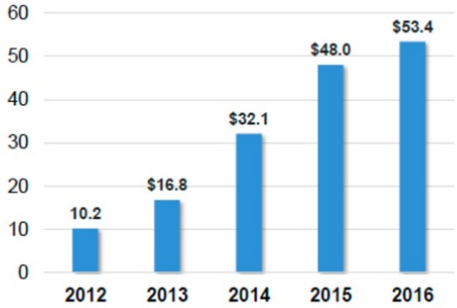


"Analysts forecast the global video analytics market to grow at a **CAGR of 33.2%** over the period 2014-2019."

Source: Technavio, 2015

$53B Enterprise Information Management (**EIM**) Market

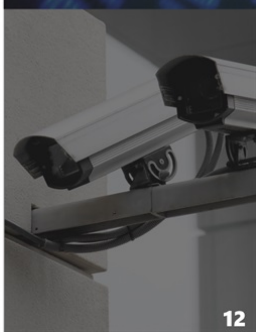
2012-2016 EIM Growth Driven by Big Data
(in Billions of dollars)



"The global enterprise information management market is expected to grow at a **CAGR of 19.5%** through 2020."

Source: Research and Markets "Global Enterprise Information Management Market 2016-2020

EIM optimizes use of information within organizations for decision-making processes and operations that require the availability of knowledge.

