### 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): June 2, 2022

Amesite Inc.

(Exact name of registrant as specified in its charter)

001-39553 (Commission File Number)

Delaware (State or other jurisdiction of incorporation)

> 607 Shelby Street Suite 700 PMB 214 Detroit, MI

(Address of principal executive offices)

Registrant's telephone number, including area code: (734) 876-8130

N/A

(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))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered	
Common Stock, par value \$0.0001 per share	AMST	The Nasdaq Stock Market LLC	

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  $\boxtimes$ 

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 June 2, 2022, Amesite Inc. (the "Company") issued a shareholder update letter (the "Shareholder Update Letter"), a copy of which is furnished as Exhibit 99.1 hereto. In addition to the Shareholder Update Letter, the Company also produced a shareholder update video (the "Shareholder Update Video"), which it intends to post on the media section of its website. A copy of the presentation utilized in the Shareholder Update Video is furnished as Exhibit 99.2 hereto. The Company has also prepared presentation materials (the "Presentation Materials") that management intends to use from time to time on or after May 2, 2022, in presentations about the Company's operations and performance. The Presentation Materials are furnished as Exhibit 99.3 to this Current Report on Form 8-K.

The information in this Item 7.01, Exhibits 99.1, 99.2 and 99.3 of this Current Report on Form 8-K are furnished and shall not be deemed to be "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities of that section. The information in this Item 7.01, Exhibits 99.1, 99.2 and 99.3 of this Current Report on Form 8-K shall not be incorporated by reference into any filing under the Securities Act of 1933, as amended, or the Exchange Act, whether made before or after the date of this Current Report, regardless of any general incorporation language in any such filing.

### Item 9.01 Financial Statements and Exhibits.

### (d) Exhibits

Exhibit No.	Description
99.1	Shareholder Update Letter Dated June 2, 2022
99.2	Presentation Materials for Shareholder Update Video
99.3	Investor Presentation Dated June 2, 2022
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

82-3431718

(IRS Employer Identification No.)

48226 (Zip Code)

### 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.

### AMESITE INC.

Date: June 2, 2022

By:

/s/ Ann Marie Sastry, Ph.D. Ann Marie Sastry, Ph.D. Chief Executive Officer

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#### Amesite Inc. Issues Shareholder Update

June 2, 2022 – Amesite Corp. (Nasdaq: AMST), an artificial intelligence software company providing advanced A.I. powered online learning ecosystems for business and higher education, today issued an update to its shareholders from its Chief Executive Officer, Dr. Ann Marie Sastry.

### Dear Shareholders,

We believe that we have now entered a period of certainty in the need for expansion of online learning, contextualized by industrial disruption, rapid technology changes and obvious needs for workforce upskilling. Online learning was necessarily the default over two years of a pandemic, and we see signs that a shift in thinking has been permanent: the pandemic made clear the benefits and deficiencies of online experiences, and these have driven the desire to do better.

We believe that reaching broader audiences through online learning, and importantly, making sure that all organizations that offer it can be effective, are essential. Our point of view is that the world's learning will not be delivered by a single organization, or even a few elite ones: learning is a fundamental human need. Just as dining at different restaurants stimulate the palate and the imagination, we believe that accessing learning from multiple channels is a desired human state. Amesite aims to serve this broad group - universities, museums, businesses and government - with outstanding, white label learning software, adaptable to their needs and true to their brands.

Amesite continues to onboard customers in different sectors and grow relationships with existing partners to meet these needs. Despite a challenging economic macroenvironment, Amesite is building partnerships and revenue, by delivering solutions that these different organizations need to be successful in learning markets. We are positioning ourselves to be a leading educational platform service provider, by meeting common needs across sectors.

Amesite has continued to secure meaningful contract wins and that momentum has continued into the current quarter.

