
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 4, 2019

Duos Technologies Group, Inc.

(Exact name of registrant as specified in its charter)

Florida
*(State or Other Jurisdiction
of Incorporation)*

000-55497
*(Commission
File Number)*

65-0493217
*(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)

(Former Name or 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:

- 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 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.

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

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
None	None	None

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 September 4, 2019.

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 of 1934 or the Securities Act of 1933. The Presentation Material can also be found on our website at <https://duostechologies.com>.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

Exhibit Number	Description
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: September 4, 2019

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



Safe Harbor Statement


OTCQX: DUOT


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," "plans," "continuing," or the negative of these words 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 83 employees and 11 full-time contractors (**94** Total)


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

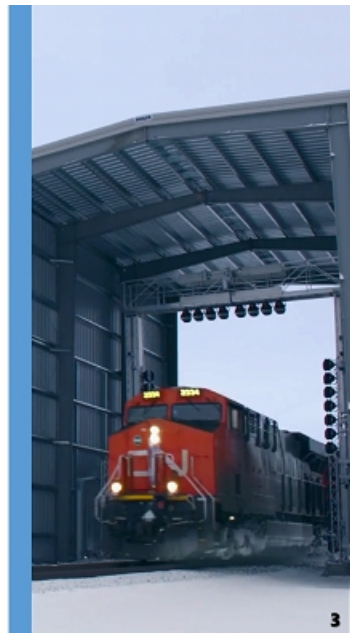
- Intelligent Sensor and Data Analytics
 - *Inputs from virtually any sensor or data input, with emphasis on artificial intelligence (AI)*
- Enterprise Information Management (EIM)
 - *Translate that information from data analytics into actionable insights, creating:*
- Turnkey Engineered Solutions

 Industry-agnostic with current focus on:

-  **rail transportation** *(highlighted in this presentation)*
-  retail distribution centers
-  critical infrastructure security

 **10** patents granted and **1** patent pending

 **Feb. 2019** – Launched AI and deep learning subsidiary **truevue360™**





duostech

Our Technologies, Products and Applications



\$60B North American Rail Market

Railcar inspections are **mandated** by the Federal Railroad Administration (FRA).



Freight railroads generally have operated the same way for **more than a century**:

Recently the business model has **changed significantly**



Now **railroads want to run more like commercial airlines**, where departure times are set.

Source: The Wall Street Journal (April 2019)



"Precision-scheduled railroading ... sparked a stock rally that has added tens of billions of dollars to railroad values in the past six months."

Source: The Wall Street Journal (April 2019)

Precision Railroading is based on:

- **Significant labor force reduction**
- **Addition of significant technologies to streamline the mechanical inspection process**



Analysts expect "the North American freight rail network to near **full automation in seven years** ... [that] could come in as a significant traffic growth opportunity."

Source: Cowen Washington Research Group

However, the market for automated solutions is **virtually unpenetrated**.

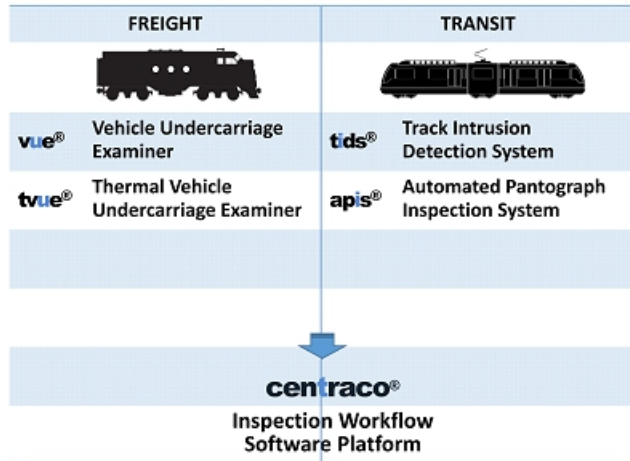
NORTH AMERICAN RAIL MARKET DATA



Source: US Federal Railroad Administrator

Our Rail Applications

rip® Railcar Inspection Portals



Problem & Opportunity Mechanical Inspection



Problem

Mechanical inspection of all rail cars and locomotives is **mandatory** prior to leaving the yard ¹

Current Practices



Every time a train enters each yard, under FRA rule 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 2-4 hrs.+ per train while train is immobilized in a rail yard