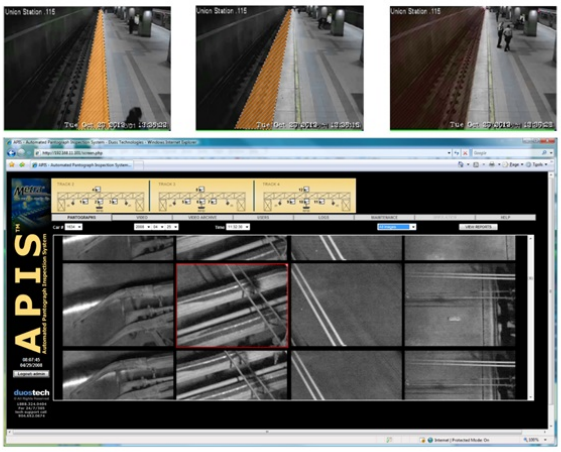


Under Development Rail Technologies

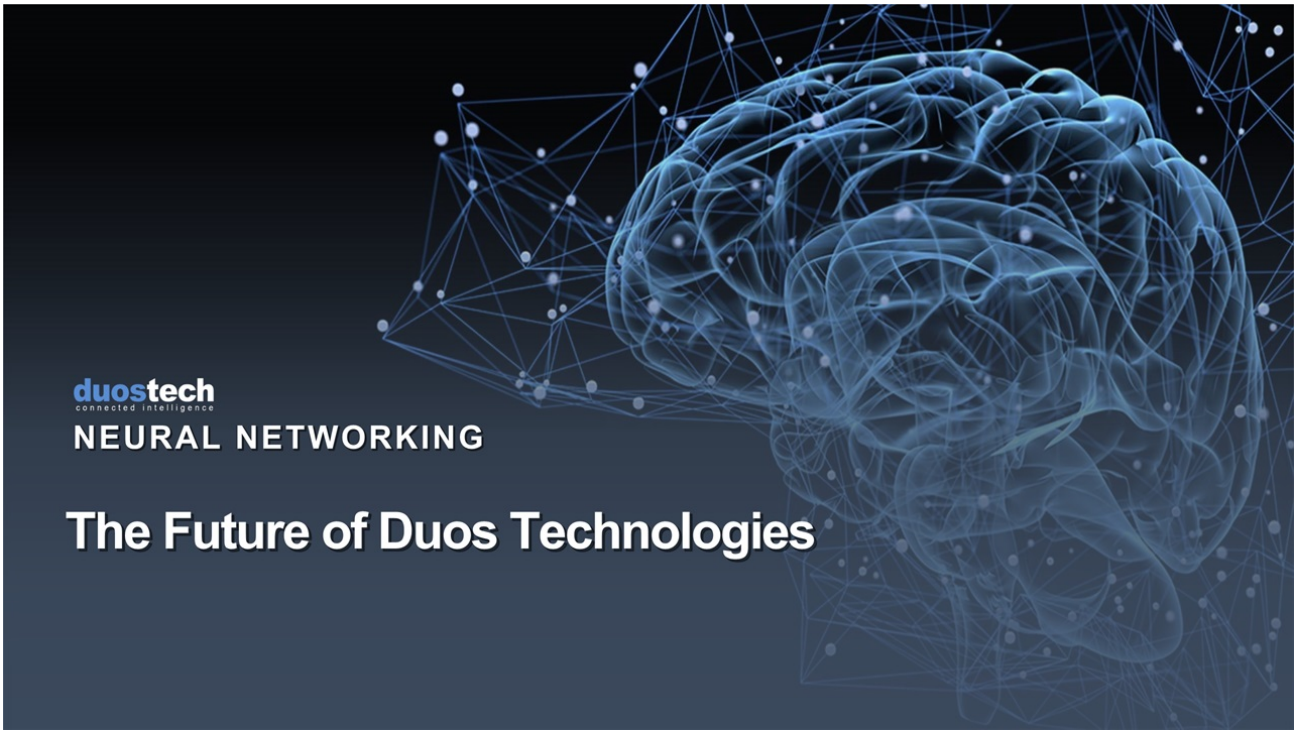
The Future of All Rail Technologies

Using algorithms to build analytical models
Helping computers "learn" from data through deep learning and neural network modeling

- **Track intrusion detection for transit passenger rail platforms**
  - Independent Zone operation – Train detection and Passenger Alert zones
  - Operator customization
  - Triggering alarms – programmable thresholds
  - Mask-able areas
  - Train detection with dynamic masking update
- **Automated pantograph inspection**
- **High speed thermal vehicle undercarriage examiner (Thermal vue®)**
  - **Beta Testing Completed**
  - Identification of "hotspots" on locomotives and railcars



Images collected from the Rail Inspection Portal are applied to custom requirements for automated mechanical, FRA safety and security criteria.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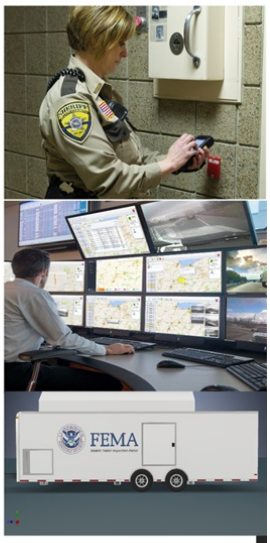
NEURAL NETWORKING
The Future of Duos Technologies

centraco® Neural Networking Applications

New Product Applications

The combination of **neural network modeling** with centraco® EIM capabilities will enable processing complex analytics and pattern recognition processes, ultimately creating new business opportunities down the road

PRODUCT	PRICE RANGE
Intelligent Correctional Facilities System Automation ▪ Recently completed implementation of South Florida correctional facility ▪ Planning to build dedicated business and technical implementation unit	**$500K-$4.0M/unit**
Automated Logistics Information System (ALIS) ▪ Completing distribution center system production system for national retail chain ▪ Planning to build dedicated business and technical implementation unit for retail sector	**$200K-$300K/unit**
Mobile Trailer Inspection Portal Applications • Recently awarded an inspection portal application for FEMA	**$300K-$500K/unit**

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Financial Overview

Income Statement

(in '000s)	Q1 2018 (Unaudited)	Q1 2017
Revenue	**$1,148**	**$1,036**
Cost of Sales	671	631
Gross Margin	**477**	**404**
% of Revenue	*42%*	*39%*
Operating Expenses	1,216	1,260
Income (Loss) from Operations	**(737)**	**(856)**
Other Income (Expense)	(4)	(1,439)
Net Income (Loss)	**($743)**	**($2,301)**
EPS (LPS)	*(0.04)*	*(1.21)*

