



nFusz, Inc. (FUSZ) Files Form S-1 to Register \$2 Million Financing Facility

HOLLYWOOD, CA - October 13, 2017 – [nFusz, Inc. \(OTCQB: FUSZ\)](#), (“nFusz” or the “Company”) the Hollywood-based digital technology company, announces that it has today filed a new Form S-1 registration statement with the Securities and Exchange Commission (“SEC”) to register \$2M of its common shares for resale by Kodiak Capital Group, LLC (“Kodiak”) pursuant to a certain Equity Purchase Agreement.

As previously announced on the Company’s October 2, 2017 Form 8-K, the Company entered into an Equity Purchase Agreement with Kodiak, dated September 15, 2017 and effective September 26, 2017, for \$2 Million in equity financing (the “Purchase Agreement”). A summary of the terms of the Purchase Agreement provides that:

- nFusz may from time to time, or all at once, in its sole discretion, “put” shares of its common stock to Kodiak for aggregate gross proceeds of up to \$2,000,000.
- Kodiak shall pay the Company 80% of the volume weighted average price of the Company’s common stock as reported by OTC Markets Group, Inc. during the five days immediately *preceding* the closing date determined by the Company.
- Kodiak’s obligation to purchase nFusz’s common shares under the Purchase Agreement is not contingent on the trading volume of the Company’s common stock. Other than the 9.99% “beneficial ownership limitation,” there is *no limit* on the number of shares the Company may require Kodiak to purchase until the aggregate purchase price reaches \$2,000,000. The Purchase Agreement also contains a ‘no shorting’ provision.
- Kodiak’s obligation to purchase shares of the Company’s common stock under the Purchase Agreement is subject to certain conditions, including the Company obtaining an effective registration statement for shares of the Company’s common stock to be sold under the Purchase Agreement.

The newly-filed Form S-1 registers up to 25,000,000 shares of nFusz common stock that may be issued to Kodiak pursuant to the Purchase Agreement. At our current volume weighted average share price of approximately \$0.10, the 20% discount would result in a sale price of \$0.08 per share, or approximately \$2,000,000 in net proceeds. If all 25,000,000 shares are eventually sold, our current outstanding share count of common stock as of September 30, 2017 would increase from 112,735,353 shares to 137,735,353 shares outstanding. If our share price falls in the interim, the amount of funding we receive under the Purchase Agreement could be less than \$2,000,000. Alternatively, if our share price rises in the interim, fewer than 25,000,000 shares will need to be sold in order to receive the entire \$2,000,000 in committed proceeds.

nFusz CEO, **Rory J. Cutaia**, explained, “this deal structure is somewhat unique, especially for an OTC listed company. It’s basically on-demand capital. It allows us to draw funds as and when

we determine, in amounts not limited by the then current trading volume of our stock. It assures us access to capital on terms that minimize dilution to our shareholders with whom our interests are aligned. And it allows us to focus our time on growing this incredibly exciting business,” continues Mr. Cutaia.

“We’re very excited to partner with Rory and his brilliant team at nFusz,” states **Ryan Hodson**, Managing Member of Kodiak. “Their interactive video CRM technology is a category killer and one of the most exciting companies we have in our portfolio. They’ve got all the right ingredients to be a huge success, generating what we expect will be impressive returns for their shareholders, as well as our own. We’re pleased that we can provide the growth capital this company needs to realize their full potential and beyond,” Mr. Hodson adds.

About nFusz, Inc.

[nFusz, Inc. \(OTCQB: FUSZ\)](#) is a Hollywood-based digital tech company. Our proprietary next generation interactive video technology is the core of our new broadcast and cloud-based, Software-as-a-Service (SaaS) products. We offer subscription-based Customer Relationship Management (CRM), sales lead generation, and social engagement software on mobile and desktop platforms for sales-based organizations, consumer brands, and artists seeking greater levels of engagement and higher conversion rates. Our software platform can accommodate any size campaign or sales organization, and is enterprise-class scalable to meet the needs of today’s global organizations. Our service is built around our proprietary ‘Video-First’ Notifi technology, which places interactive video front and center in all customer and prospect communications. With our flagship product, [notifiCRM](#), we’ve re-invented what a CRM, lead-gen tool should be in today’s video-centric business and social environment. Now watch for our live broadcast interactive video platform that will redefine what ‘engagement’ means in consumer video consumption. For more information on nFusz, Inc., visit www.nFusz.com.

Kodiak Capital Group, LLC

Kodiak Capital Group, LLC, founded in 2009, is an operationally driven private equity firm that partners with management to make non-control equity investments in lower middle market businesses. Kodiak pursues niche-market leaders that provide high-margin products or services. Kodiak transactions typically provide liquidity to shareholders, facilitate transition of ownership to key managers, and allow management to capitalize on growth opportunities while maintaining the legacy of the founders. Kodiak has focused consistently on the lower-middle market and generated superior returns for its partners. Kodiak is currently investing in new platforms through a multitude of innovative financing solutions. For more information about Kodiak Capital Group, LLC visit www.kodiak-capital.us.

Forward-Looking and Cautionary Statements

This press release may contain “forward-looking” information within the meaning of the Private Securities Litigation Reform Act of 1995. In accordance with the safe harbor provisions of this Act, statements contained herein that look forward in time that include everything other than historical information, involve risks and uncertainties that may affect the Company’s actual

results. There can be no assurance that such statements will prove to be accurate and there are a number of important factors that could cause actual results to differ materially from those expressed in any forward-looking statements made by the Company, including, but not limited to, plans and objectives of management for future operations or products, the market acceptance or future success of our products, and our future financial performance. The Company cautions that these forward-looking statements are further qualified by other factors including, but not limited to, those set forth in the Company's Annual Report on Form 10-K for the fiscal year ended December 31, 2016, and other filings with the U. S. Securities and Exchange Commission (available at www.sec.gov). The Company undertakes no obligation to publicly update or revise any statements in this release, whether as a result of new information, future events, or otherwise.

For more information, please visit: www.nFusz.com

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