

Iveda Solutions, Inc.  
Form 424B3  
November 16, 2015

**Filed Pursuant to Rule 424(b)(3)**

**Registration No. 333-202787**

**Prospectus Supplement No. 5 dated November 16, 2015**

(To Prospectus dated May 12, 2015)

**17,949,841 Shares**

**Common Stock**

This Prospectus Supplement supplements and amends the Prospectus dated May 12, 2015 (the "Prospectus"), relating to the resale of up to 17,949,841 outstanding shares of common stock of Iveda Solutions, Inc. (the "Company") by the selling stockholders identified in the Prospectus.

This Prospectus Supplement is being filed to include the information set forth in our Quarterly Report on Form 10-Q for the quarter ended September 30, 2015, filed by the Company with the Securities and Exchange Commission on November 16, 2015 (the "Form 10-Q"). The Form 10-Q is attached hereto.

This Prospectus Supplement is not complete without, and may not be delivered or utilized except in connection with the Prospectus, including any supplements and amendments thereto. This Prospectus Supplement should be read in conjunction with the Prospectus, which is to be delivered with this Prospectus Supplement. This Prospectus Supplement is qualified by reference to the Prospectus, except to the extent that the information in this Prospectus Supplement updates or supersedes the information contained in the Prospectus, including any supplements and amendments thereto.

**See “Risk Factors” beginning on page 5 of the Prospectus to read about factors you should consider before buying shares of our common stock.**

**Neither the Securities and Exchange Commission nor any other regulatory body has approved or disapproved of these securities or passed upon the accuracy or adequacy of the Prospectus. Any representation to the contrary is a criminal offense.**

The date of this Prospectus Supplement is November 16, 2015

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**FORM 10-Q**

**QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

**For the quarterly period ended September 30, 2015**

**OR**

**TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

**For the transition period from \_\_\_\_\_ to \_\_\_\_\_**

Commission File No. 000-53285

**IVEDA SOLUTIONS, INC.**

(Exact name of registrant as specified in its charter)

Nevada

20-2222203

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(State or other jurisdiction of  
incorporation or organization)

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

1201 South Alma School Road, Suite 8500  
Mesa, Arizona

85210  
(Zip Code)

(Address of principal executive offices)

Registrant's telephone number, including area code: (480) 307-8700

Indicate by check mark whether the registrant: (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes  No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§ 232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes  No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer

Accelerated filer

Non-accelerated filer

Smaller reporting company

(Do not check if a smaller reporting company)

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes  No

As of November 12, 2015 there were outstanding 27,904,739 shares of the registrant's common stock, \$0.00001 par value.

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**PART 1 – FINANCIAL INFORMATION****ITEM 1. FINANCIAL STATEMENTS.****IVEDA SOLUTIONS, INC.****CONDENSED CONSOLIDATED BALANCE SHEETS****SEPTEMBER 30, 2015 AND DECEMBER 31, 2014**

	September 30, 2015 (Unaudited)	December 31, 2014 (Audited)
<b>ASSETS</b>		
<b>CURRENT ASSETS</b>		
Cash and Cash Equivalents	\$242,796	\$87,900
Restricted Cash	375,239	979,095
Accounts Receivable, Net	539,635	358,804
Inventory, Net	350,029	387,918
Other Current Assets	765,757	647,659
Total Current Assets	2,273,456	2,461,376
<b>PROPERTY AND EQUIPMENT, NET</b>	331,113	532,512
<b>OTHER ASSETS</b>		
Intangible Assets, Net	111,666	126,666
Other Assets	191,099	364,320
Total Other Assets	302,765	490,986
Total Assets	\$2,907,334	\$3,484,874
<b>LIABILITIES AND STOCKHOLDERS' EQUITY</b>		
<b>CURRENT LIABILITIES</b>		
Accounts and Other Payables	\$1,957,575	\$2,166,246
Due to Related Parties	798,440	575,000
Short Term Debt	203,850	1,080,500
Derivative Liability	60,626	112,009
Current Portion of Long-Term Debt	-	34,610
Total Current Liabilities	3,020,491	3,968,365
<b>LONG-TERM DIVIDENDS PAYABLE</b>	558,157	272,901

**STOCKHOLDERS' EQUITY**

Preferred Stock, \$0.00001 par value; 100,000,000 shares authorized Series A Preferred Stock, \$0.00001 par value; 10,000,000 shares authorized, 4,003,592 shares issued and outstanding as of September 30, 2015 and December 31, 2014	40	40
Series B Preferred Stock, \$0.00001 par value; 500 shares authorized, 302.5 and no shares issued and outstanding as of September 30, 2015 and December 31, 2014, respectively	-	-
Common Stock, \$0.00001 par value; 100,000,000 shares authorized; 27,689,685 and 27,308,357 shares issued and outstanding as of September 30, 2015 and December 31, 2014, respectively	277	273
Additional Paid-In Capital	30,135,163	27,261,762
Accumulated Comprehensive Loss	(42,000 )	(35,615 )
Less Notes Receivable from Stockholder	(130,000 )	(492,194 )
Accumulated Deficit	(30,634,794)	(27,490,658)
Total Stockholders' Equity (Deficit)	(671,314 )	(756,392 )
 Total Liabilities and Stockholders' Equity	 \$2,907,334	 \$3,484,874