FINANCIAL REVIEW (2017 – 2018)

- Transition year for technology and industry focus
- Prelude to projected revenue growth
- Strong start to 2018 with key wins in target markets

2018 GUIDANCE

- Total revenue to be at least $9.3 million
- 146% increase compared to $3.9 million in 2017

Balance Sheet Data

(in '000s)	Based on Mar 31 10Q (Unaudited)
Current Assets	$2,277
Current Liabilities	2,540
Current Cash (June 5)	1,925
Near Term Liabilities	934
Estimated cash receipts in next 30 Days*	$2,307

** Based on current billings and anticipated receipts*

2018 Backlog

Application	*Client*	*Contract Size $*
Automated Logistics Information System	Large Retailer	**$2.8M**
Rail Inspection Portals	Canadian National	**$6.4M**
Intelligent Branch Security	Regional Bank	**$0.5M**
Rail Inspection Portal (Recurring Revenue)	Freight Railroad	**$1.1M**
Trailer Manufacturing Inspection Portal	FEMA	**$0.5M**
Estimated Total Backlog		**$11.3M**

Investment Highlights

Significant, global market opportunities

- *Combined North American markets exceed **$100B***
  - ***$60B** North American rail industry*
  - ***$53B** Enterprise Information Management (EIM) Market*
  - ***$2B** Video Analytics Market*

Strong rail industry tailwinds

- *Industry moving toward automation and optimization to reduce costs, increase safety and improve efficiency*

Superior, proprietary technology

- *Spent majority of 2017 on developing in-house technologies to enable exponential scaling in 2018*

Growing, tier one customer base

- ***Multiple, multi-million dollar deployments announced in the first half of 2018 alone***

Improving financial position

- *Fortified balance sheet with no current need to raise capital*
- *2018 revenue guidance of at least **$9.3** million, representing a **146%** increase compared to 2017*


Appendices

Experienced Leadership Team

Gianni Arcaini

Chairman, President, CEO

Mr. Arcaini's thirty-five year executive career began in Europe, leading a range of companies, spanning multiple industries. After immigrating to the United States, Mr. Arcaini, together with a group of investors, formed Environmental Capital Holdings, Inc. ("ECH"), a company focusing on the transfer of technologies from Europe to the U.S. ECH later acquired Duos Engineering B.V. which was later rebranded as Duos Technologies (USA), Inc., the predecessor company of Duos. In 2002, Duos Technologies (USA) spun off from ECH and under the leadership of Mr. Arcaini expanded into a broad-based technology company with a special focus on developing technologies for the homeland security industry. Mr. Arcaini is the inventor or co-inventor of all current technologies offered by Duos and is signatory to 14 granted patents or patents pending. He graduated from the State Business School in Frankfurt, Germany and is fluent in five languages.

Adrian Goldfarb

EVP, Chief Financial Officer, Director

Mr. Goldfarb is a thirty-five year industry veteran including more than 30 years in information technology beginning at IBM. For most of the last twenty years, Mr. Goldfarb has specialized in new venture and early stage organizations where he has assumed roles of increasing responsibility and leadership including CFO, President, and Board Member. Mr. Goldfarb currently serves as our CFO and member of the Board. He also oversees the Company's IT Asset Management business unit. He holds a Bachelors of Arts in Business Administration with a concentration in Finance.

Connie Weeks

EVP, Chief Accounting Officer

Ms. Weeks has over twenty-five years of accounting experience and is responsible for all aspects of financial reporting, internal controls, and cash management. She has been a key member of the Duos team for over twenty years.