Opportunity

Industry Objective

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

MECHANICAL FIELD INSPECTIONS

- ✓ Costly
- ✓ Inconsistent
- ✓ Long Dwell Time

The Number of Required Daily Inspections is Enormous

- 1.56M** Freight Cars
- 26,500** Locomotives
- 500+** Freight Rail Yards

Source: US Federal Railroad Administration

7

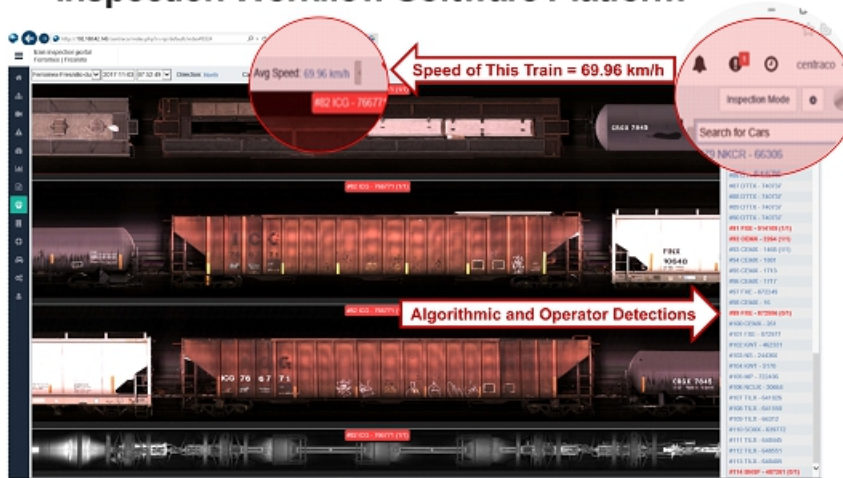
¹. Source: US Federal Railroad Administration (FRA) Regulation

centraco® Proprietary Command and Control Inspection Workflow Software Platform

OTCQX: DUOT

- Linear Speed Sensor – Accuracy to 0.02 mph
- Image Capture: 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

duostech
***** intelligence





The Future of Railcar Mechanical Inspections

- Industry is rapidly shifting to new technology
- Precision railroading requires change in maintenance strategies

duostech rip® solution:

- Remote, four-sided (360°), automated mechanical inspection while traveling at speeds \geq 120 MPH before train enters a yard

rip® 360° inspection

Benefits of rip®



Reduction/shift of field labor (Finders become Fixers)



Substantial reduction of dwell time per train



Increased safety, accuracy and efficiencies



Increase in average system velocity



Prevent derailments



Substantial savings, impact on rail operator's bottom line



Recent Developments:

Duos Completed **5** inspection portal systems in 2019

2 portals currently being installed and expect completion in Q3 2019

Visibility on **14** additional portals in 2019/2020

Analysts expect "the North American freight rail network to near full automation in seven years ...
...Significant traffic growth opportunity."

FINANCIAL POST


Emily Jackson - June 4, 2019 4:19 PM EDT ejackson@nationalpost.com

CN Rail expects automation to save up to \$400 million over next three years

Artificial intelligence can inspect 120 cars in the same time it takes a worker to check a single car



DEVELOPMENT
PLATFORM

MODELING

ANALYTICS

AI APPLICATIONS

ALGORITHM
DEVELOPMENT

MACHINE LEARNING

our artificial intelligence subsidiary

truevue360

NEURAL
NETWORKING

**The Future of
Duos Technologies**

Where We're Going

Strategic Vision: To Build a Leading-Edge AI Development Platform

Build Machine Learning Models

Ability to develop industrial-strength AI applications

Market to Targeted Industries

Streamline manual processes with demonstrated ROI

Build Long-Term, High-Margin Recurring Revenue


How We'll Get There


Our Solutions:

Duos/truview360 has created a platform for model/application development, algorithm creation and analysis of images and sensor data to discover:

 Performance Anomalies

 Security Threats

 Mechanical Defects

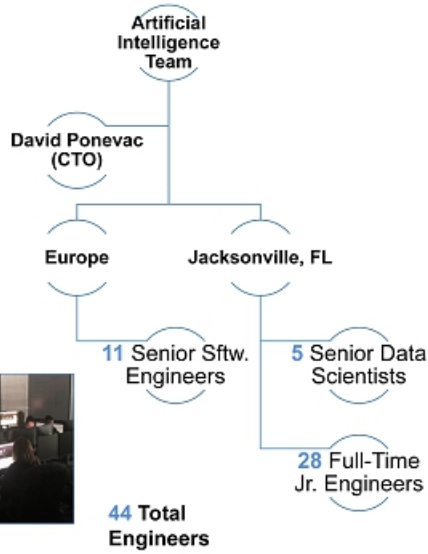
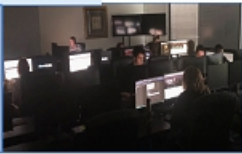
 Predictive maintenance issues



