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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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**FORM 8-K**

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**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): February 8, 2022**

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**Duos Technologies Group, Inc.**

*(Exact name of registrant as specified in its charter)*

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

**001-39227**  
*(Commission  
File Number)*

**65-0493217**  
*(I.R.S. Employer  
Identification No.)*

**7660 Centurion Parkway, Suite 100, Jacksonville, Florida 32256**  
*(Address of Principal Executive Offices) (Zip Code)*

**(904) 296-2807**  
*(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))

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

<u>Title of each class</u>	<u>Trading Symbol(s)</u>	<u>Name of each exchange on which registered</u>
Common Stock (par value \$0.001 per share)	DUOT	The Nasdaq Stock Market LLC

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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**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.**

As previously announced, Duos Technologies Group, Inc. (the "Company") presented at the Second Annual Winter Wonderland Best Ideas Virtual Investor Conference on February 9, 2022 at 12:30 p.m., Eastern time. Pursuant to Regulation FD, the Company hereby furnishes the materials presented in the form of a PowerPoint Presentation.

The information provided under this Item 7.01 of this Current Report on Form 8-K, including Exhibits 99.1 and 99.2, 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, as amended, or the Securities Act of 1933, as amended. The PowerPoint Presentation may 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	<a href="#">PowerPoint Presentation</a>
99.2	<a href="#">Press Release, dated February 8, 2022</a>
104	Cover Page Interactive Data File (the cover page XBRL tags are embedded within the inline XBRL document)

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#### 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: February 9, 2022

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



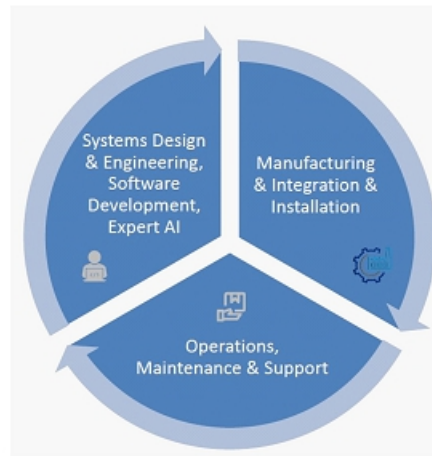
# Who We Are

## Advanced Technology Solutions Company

Headquartered in Jacksonville, FL  
 Strong intellectual property portfolio  
 Founded in 2001  
 Listed on Nasdaq: DUOT

We don't move commerce; we help customers move their commerce safer and faster

- 
**Systems Design & Engineering, Software Development, Expert AI**  
 Duos HQ
- 
**Manufacturing & Integration & Installation**  
 Duos HQ | Customer Location
- 
**Operations, Maintenance & Support**  
 Duos HQ | Customer Location



# Management Team

**Charles (Chuck) Ferry**  
*Chief Executive Officer*



- **Over 35 years of military and private-sector leadership**
  - Previously CEO for APR Energy
  - Previously GM for ARMA Global
- **26 years Army veteran**
  - Infantry, ranger, and special operations commander



**Jeff Necciai**  
*Chief Technology Officer*

Over 25 years of experience in designing, developing, and delivering value-driven technology solutions across a wide range of industries



**Ben Eiser**  
*Chief Operating Officer*

Global projects leadership to ensure on-time, under budget deployment  
 21 years Army veteran  
 Airborne Infantry and Ranger Unit Leader



**Scott Carns**  
*Chief Commercial Officer*

Key member of the Duos team for over 20 years and Army veteran  
 Inventor and innovator of most technology systems at Duos



**Adrian Goldfarb**  
*Chief Financial Officer*

Over 40 years business experience in technology companies including over 12 years as CFO of public companies