Noel Heiks

President, Chief Operating Officer | Operating Subsidiary

Ms. Heiks is a technology entrepreneur and a C-Level executive with a career spanning over twenty years in both operational and business development roles. Her science, technology and engineering backgrounds are a valuable combination to effectively lead our business development, engineering and operations teams. Ms. Heiks has a strong track record of translating complicated technology concepts to client solutions while remaining focused on technology commercialization. She has worked within multiple industry sectors including defense, government, and commercial organizations and is proficient in driving business growth through direct customer relations with large organizations. Ms. Heiks has successfully completed several M&A transactions. She has bought and sold patent portfolios and has been involved in fund-raising, selling companies, and licensing technologies. Her mission is to drive disruptive technologies from theoretical research into practical applications for large, international markets. She has a Bachelors degree in Physics, a Masters in Electrical Engineering, and a thesis in Computer Vision; all from Virginia Tech.

David Ponevac

SVP, Chief Technology Officer | Operating Subsidiary

Mr. Ponevac has over fourteen years of software engineering experience concentrating on web and mobile environments; considerable expertise in Objective-C, Java, C#, PHP and many other scripting languages. Previously, David was CTO of Luceon and worked with a range of domestic and international public and private sector clients. He holds a Bachelors of Science in Electrical Engineering and a Masters in Computer Science.

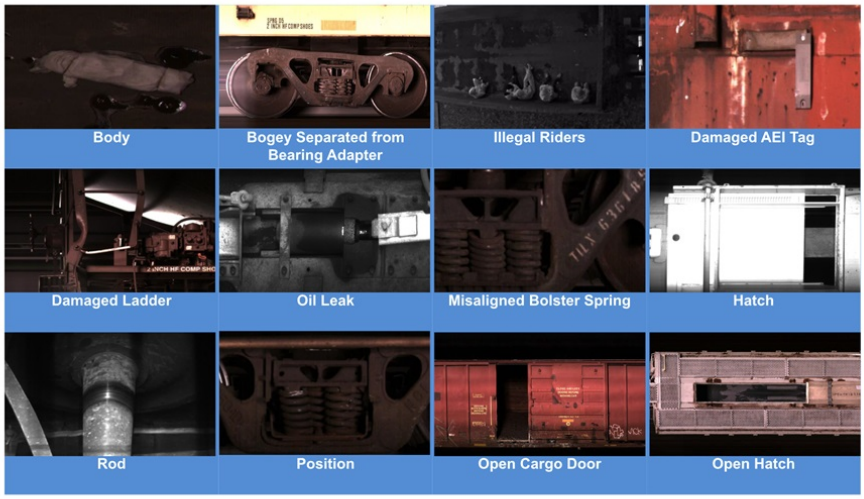
Wm. Scott Carns

VP, Operations | Operating Subsidiary

Mr. Carns is responsible for all aspects of Operations and Engineering within the Intelligent Technologies Division. He has extensive experience in the information technology industry with an emphasis on intelligent video analytics and centralized command and control applications. Prior to joining Duos, Mr. Carns worked as the Information Technologies Coordinator for Environmental Capital Holdings, Inc. and was President of Software Solutions Group, Inc. He also served in the US Army and attended Kansas State University.