#### Highlights of our successes over the last quarter include:

- Partnering with the City University of New York (CUNY) to develop and implement professional learning on a CUNY branded learning portal. CUNY is the
  largest urban public university in the U.S., providing learning to over 500,000 learners every year. It is our strong intention to help them scale their professional offerings

   they are exactly the kind of partner that we seek, to grow revenue and impact for the university and for Amesite.
- Partnering with Conner Prairie, a living history museum located in Indiana, to deliver eLearning powered by a new online ecosystem, with an anticipated launch in 2022. This new Learning Community Environment<sup>SM</sup> (LCE<sup>SM</sup>) provides a complete ecosystem for digital learning, including an eCommerce solution, helping make history come alive for people all around the world.
- Extending our partnership with Wayne State University, the third largest university in Michigan, for three years. We plan to continue delivering professional certificate programs on Wayne State University's LCE<sup>SM</sup>. With a retention rate of over 98%, we are excited to push ahead with existing and new programs.
- Expanding our partnership with the EWIE Company, to provide global dashboards to deliver and track learning to workers across the globe. With integrations that enable more facile sharing of data across the enterprise, this LCE<sup>SM</sup> is a model for the future of industrial learning.

These significant wins are demonstrative of our traction with a breadth of organizations. We are optimistic about our new business pipeline, which includes organizations referred to us by clients, and organizations that we have reached with our marketing efforts. We are judiciously expanding marketing based on successes and believe that we can effectively pitch our solution across several sectors to grow revenue more aggressively.

Responsible stewardship of our company requires balancing an aggressive growth plan with careful management of resources. We remain mindful of safeguarding shareholder capital and have made a concerted effort to reduce our cash burn. As reported in our 10-Q for the period ended March 31, 2022, revenue growth through the first nine months of FY2022 was approximately 29%.

Our FYQ3 quarterly cash burn declined to \$1.35 million, a13.5% decrease from the same quarter in FY2021 and the lowest burn rate since our initial public offering. The most recent quarter was not an anomaly as our quarterly average burn was down 28.4% compared to the quarterly average year-to-date cash burn. Specifically, we completed a necessary 23% reduction in full-time from Q2 to Q3. Additionally, we offboarded contract IT, useful in the building phase of our product, and have moved development to our high performance, in-house team. Exiting this vendor resulted in an immediate termination payment of roughly \$300,000 that was recognized in FYQ3 with expected costs savings to be realized going forward. Conversely, we reduced in-house marketing staffing in favor of external firms, with resulting increases in generation of marketing qualified leads (MQLs) and reduced payroll cost.

Ultimately, what we think differentiates Amesite and drives both our past and future growth opportunity is our highly customizable, easy-to-deploy and operationally efficient SaaS platform. We invested significant time and effort to develop the supporting architecture specifically for the online business, university, institute / museum and government education markets, and we are very proud to be making inroads within those markets, as referenced above.

As we close our fiscal year 2022 at the end June, we remain laser-focused on securing additional clients and revenue growth and ultimately building long-term value for shareholders. We believe that we are just scratching the surface in our target markets, and we continue to position ourselves to capitalize on these opportunities.

At Amesite, we remain grateful to our team members for their hard work and dedication, to our clients for their confidence and commitment in our SaaS offering, and to our shareholders for their continued support. Thank you and I look forward to communicating with you again after we report our fiscal year 2022 results.

Sincerely,

Ann Marie Sastry, Ph.D. Chair and Chief Executive Officer



## **Forward Looking Statements**

This presentation may contain "forward-looking statements" within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934, as amended. For such forward-looking statements, we claim the protection of the safe harbor for forward-looking statements contained in the Private Securities Litigation Reform Act of 1995. As used below and throughout this presentation, the words "we", "us" and "our" may refer to Amesite individually or together with one or more partner companies, as dictated by context. Such statements include, but are not limited to, any statements relating to our growth strategy and product development programs and any other statements that are not historical facts. Forward-looking statements are based on management's current expectations and are subject to risks and uncertainties that could negatively affect our business, operating results, financial condition and stock price. Factors that could cause actual results to differ materially from those currently anticipated include: risks related to our growth strategy; risks relating to the results of research and development activities; our ability to obtain, perform under and maintain financing and strategic agreements and relationships; our dependence on third party suppliers; our ability to attract, integrate, and retain key personnel; the early stage of products under development; our need for and continued access to additional funds; government regulation; patent and intellectual property matters; competition; as well as other risks described in our Securities and Exchange Commission filings. We expressly disclaim any obligation or undertaking to release publicly any updates or revisions to any forward-looking statements contained herein to reflect any change in our expectations or any changes in events, conditions or circumstances on which any such statement is based, except as may be required by law. The information contained herein is intended to be reviewed in its totality, and any stipulations, conditions or provisions that apply to a given piece of information in one part of this presentation should be read as applying mutatis mutandis to every other instance of such information appearing herein.