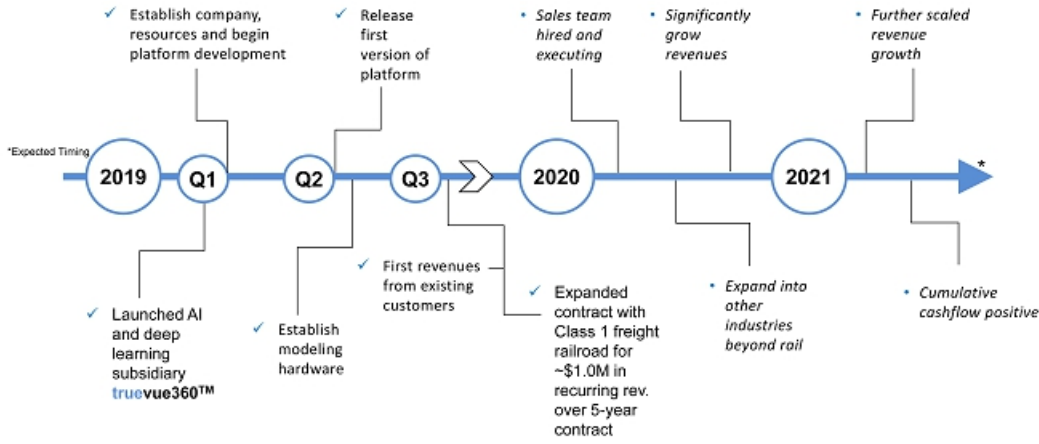
truevue360™

Leading the Way in Intelligent Technologies

Who	Our Subsidiary truevue360™
What	New subsidiary focused on AI, deep learning solutions – industry agnostic
When	<p>Current deployments: multiple customers - rail car inspections, gate automation (logistics), security applications 22 models completed or in learning mode</p> <p>In the immediate future >65 models expected to be completed by Q3/2020</p>
Why	This new technology enables computers to continuously learn new concepts from raw data
Business Model	<p>Pricing consists of:</p> <ul style="list-style-type: none"> • Upfront charge per model development • License charge <ul style="list-style-type: none"> • per model/algorithm • per site



truevue360™ Roadmap





Consolidated Income Statement

OTCQX: DUOT

(in '000s)		1H 2019 (Unaudited)	1H 2018 (Unaudited)	TTM (Unaudited)	FY 2018
Revenue		\$5,698	\$4,388	\$13,359	\$12,049
Cost of Sales		3,393	2,654	7,583	6,844
Gross Profit		2,305	1,734	5,776	5,204
% of Revenue		40%	40%	43%*	43%*
Operating Expenses		4,208	3,104	7,878	6,774
Income (Loss) from Operations		(1,903)	(1,370)	(2,102)	(1,570)
Other Income (Expense)		(3)	(7)	(7)	(11)
Net Income (Loss)		(\$1,906)	(\$1,377)	(\$2,109)	(\$1,581)
EPS (LPS) Per Share on a fully dilutive basis	Earnings	(0.08)	(0.07)	(0.08)	(0.08)

*Excluding certain "one-off" pass-through revenues for construction, the Gross Margin on Revenue was closer to historical norms of ~50%

FINANCIAL REVIEW (2018 – 2020)

2018: Record topline revenues with key clients in target markets

2019: Ongoing growth and investment in AI resources

2020: Recurring revenue expansion driven by **truevue360™**

2019 GUIDANCE

2019 revenue initial guidance is \$14 to \$15 million

~16-25% increase compared to \$12M revenue in 2018

Balance Sheet Data

Analysis

Based on June 30, 2019 10Q
(Unaudited)

(in '000s)	
Cash & Accounts Receivable, Prepaid Expenses	\$2,490
Payables, Notes and Accrued Expenses	1,661
Operating Expense Coverage	\$829
Current Cash	<u>\$281</u>
Estimated operating cash receipts in next 30 Days*	\$2,045
Estimated cash usage in the next 30 Days**	\$1,195

* Based on current billings and anticipated receipts
** Based on current and anticipated operating expenses

