

SECURITIES & EXCHANGE COMMISSION EDGAR FILING

3PEA INTERNATIONAL, INC.

Form: 8-K

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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): February 7, 2019

3PEA INTERNATIONAL, INC.

(Exact name of registrant as specified in its charter)

Nevada

(State or other jurisdiction of incorporation)

000-54123

(Commission file number)

95-4550154

(I.R.S. Employer Identification Number)

**1700 W Horizon Ridge Parkway, Suite 102,
Henderson, Nevada 89012**

(Address of principal executive offices) (Zip Code)

(702) 453-2221

(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:

- ☐ 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))

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 ☒ x

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. ☐

Section 7 – Regulation FD

Item 7.01 Regulation FD Disclosure

On February 7, 2019, 3PEA International, Inc. issued a press release announcing revenue guidance for fiscal year 2019. The press release has been furnished as exhibits to the Form 8-K and are posted to the Investor section of our website (www.3pea.com).

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits:

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press release dated February 7, 2019

SIGNATURES

In accordance with the requirements of the Exchange Act, the registrant caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

3PEA INTERNATIONAL, INC.

Date: February 11, 2019

By: /s/ Mark Newcomer
Mark Newcomer, Chief Executive Officer



3PEA International, Inc. Issues 2019 Revenue Guidance

HENDERSON, Nev.--(BUSINESS WIRE)-- [3PEA International](#), Inc. (NASDAQ: [TPNL](#)), a vertically integrated provider of innovative prepaid card programs and processing services for corporate, consumer and government applications, today announced guidance for 2019 revenue.

The Company expects 2019 revenue to be \$38 million to \$40 million, representing a 63 to 72 percent increase, versus the mid-point of 2018 full year revenue guidance issued in November of \$22.75 million to \$23.75 million, which remains unchanged. The Company is also reaffirming its previously announced 2018 adjusted EBITDA guidance.

"We expect 2019 to be another robust year of revenue and earnings growth for 3PEA," said Mark Newcomer, Chief Executive Officer, 3PEA International. "In 2018, we were successful in entering new industry verticals, and the results of our efforts will begin to be recognized in the first quarter of 2019. Furthermore, we expect to see continued improvement of our gross margins driven by operational improvements and a favorable product mix."

Company management expects to release its fourth quarter and full year 2018 financial results, as well as host an earnings call in early to mid-March, to discuss 2018 results and provide additional insights on recent successes, as well as corporate strategy and direction for 2019.

As a reminder, the Company's Chief Financial Officer, Mark Attinger, will provide an introductory company overview via webcast at 11:00am ET on February 12, 2019. For more information, [click here](#).

About 3PEA International

3PEA International (NASDAQ: [TPNL](#)) is an experienced and trusted prepaid debit card payment solutions provider as well as an integrated payment processor that has managed millions of prepaid debit cards in its portfolio. Through its PaySign® brand, 3PEA conceptualizes, develops and manages payment solutions, prepaid card programs, and customized payment services. 3PEA's corporate incentive prepaid cards are changing the way corporations reward, motivate, and engage their current and potential customers, employees, and agents. 3PEA's customizable prepaid solutions offer significant cost savings while improving brand recognition and customer loyalty. 3PEA's customers include healthcare companies, major pharmaceutical companies, large multinationals, prestigious universities, and social media companies. PaySign is a registered trademark of 3PEA Technologies, Inc. in the United States and other countries. For more information visit us at <https://3pea.com/> or follow us on [LinkedIn](#), [Twitter](#) and [Facebook](#).

Forward-Looking Statements

Certain statements in this news release may contain forward-looking information within the meaning of Rule 175 under the Securities Act of 1933 and Rule 3b-6 under the Securities Exchange Act of 1934, and are subject to the safe harbor created by those rules. All statements, other than statements of fact, included in this release, including, without limitation, statements regarding potential future plans and objectives of the companies, are forward-looking statements that involve risks and uncertainties. There is no assurance that such statements will prove to be accurate, and actual results and future events could differ materially. 3PEA undertakes no obligation to publicly update or revise any statements in this release, whether as a result of new information, future events, or otherwise.

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