

Net Element, Inc.  
Form 8-K  
September 03, 2015

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**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549**

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**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 3, 2015**

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**Net Element, Inc.**

**(Exact Name of Registrant as Specified in Charter)**

<b>Delaware</b>	<b>001-34887</b>	<b>90-1025599</b>
<b>(State or Other Jurisdiction of Incorporation)</b>	<b>(Commission File Number)</b>	<b>(IRS Employer Identification No.)</b>

<b>3363 NE 163rd Street, Suite 705, North Miami Beach, FL</b>	<b>33160</b>
<b>(Address of Principal Executive Offices)</b>	<b>(Zip Code)</b>

**(305) 507-8808**  
**(Registrant's telephone number, including area code)**

**Not Applicable**  
**(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:

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))

**Item 1.01 Entry into a Material Definitive Agreement.**

On September 3, 2015, Net Element, Inc. (the “Company”) and certain qualified institutional investors and certain institutional accredited investors who are parties to the two letter agreements, each dated August 4, 2015 and filed as Exhibits 10.1 and 10.2 respectively to the Current Report on Form 8-K filed with the Securities and Exchange Commission on August 4, 2015 (the “Letter Agreements”), agreed to modify the Letter Agreements by extending the Moratorium Date (as defined in the Letter Agreements) to 11:59 pm EST on September 14, 2015.

**Item 2.03 Creation of a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement or a Registrant.**

The disclosures of Item 1.01 of this Current Report are incorporated herein by this reference.

**Item 3.03 Material Modification to Rights of Security Holders**

The information set forth in Item 1.01 of this Current Report is incorporated herein by reference.

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.

Dated: September 3, 2015

NET ELEMENT,  
INC.

By: /s/ Jonathan New  
Name: Jonathan New  
Title: Chief Financial  
Officer