## New Contracts in Q3

Amesite continues to onboard customers in different sectors and grow relationships with existing partners to meet these needs.

In a challenging economic macroenvironment, **Amesite is building partnerships and revenue**, by delivering solutions that these different organizations need to be **successful in learning markets.** 

Customer	Placed	Sector		
<b>NY</b>	Jan 2022	Higher Education		
EWE	Jan 2022	Enterprise		
CONNER PRAIRIE	Mar 2022	Museum / Non-Profit		
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# Revenue + Operational Efficiency

**29%** A Revenue increase for 9 months ended 3/31/22 **28**% **\*** 

Average Monthly Burn decrease for the last 3 months ended 3/31/22 over the last 9-month average

### Q3/22: LOWEST BURN SINCE IPO

We are adapting staffing to be efficient, while leveraging the best talent. We are positioning to **continue to win larger contracts**, by creating learning ecosystems that **support multiple types of learning** and **meet organizations' needs for software integration**.

# Operational Efficiency

**93% Increase** in Total Cumulative Contract Value from Q3 2021 to Q3 2022

23% Decrease in Headcount (FTEs) from Q2 2022 to Q3 2022

**72% Decrease** in Marketing Payroll Expenses from Q2 2022 to Q3 2022

### **KEY ACTIONS FOR Q4**

Internal managers outsourcing contract marketing and content resources. Technology managers insourcing IT and engineering with skilled, experienced developers who manage contractors (outside). Continuing to code with efficiency to reduce operating costs.

## Revenue

FY Q3 2022 10-Q March 31, 2022

## **2X** Trailing 12 months (3/31/2022 over 3/31/2021)

# **\$1.8**M

Total Contract Value Since Inception

## **Building Revenue:**

- Key Staff Positions Filled
- Company Is Diversifying Our Customer Base
- Large Addressable Markets in Four Sectors: Enterprise, Higher Ed, Nonprofit and Government

# Financial Position

FY Q3 2022 10-Q March 31, 2022 \$8.9M

Cash On Hand as of March 31, 2022

**\$1.4**M

Operating Cash Used Q3 2022 **\$0** Debt



Cash Remaining on Equity Line

## **Amesite's Financial Position:**

- Good Liquidity
- No Debt
- Equity Line to Raise as Needed, Subject to Limits
- Includes \$3M Equity Raised (Feb. 2022)

### Solution: An Amesite LCE<sup>SM</sup> Ecosystem LCE Course Learning Platform • Ecommerce . . . Course Creation · Services 2 eCommerce Personalized Portal ..... C.FOREFROM 2 Shart Marketing Assets Video / Sec. FOREFRONT Self-serve Course Succeeding in Remote Work AB ---. your company have a strat for cultivating a successful HE ON-DEMAND VIDEO LECTURE From marketing to purchase to portal: our ecosystem solves the problem of launching a branded system that offers a diverse set of learning experiences. © 2022 Amesite Inc. All Rights Reserved. 9

# Market Outlook

### BUSINESSES

- eLearning can increase employee engagement by up to 18%
- 64% of ecosystem experts recognize the importance of choosing the right technology platform partners

### UNIVERSITIES

- Universities with 90% of their students online saw a 7.1% increase in enrollment
- 85% of learners reported that their online learning experience was better or equally satisfactory to in-person environments

### **MUSEUMS / NON PROFITS**

- Museums spend approximately \$2 billion on educational programs each year
- 97% of Americans believe that museums are educational assets
  for their communities

For updated industry news, check www.amesite.io/resources!

# Talent & Growth

### STRATEGY

 Gain efficiency as we solidify product solutions. Staff: outstanding, high-energy performers whom we **promote**. 100% of FTEs on staff for >6mos have been promoted. Contractors / Consultants: hire as needed to support revenue growth.

### TACTICS: Q3/22 AND Q4/22

- Q3: outsourced marketing, insourced tech; both actions reduced cost and improved outcomes.
- Q4: focused staffing to support new customers; major hiring is complete.

### TALENT AVAILABILITY

- Technology: 700 applicants for last posting. Hiring rate: 0.3%.
- Marketing: working with multiple firms; providing messaging and leveraging contractors' digital expertise to drive increased MQLs.
- 100% remote workforce + 10 workplace excellence awards (4 national) are key attractants.

