

FORWARD INDUSTRIES INC  
Form 8-K  
September 10, 2015  
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 9, 2015**

**Forward Industries, Inc.**

(Exact name of registrant as specified in its charter)

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| <b>New York</b><br>(State or other jurisdiction<br>of incorporation) | <b>000-6669</b><br>(Commission<br>File Number) | <b>13-1950672</b><br>(IRS Employer<br>Identification No.) |
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**477 Rosemary Ave. Ste. 219**

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|--|----------------------------|
| <b>West Palm Beach, FL</b><br>(Address of principal executive offices) | <b>33401</b><br>(Zip Code) |
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Registrant's telephone number, including area code: **(561) 465-0030**

(Former name or former 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 (*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 1.01. Entry into a Material Definitive Agreement.**

On September 9, 2015, the Company entered into a Buying Agency and Supply Agreement (the "Supply Agreement") with Forward Industries (Asia-Pacific) Corporation (formerly known as Seaton Global Corporation), a BVI corporation ("Agent") on substantially the same terms as its existing buying agency and supply agreement with the Agent, which is due to expire on September 11, 2015. The Supply Agreement provides that, upon the terms and subject to the conditions set forth therein, Agent shall act as the Company's exclusive buying agent of Products (as defined in the Agreement) in the Asia Pacific region. Agent shall also arrange for sourcing, manufacture and exportation of such Products. The Company shall purchase products at Agent's cost and shall pay a service fee to Agent. The service fee is calculated at \$100,000 monthly plus 4% of Adjusted Gross Profit. Adjusted Gross Profit is defined as the selling price less the cost from Agent. The Agreement shall terminate on September 8, 2018, subject to renewal. Terence Bernard Wise, the Chairman and Chief Executive Officer of the Company, is a principal of Agent.

## Forward Looking Statements

This Current Report on Form 8-K contains certain forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended, that reflect the Company's current expectations and projections about its future results, performance, prospects and opportunities. The Company has tried to identify these forward-looking statements by using words such as may, should, expect, hope, anticipate, believe, intend, plan, estimate and similar expressions. These forward statements are based on information currently available to the Company and are subject to a number of risks, uncertainties and other factors that could cause its actual results, performance, prospects or opportunities to differ materially from those expressed in, or implied by, these forward-looking statements. No assurance can be given that the actual results will be consistent with the forward-looking statements. Investors should read carefully the factors described in the Risk Factors section of the Company's filings with the SEC, including the Company's Form 10-K for the year ended September 30, 2014 for information regarding risk factors that could affect the Company's results. Except as otherwise required by Federal securities laws, the Company undertakes no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events, changed circumstances or any other reason.

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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.

FORWARD INDUSTRIES, INC.

Dated: September 10, 2015

By: */s/ Michael Matte*

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|        |                            |
|--------|----------------------------|
| Name:  | Michael Matte              |
| Title: | Chief Financial<br>Officer |