*See accompanying Notes to Condensed Consolidated Financial Statements*

**IVEDA SOLUTIONS, INC.****CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS****FOR THE THREE AND NINE MONTHS ENDED SEPTEMBER 30, 2015 AND 2014**

	Three Months Ended Sept. 30, 2015 (Unaudited)	Three Months Ended Sept. 30, 2014 (Unaudited)	Nine Months Ended Sept. 30, 2015 (Unaudited)	Nine Months Ended Sept. 30, 2014 (Unaudited)
<b>REVENUE</b>				
Equipment Sales	\$780,886	\$305,489	\$1,922,104	\$707,505
Service Revenue	41,978	162,966	187,229	465,604
Other Revenue	510	20,554	15,425	42,026
<b>TOTAL REVENUE</b>	<b>823,374</b>	<b>489,009</b>	<b>2,124,758</b>	<b>1,215,135</b>
<b>COST OF REVENUE</b>	<b>633,926</b>	<b>397,173</b>	<b>1,627,478</b>	<b>921,574</b>
<b>GROSS PROFIT</b>	<b>189,448</b>	<b>91,836</b>	<b>497,280</b>	<b>293,561</b>
<b>OPERATING EXPENSES</b>	<b>854,600</b>	<b>1,220,132</b>	<b>2,838,326</b>	<b>4,278,944</b>
<b>LOSS FROM OPERATIONS</b>	<b>(665,152 )</b>	<b>(1,128,296 )</b>	<b>(2,341,046 )</b>	<b>(3,985,383 )</b>
<b>OTHER INCOME (EXPENSE)</b>				
Foreign Currency Gain	1,097	1,226	10,223	11,935
Gain on Derivatives and Debt Conversion	8,792	59,443	51,383	101,444
Gain (Loss) on Disposal of Assets	4,642	-	(24,812 )	-
Interest Income	6,062	6,365	19,739	8,242
Interest Expense	(309,267 )	(140,075 )	(376,193 )	(316,028 )
Total Other Income (Expense)	(288,674 )	(73,041 )	(319,660 )	(194,407 )
<b>LOSS BEFORE INCOME TAXES</b>	<b>(953,826 )</b>	<b>(1,201,337 )</b>	<b>(2,660,706 )</b>	<b>(4,179,790 )</b>
<b>BENEFIT (PROVISION) FOR INCOME TAXES</b>	<b>120</b>	<b>(38 )</b>	<b>(12,733 )</b>	<b>(15,917 )</b>
<b>NET LOSS</b>	<b>\$(953,706 )</b>	<b>\$(1,201,375 )</b>	<b>\$(2,673,439 )</b>	<b>\$(4,195,707 )</b>
<b>BASIC AND DILUTED LOSS PER SHARE</b>	<b>\$(0.03 )</b>	<b>\$(0.04 )</b>	<b>\$(0.10 )</b>	<b>\$(0.16 )</b>
<b>WEIGHTED AVERAGE SHARES</b>	<b>27,683,644</b>	<b>27,308,357</b>	<b>27,458,942</b>	<b>26,968,884</b>



*See accompanying Notes to Condensed Consolidated Financial Statements*

**IVEDA SOLUTIONS, INC.**

**CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE (LOSS)**

**FOR THE THREE AND NINE MONTHS ENDED SEPTEMBER 30, 2015 AND 2014**

	Three Months Ended Sept. 30, 2015 (Unaudited)	Three Months Ended Sept. 30, 2014 (Unaudited)	Nine Months Ended Sept. 30, 2015 (Unaudited)	Nine Months Ended Sept. 30, 2014 (Unaudited)
Net Loss	\$ (953,706 )	\$ (1,201,375 )	\$ (2,673,439 )	\$ (4,195,707 )
Other Comprehensive Loss				
Change in Equity Adjustment from Foreign Currency Translation, Net of Tax	(8,481 )	(5,490 )	(6,385 )	(5,457 )
Comprehensive Loss	\$ (962,187 )	\$ (1,206,865 )	\$ (2,679,824 )	\$ (4,201,164 )

*See accompanying Notes to Condensed Consolidated Financial Statements*

**IVEDA SOLUTIONS, INC.**

**CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS**

**FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2015 AND 2014**

Nine	Nine
Months	Months
Ended	Ended
Sept. 30,	Sept. 30,
2015	2014
(Unaudited)	(Unaudited)