rip® Examples of 360° Remote Detections

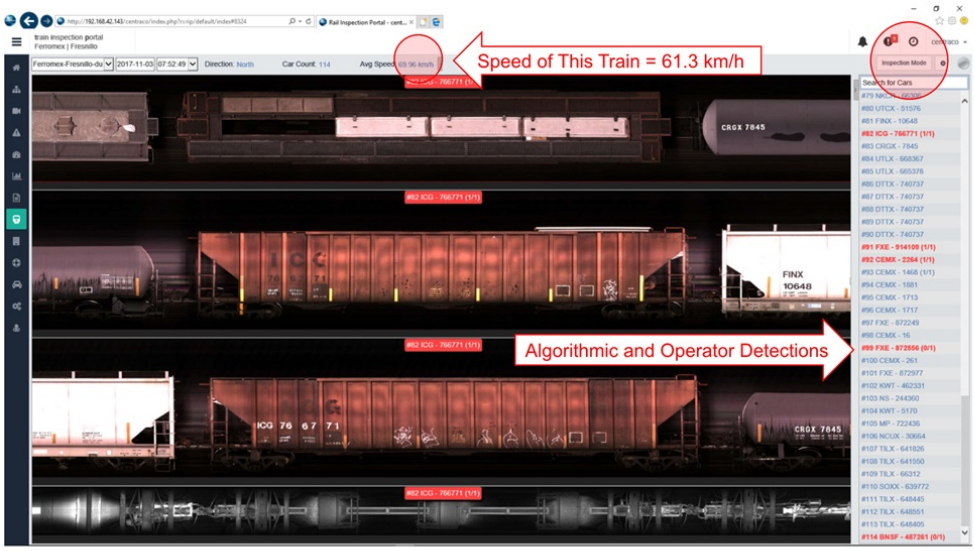
- These detections are the result of a combined automated (algorithmic) process and the manual verification by our remote inspection team.
- The manual process will be reduced and eventually significantly reduced as more algorithms are developed.



rip®
second generation

Intelligent Interface

- Linear Speed Sensor – Accuracy to 0.02 mph
- Image Capture with Machine Vision – 2px by 2048 px
- Line Scans are stitched to a panoramic view
- Automated and inspector detections are flagged in red
- Synchronized display
- Inspection Mode with Ultra HD Zoom



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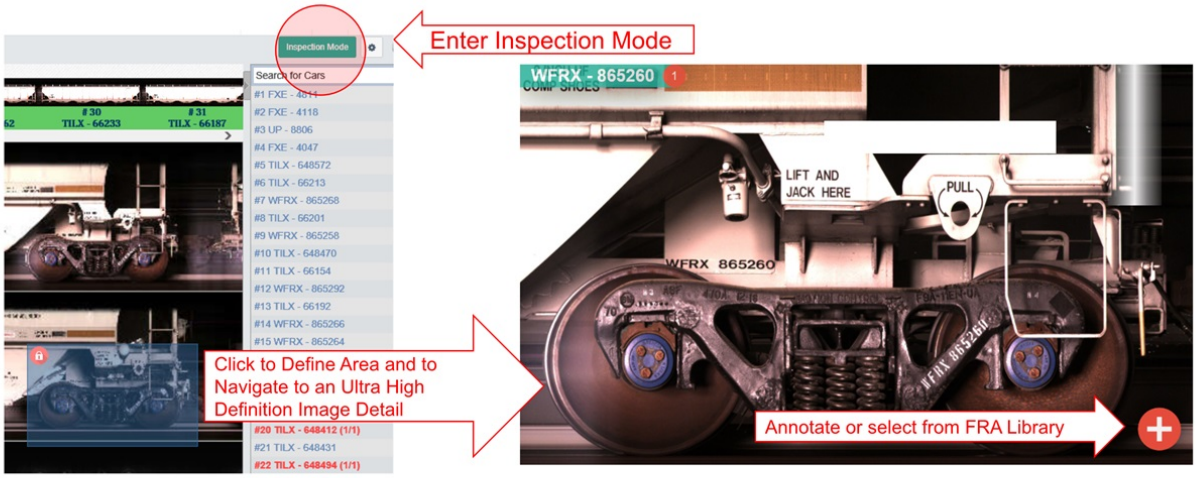
Inspection Mode



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Capital Structure

	as of 03/31/2018
Common Stock	20,709,478
Warrants*1	25,216,336
Series B Convertible Preferred	5,660,000*2

1) Weighted Average Exercise Price : $0.70
2) Equivalent Common Shares as converted

Contact Us

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tlh@duostech.com

Investor Relations
Matt Glover or Tom Colton
Liolios
949-574-3860
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