Estimated cash on hand Q3: \$850

12 Month Backlog

(As of August '19)

Revenue Type	Vertical	Contract Size \$
Projects	Rail	\$3.6M
	Commercial	<u>\$0.5M</u>
Total Projects		\$4.1M
Service and Support (Recurring)	Rail	\$1.5M
	Commercial	\$0.2M
Total Recurring (12 Months)		\$1.7M
Licensing, Professional Services & Consulting		\$0.8M
<i>Estimated Rolling Total Backlog</i>		\$ 6.4M
<i>Pending Orders</i>		\$18.7M

Capital Structure

as of 07/30/2019 (in millions)	
Common Stock	25.5
Warrants	18.1*
Options	2.4** 2.4***
Series B Convertible Preferred (CSE)	5.2
Total Share Count Fully Diluted	<u>53.6</u>

* Cash only Exercise Price : \$0.55

** Exercise Price : \$0.65 - \$1.00+

*** Exercise Price : \$1.00

Experienced Leadership Team

OTCQX: DUOT

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 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 S.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 patents granted or 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 an industry veteran including more than 35 years in information technology beginning at IBM. For the last 20 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 of Directors and 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 almost 30 years. She also oversees the Company's Human Resources function.

Wm. Scott Carns

EVP, Interim-Chief Operating Officer | Operating Subsidiary

Mr. Carns has extensive experience in information technology with an emphasis on intelligent video analytics and centralized command and control applications. Prior to joining Duos, Mr. Carns was Information Technologies Coordinator for Environmental Capital Holdings, Inc. and was President of Software Solutions Group, Inc. Mr. Carns supports the sales teams for project implementation. He also served in the US Army and attended Kansas State University.

David Ponevac

SVP, Chief Technology Officer | Operating Subsidiary

Mr. Ponevac has over fifteen years of software engineering experience concentrating on web and mobile environments. He has considerable expertise in Objective-C, Java, C#, PHP and many other scripting languages. He is also driving the Company's Artificial Intelligence efforts including platform development. Previously, he was CTO of Luceen LLC and worked with a range of domestic and international clients operating in the public and private sectors. He holds a Bachelors of Science in Electrical Engineering and a Masters in Computer Science, both from University of Texas, El Paso.

Javier Acosta

VP, Operations | Operating Subsidiary

Mr. Acosta has more than 20 years' experience in operational and planning leadership roles, having worked with a large Fortune 20 company, as well as with much smaller companies. His leadership, vision, and team building efforts have produced process improvements while fostering strong ties with consumers, distribution channel partners, and organizations world-wide. While at Ford Motor Company, he served across various roles and international assignments providing global contributions to Ford's industry leading multinational process improvement initiatives.

Mike Halter

VP, Engineering | Operating Subsidiary

Mr. Halter is an accomplished technical leader with 29 years of experience in multiple engineering disciplines including electrical, mechanical, chemical, manufacturing, test and software engineering. His career ranges from leading large groups of engineers in multibillion-dollar corporations to directing small engineering teams in start-up companies and driving them from start-up through acquisition. He has served as the technical team lead in obtaining and maintaining ISO9001 and AS9100 certifications with multiple organizations. He currently serves as our Vice President of Engineering and has primary oversight for the development and delivery of Duos products. He holds a Master of Science degree in Electronic Engineering and Instrumentation as well as a Bachelor of Science degree in Physics both from University of Arkansas, Little Rock.

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



Growing, tier-one customer base

- Multiple, multi-million dollar deployments announced in 2018 with more expected in 2019



Improving financial position

- Fortified balance sheet with no current need to raise capital
- 2018 revenue of **\$12 million**, representing a **210%** increase compared to 2017
- 2019 revenue guidance of **\$14 to \$15 million**



Strong rail industry tailwinds

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



Superior, proprietary technology

- Spent majority of 2018 on further developing in-house technologies to enable exponential scaling in 2019 – 2020



Built for the Future

- Launched AI and deep learning subsidiary **truevue360™** earlier this year
- Proprietary platform compatible with third party applications
- Transition to software focus should lead to increased margins and recurring revenues

OTCQX: DUOT

Contact Us

Duos Technologies Corporate

Tracie Hutchins
Duos Technology Group, Inc.
904-652-1601
th@duostech.com

Investor Relations

Matt Glover or Tom Colton
Gateway Investor Relations
949-574-3860
DUOT@gatewayir.com



