

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 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): February 12, 2021

FOCUS UNIVERSAL INC.
(Exact Name of Registrant as Specified in its Charter)

Nevada
(State or Other Jurisdiction
of Incorporation)

000-55247
(Commission File
Number)

46-3355876
(I.R.S. Employer
Identification No.)

2311 East Locust Street
Ontario, California
(Address of Principal Executive Offices)

91761
(Zip Code)

Registrant's Telephone Number, Including Area Code: (626) 272-3883
Registrant's Fax Number, Including Area Code: (917) 791-8877

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:

| Title of each class | Trading Symbol(s) | Name of each exchange on which registered |
|----------------------------|--------------------------|--|
| N/A | N/A | N/A |

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.

ITEM 7.01 Regulation FD Disclosure

On February 12, 2021, Focus Universal Inc. (the "Company") issued a press release announcing that it filed a Form S-1 (the "Registration Statement") with the Securities and Exchange Commission (the "SEC") relating to the proposed offering of its common stock for sale in an underwritten public offering whereby Boustead Securities, LLC will act as sole bookrunner for the proposed offering. On February 12, 2021, the Company filed the Registration Statement with the SEC.

The information contained in this Item 7.01 and in Exhibit 99.1 referenced herein is being furnished and shall not be deemed "filed" for the purposes of Section 18 of the Securities Exchange Act or incorporated by reference in any filing under the Securities Act, unless the Company expressly so incorporates such information by reference.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits

| <u>Exhibit No.</u> | <u>Description</u> |
|--------------------|---|
| 99.1 | Press Release dated February 12, 2021 |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Company has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

FOCUS UNIVERSAL INC.

Date: February 16, 2021

By: /s/ Desheng Wang
Name: Desheng Wang
Title: Chief Executive Officer

Exhibit Index

| <u>Exhibit No.</u> | <u>Description</u> |
|--------------------|---|
| 99.1 | Press Release dated February 12, 2021 |

Focus Universal Files S-1 Registration Statement

ONTARIO, CA, February 12, 2021 – Focus Universal, Inc. (OTCQB:FCUV) ("Focus Universal" or the "Company"), a Universal Smart Instrumentation Platform ("USIP") developer and Universal Smart Device ("USD") manufacturer announced today that it filed a Form S-1 (the "Registration Statement") with the Securities and Exchange Commission (the "SEC") relating to the proposed offering of its common stock for sale in an underwritten public offering. Boustead Securities, LLC will act as sole bookrunner for the proposed offering.

Forward-Looking Statements

The statements in this press release that are not historical facts may constitute forward-looking statements that are based on current expectations and are subject to risks and uncertainties that could cause actual future results to differ materially from those expressed or implied by such statements. Those risks and uncertainties include, but are not limited to, risks related to our ability to consummate the proposed offering. These and other risks and uncertainties are identified and described in more detail in the Registration Statement and Focus Universal's filings with the Securities and Exchange Commission (SEC). These filings are available on the SEC's website at www.sec.gov. Focus Universal undertakes no obligation to publicly update or revise any forward-looking statements.

About Focus Universal

Focus Universal Inc. (OTCQB:FCUV) is a Universal Smart Instrumentation Platform (USIP) developer and Universal Smart Device (USD) manufacturer for the Internet of Things (IoT) market. The company has developed four fundamental disruptive proprietary technologies to solve the most fundamental problems plaguing the IoT industry: (1) Universal Smart Instrumentation Platform; (2) Universal Automated User Interface Software; (3) Ultra Narrowband Power Line Communications; (4) Ultra Narrowband Wireless Communication; We believe these four technologies combine to solve the most fundamental problems facing the IoT industry.

For more information, visit www.focusuniversal.com.

Contact Information

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Investor Relations:

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SOURCE: Focus Universal, Inc.