# THANK YOU.





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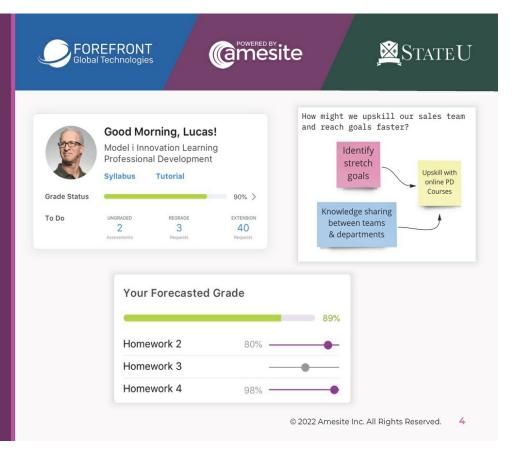




# Meet Amesite

Amesite's cloud-based platform + content creation services provide **fullymanaged, customized learning ecosystms** for businesses, nonprofits, government agencies and universities.

Amesite is unique in its focus on the **user experience** for learning: for instructors, administrators and learners.



## Markets: Tens of Thousands of Organizations Deliver eLearning. They Need an eLearning PARTNER.



\$332.9B Corporate raining market size in US

**Businesses** must rapidly upskill employees and smoothly launch large programs



**6K** US Colleges & Universities **Universities** must increase pre-college and professional learning and generate revenue



**Museums** must deliver teacher and student learning and engagement and drive revenue with donor eLearning engagements



**Government** must provide online training for large workforces



Business Model	Model: SaaS Flexibility and Scalability, Targeting High Margin + ARR		
	SETUP FEE	<b>ADAPTABLE:</b> Amesite delivers custom, enterprise-wide systems, or new, specialized or technical programs, branded to the Customer	
	COURSE CREATION FEE	<b>FLEXIBLE:</b> Amesite can build-from-scratch, from technical to introductory / general-interest courses and programs — or Customers can use their own content	
	MAINTENANCE FEE	<b>RELEVANT:</b> Amesite assures content stays up-to-date	
	USER FEE	<b>SCALABLE:</b> Manageable user fees enable course monitoring and customer service, leveraging infrastructure that supports growth	
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## Learning Solutions for Enterprise are in High Demand



**Amesite's Enterprise** 

**Solutions: Scalable & Effective** 

## Higher Education Needs Solutions for Upskilling and Pipeline Growth



**Amesite's Higher Ed Solutions:** 

## **Foundations, Institutes** and Museums



**Amesite's Non-Profit** 

**Solutions: Urgently Needed** 

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## Amesite: Built for Speed and **Efficiency to Meet Our Partners' Needs**

V4	Amesite's V4 platform is now on Microsoft's Azure Cloud - enabling <b>scalability, speed,</b> and <b>best-in-class infrastructure.</b>	Micross
24h	or less Is the delivery time now for a custom- branded, enterprise scale system for our customers – <b>offering unparalleled speed.</b>	Customer
30d	launches of custom content are available, because Amesite's easy-to-use platform and flexible business model enable fast, high quality content creation.	Amesi costs c Datab
<b>1,000</b> s	of APIs can be integrated with Amesite's platform because <b>Amesite uses a modern tech stack and is fully modularized.</b>	
98%	retention rates across all products have been achieved – Amesite's customers deliver learning products that work for their users.	
amesite		

# **Amesite & Microsoft**

By empowering Amesite and putting their platform on Microsoft Azure, we can approach our partner universities around the country and get these solutions out to people who need upskilling courses."



# Technology: Advantages, Differentiation & Opportunity

## AMESITE USES AI TO IMPROVE

### LEARNING

Al drives engagement with fresh, relevant content and analytics that give actionable insights. Amesite's analytics architecture enables agile, continuous improvements.

### AMESITE USES BEST-IN-CLASS CODE AND ARCHITECTURE

Amesite's platform is built with tools that enable integration with thousands of APIs and offers reliable, outof-the box auto scalability.

## AMESITE TECHNOLOGY SUPPORTS DESIGNS CUSTOMERS LOVE -WITH THE ABILITY TO <u>SCALE</u>

If it's easy to code, it's hard to use. If it's easy to use, it's hard to code. Our platform is easy to use because we support accessible design with a flexible, sophisticated codebase.



