

DAIS ANALYTIC CORP  
Form 8-K/A  
December 22, 2009

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K/A**  
**Amendment No. 1**

**CURRENT REPORT**

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

Date of Report (Date of earliest event reported): December 17, 2009

**DAIS ANALYTIC CORPORATION**

(Exact name of Registrant as specified in its charter)

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(State or other jurisdiction of  
incorporation or organization)

(Commission  
File Number)  
**11552 Prosperous Drive**

(I.R.S. Employer  
Identification No.)

**Odessa, Florida 33556**

(Address of principal executive offices) (Zip code)

**(727) 375-8484**

(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 (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))

**Explanatory Note**

The Company is filing this amendment No.1 to the Form 8-K, originally filed Tuesday, December 22, 2009, to attach the correct exhibit 4.1 to remove an incorrect reference to Burnham Hill Partners, LLC.

**Items 1.01 and 2.03 Entry into a Material Definitive Agreement; Creation of a Direct Financial Obligation**

On December 17, 2009, Dais Analytic Corporation (the Company) obtained \$1,000,000 of financing from Platinum-Montaur Life Sciences (Platinum-Montaur) in the form of an unsecured, interest bearing note, due June 17, 2010 (the Note). The Note bears interest at 10% per annum.

In connection with the loan, The Company granted Platinum-Montaur the right to participate in subsequent financings of the Company until June 17, 2010 (the Right of Participation). The Right of Participation entitles Platinum Montaur the right to participate in subsequent financings up to the unpaid amount of the Note in such applicable subsequent financing. The Company agreed not to incur additional debt exceeding \$500,000 during the Term of the Note.

A copy of the Note is attached hereto as exhibit 4.1

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits

4.1 Promissory Note, dated December 17, 2009, by the Company in favor of Platinum- Montaur Life Sciences LLC.

**SIGNATURE**

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.

**DAIS ANALYTIC CORPORATION**

December 22, 2009

By:

**Timothy Tangredi**  
**Chief Executive Officer, President and Chairman**