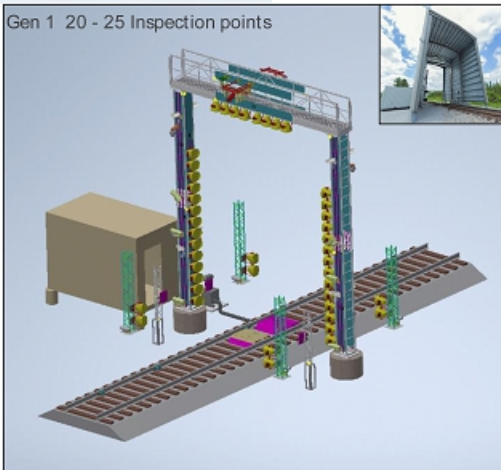


**Connie Weeks**  
*Chief Accounting Officer*

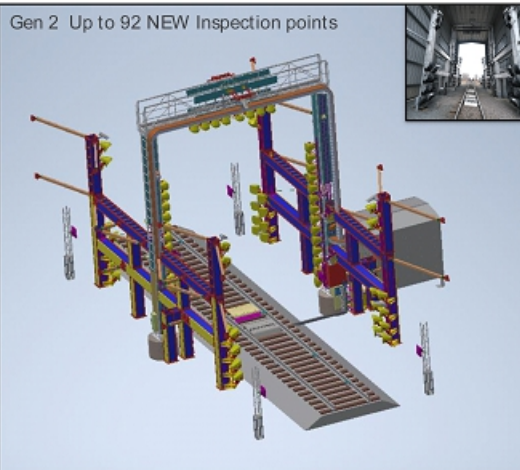
Key member of the Duos team for 35 years  
 Responsible for all aspects of financial reporting, internal controls, and auditing

# Rail Portfolio – Railcar Inspection Portal (rip®)

Gen 1 20 - 25 Inspection points

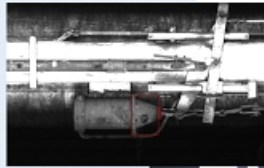


Gen 2 Up to 92 NEW Inspection points





# Expert AI Added to Training Models



Images translated into actionable data

Railcar Inspection Portal (rip®) – Artificial Intelligence



**Image**

Media Id : 32601611  
 Date Uploaded : 11/2/2021 01:04  
 Size : 1950x2048px  
 Filename : 211015\_115527  
 MIME Type : image/jpeg  
 Filesize : 4.54 MB  
 Common Id :  
 Stream : VUE 8 Panorams  
 Image : Download  
 XML Annotations : Download

**Labels - refresh**

Label : Piston Cone  
 User : Dan Smythe  
 Date : 11/30/2021 06:04  
 Manual : Yes  
 Probability : 100.00%  
 Consensus :  Reset

Label : Piston Collar  
 User : Dan Smythe  
 Date : 11/30/2021 06:04  
 Manual : Yes  
 Probability : 100.00%  
 Consensus :  Reset

## 2020-2021

BUSINESS TURNED AROUND

Phase 0



## 2022

INITIAL GROWTH

Phase 1



## 2023-24

GROWTH EXPANSION

Phase 2



### IMPROVED CUSTOMER EXPERIENCE

- Technical Delivery / QA&QC
- Operational
- Expand customer base / completing initial R&D phase
- Recurring Revenue

### EXPAND RAIL CUSTOMER BASE

- Pivot into other sectors through Business Development & R&D Architecture
- M&A

### EXPAND GLOBAL MARKET OPPORTUNITY

- International Transportation Markets

# Our Strategy

"Taking proven solutions and technologies, adding our expertise and applying to other industries"

Railcar Inspection Portal	Truck Inspection Portal
Aircraft Inspection Portal	5G EDGE Data Centers

\$3.5 Billion by FY27<sup>1</sup>

MRD sector to grow to \$4.7 Billion by FY30<sup>2</sup>

Global Cargo Inspection reach \$2.3 Billion by FY28<sup>3</sup>

5G EDGE Data Centers \$13.5 Billion by FY25<sup>4</sup>



[1] Source: Acumen Research and Consulting  
 [2] Source: Copper Mobile  
 [3] Source: PWC  
 [4] Source: PR Newswire

## 2022 Financial Highlights

Initial guidance of \$16.5 - \$18 million

Strategic plan put in place for focus on growing key industry revenues, project execution

Growing recurring revenue base

Major new contract wins already in-house Q1 2022 with revenues in Q2 – Q4 2022

## Consolidated Income Statement

(in '000s)	9 months 2021 (Unaudited)	9 months 2020 (Unaudited)	FY 2020 (Audited)	FY 2021 (Preliminary)
Revenues	\$4,544	\$4,255	\$8,039	\$8,290
Cost of Revenues	\$7,721	\$4,970	\$5,253 <sup>(1)</sup>	
Gross Margin	(\$3,177)	(\$715)	\$2,786 <sup>(1)</sup>	
Operating Expenses	\$4,040	\$5,507	\$9,421 <sup>(2)</sup>	
Income (Loss) from Operations	(\$7,217)	(\$6,222)	(\$6,634) <sup>(2)</sup>	
Other Income (Expense)	\$1,408 <sup>(3)</sup>	(\$98)	(\$113)	
Net Income (Loss)	(\$5,809)	(\$6,322)	(\$6,747)	
EPS (LPS)	(\$1.63)	(\$1.95)	(\$2.03)	
Weighted Average Shares Outstanding	3,559	3,248	3,320	