AI-DRIVEN





# Investment Landscape: Interfaces & Growth

### LEARNING MANAGEMENT SYSTEMS

Amesite uniquely focuses on the user experience, driving success for customers and learners. We are disrupting the "LMS." Companies: Pluralsight \$PS, Stride \$LRN, Blackbaud \$BLKB

### CONTENT CURATORS, PROGRAM MANAGERS, SERVICE PROVIDERS

We believe that the private sector will continue to spur advancements in learning markets. Companies: 2U \$TWOU, Chegg \$CHGG

### PLATFORMS FOR THE FUTURE OF WORK

Amesite brings new data, and insights to other Enterprise SaaS platforms. We believe that the future of work is more digital, more connected and will offer continuous learning.

Companies: Workday \$WDAY, Atlassian \$TEAM

AI GROWTH



ONLINE EDUCATION GROWTH

**\$319B** by 2025

SAAS FOR BUSINESS GROWTH

**\$623B** by 2023

# Recent Partnerships and Impact:

>98% retention

### CUNY

**Delivering professional learning** for the **largest urban university system** in the United States.

### **EWIE Group of Companies (EGC)**

Employee training that enables global tracking for a company whose products and services are used at over 250 manufacturing facilities across the globe.

### **CONNER PRAIRIE**

Founded by Eli Lilly, they are providing learning to a global community and aim to change the way the world views and uses museums. new technology jobs will be added to the global economy over the next 5 years

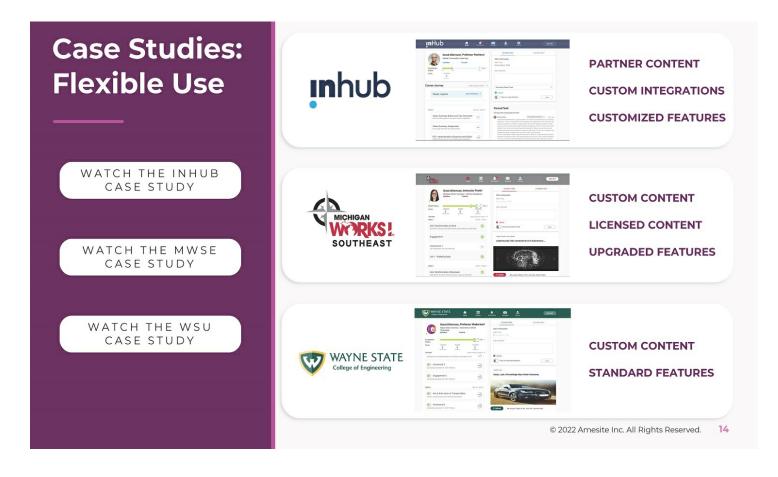
150M

Upskilling is a \$358B global market with employers spending

\$1,300 on each employee annually for continuing education

Market size of the museum industry in the US reached \$12.7B in 2020





# **People & Growth**



- Strong ability to attract talent
- Building bench strengths and partnerships in Sales and Marketing
  Aligning technical work to disrupt markets and serve our customers



four national workplace excellence awards.







Dr. Ann Marie Sastry Founder, Chair & CEO

- Former CEO and co-Founder of Sakti3 (acquired by Dyson in 2015 for \$90M)
- Recognized by President Obama at the White House in 2015 for her technology entrepreneurship
- Her technology and business work have been featured in WSJ, Fortune, Forbes, The Economist, USA Today, The New York Times and on the cover of Inc.
- Arthur F. Thurnau Professor (UM's highest teaching honor) at the University of Michigan, 17 years
- Recognized with some of the highest honors in her scientific fields
- Co-authored over 100 publications and 100 patents and filings and delivered over 100 invited lectures and seminars globally (NIH, NSF, NAE, MIT, Stanford, UC Berkeley, Oxford, Cambridge, etc.)
- Serves on the Boards of the International Council on Clean Transportation (ICCT), the Alpha House Family Homeless Shelter, Laidlaw & Company, among others
- Holds PhD and MS degrees from Cornell University, and a BS from the University of Delaware, all in Mechanical Engineering





**Barbie Brewer** 

Anthony Barkett, J.D.







Gilbert S. Omenn, MD, Ph.D.





Richard Ogawa, J.D.

George Parmer

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# Revenue

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Camesite