(1) Not directly comparable to current results due to re-organization  
(2) Includes \$865K one-time charge for severance  
(3) Forgiveness of Gates Act PPP Loan

# Balance Sheet

## Selected Data

(in '000s)	Sep 30, 2021, 10-Q (Unaudited)	Dec 31, 2020, 10-K (Audited)
Current Assets	\$3,537	\$3,969
Cash, A/R, Contract Assets <sup>(1)</sup>	\$2,892	\$5,316
Current Liabilities	\$3,697	\$3,636
Deferred Revenue, Contract Liabilities <sup>(2)</sup>	\$1,357	\$1,025
Debt (SBA Loan) <sup>(3)</sup>	\$0	\$1,410
<b>Cash</b>	<b>\$2.3M</b>	<b>\$4.0M</b>
<b>Working Capital</b>	<b>(\$0.2M)</b>	<b>\$2.2M</b>
<b>Stockholders' Equity</b>	<b>\$0.9M</b>	<b>\$1.9M</b>

(1) Contract Assets become A/R as projects complete milestones.  
 (2) Contract Liabilities reduce as project milestones completed.  
 (3) SBA loan was forgiven in Q1 2021.

# Capital Structure

	As of 02/08/22
Common Stock	5,890,593
Warrants	1,376,466 <sup>(1)</sup>
Options	1,104,838 <sup>(2)</sup>
Series B Convertible Preferred	121,572 <sup>(3)</sup>
Series C Convertible Preferred	0
Total Share Count Fully Diluted	8,493,469
Market Capitalization (Feb. 08, 2022)/Fully Diluted	\$29.1M/\$29.8M

(1) Weighted Average Exercise Price: \$5.18/Share  
 (2) Weighted Average Exercise Price: \$5.85/Share  
 (3) Common Stock Equivalent as converted = 2,700 Preferred Shares (Series B)  
 Note: Calculated by Intrinsic Value Method

# Contact Us

## Duos Technologies Corporate

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## Investor Relations

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 Gateway Investor Relations  
 949-574-3860  
[DUOT@gatewayir.com](mailto:DUOT@gatewayir.com)

Nasdaq: DUOT





## Duos Technologies to Present at the Second Annual Winter Wonderland Best Ideas Virtual Investor Conference on February 9, 2022

**JACKSONVILLE, FL / ACCESSWIRE / February 8, 2022 /** Duos Technologies Group, Inc. ("**Duos**" or the "**Company**")(**NASDAQ:DUOT**), a provider of vision based analytical technology solutions, has been invited to present at the Winter Wonderland Best Ideas Virtual Investor Conference, which is being held on February 8-11, 2022.

Duos management is scheduled to present on Wednesday, February 9 at 12:30 p.m. Eastern time (9:30 a.m. Pacific time) with one-on-one meetings to be held throughout the conference. The presentation will be webcast live and available for replay here.

To receive additional information, request an invitation or to schedule a one-on-one meeting, please contact your conference representative or Investor Relations at DUOT@gatewayir.com.

### About the 2<sup>nd</sup> Annual Winter Wonderland Best Ideas Virtual Conference

The Winter Wonderland Best Ideas Virtual Conference, presented by Issuer Direct, will take place on February 8-11, 2022. Dozens of public companies will be presenting via virtual webcast to a global investor audience. To attend the conference, register here.

### About Duos Technologies Group, Inc.

Duos Technologies Group, Inc. (NASDAQ:DUOT), based in Jacksonville, Florida, through its wholly owned subsidiary, Duos Technologies, Inc., designs, develops, deploys and operates intelligent vision-based technology solutions supporting rail, logistics, intermodal and government customers that streamline operations, improve safety and reduce costs. The Company provides cutting edge solutions that automate the mechanical and security inspection of fast-moving trains, trucks and automobiles through a broad range of proprietary hardware, software, information technology and artificial intelligence. For more information, visit www.duostech.com.

### Contacts

#### Corporate

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