

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): January 12, 2023 (January 6, 2023)

**CLEARTRONIC, INC.**

(Exact name of registrant as specified in its charter)

**Florida**  
(State or other jurisdiction  
of incorporation)

**000-55329**  
(Commission  
File Number)

**65-0958798**  
(IRS Employer  
Identification No.)

**28050 US Hwy 19 N, Suite 310, Clearwater, FL 33761**  
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: 813-289-7620

**8000 North Federal Highway, Suite 100, Boca Raton, Florida 33487**  
(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 (see General Instruction A.2. below):

- 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 |
|---------------------|-------------------|---|
| N/A                 | N/A               | N/A                                       |

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

If an emerging growth company, indicate by checkmark 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 January 12, 2023, Cleartronic, Inc. (the “Company”) issued a press release announcing that its Board of Directors approved a stock repurchase program pursuant to which the Company may repurchase shares of its outstanding common stock based on market conditions and other factors and in accordance with all applicable securities laws and regulations, including Rule 10b-18 promulgated under the Securities Exchange Act of 1934, as amended (the “Exchange Act”). The extent to which the Company repurchases its shares, and the timing of such repurchases, will depend upon a variety of factors, including market conditions, regulatory requirements and other corporate considerations, as determined by the Company’s management. The repurchase program may be extended, suspended, or discontinued at any time. The Company expects to finance the program from existing cash resources.

The press release is furnished herewith as Exhibit 99.1 and is incorporated by reference herein. The information contained in the press release is being furnished and shall not be deemed filed for purposes of Section 18 of the Exchange Act, or otherwise subject to the liability of that Section, and shall not be incorporated by reference into any registration statement or other document filed under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

**Item 8.01. Other Events.**

On January 6, 2023, the Company’s Board of Directors approved a stock repurchase program. The information set forth under Item 7.01 above regarding the stock repurchase program is incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits**

(d) Exhibits

| <b>Exhibit<br/>Number</b> | <b>Description</b>   |
|---------------------------|--|
| <a href="#">99.1</a>      | Press release issued by the registrant on January 12, 2023.                  |
| 104                       | Cover Page Interactive Data File (embedded within the Inline XBRL document). |

**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 thereunto duly authorized.

Date: January 12, 2023

**CLEARTRONIC, INC.**

By: /s/ Michael M. Moore

Michael M. Moore  
Chief Executive Officer

### Cleartronic's Board Approves Stock Repurchase Program

Clearwater, FL – January 12, 2023 – Cleartronic, Inc. (OTCPINK: CLRI) (“Cleartronic” or the “Company”) announced that its Board of Directors approved a stock repurchase program, under which the Company may repurchase shares of its outstanding common stock based on market conditions and other factors.

Under this new stock repurchase program, the Company may repurchase shares in accordance with all applicable securities laws and regulations, including Rule 10b-18 of the Securities Exchange Act of 1934, as amended. The extent to which the Company repurchases its shares, and the timing of such repurchases, will depend upon a variety of factors, including market conditions, regulatory requirements and other corporate considerations, as determined by the Company’s management. The repurchase program may be extended, suspended, or discontinued at any time. The Company expects to finance the program from existing cash resources.

“We believe that Cleartronic’s stock does not reflect Cleartronic’s value and growth prospects” said Marc Moore, the CEO of Cleartronic. He further stated, “This stock repurchase program provides our Company with an opportunity to increase shareholder value.”

The Company expects to finance the stock repurchases from existing cash resources.

#### About (OTCPINK: CLRI) (\$CLRI)

Cleartronic, Inc. (OTCPINK: CLRI) (\$CLRI), a diversified holding company, creates and acquires operating subsidiaries to manufacture and sell products, services, and integrated systems to governmental agencies, private and not-for-profit business enterprises, and the general public. In addition to its ongoing projects, Cleartronic continues its endeavors in research and development of new and expanded projects to support its overall service components while operating and concentrating on its primary operating subsidiary ReadyOp Communications, Inc. [www.cleartronic.com](http://www.cleartronic.com) & [www.readyop.com](http://www.readyop.com).

#### Safe Harbor Statement

This news release contains statements that involve expectations, plans, or intentions (such as those relating to future business or financial results) and other factors discussed from time to time in the Company’s Securities and Exchange Commission filings. These statements are forward-looking and subject to risks and uncertainties, so actual results may vary materially. You can identify these forward-looking statements by words such as “may,” “should,” “expect,” “anticipate,” “believe,” “estimate,” “intend,” “plan,” and other similar expressions. Our actual results could differ materially from those anticipated in these forward-looking statements because of certain factors not within the control of the Company. The Company cautions readers not to rely on any such forward-looking statements, which speak only as of the date made. The Company disclaims any obligation subsequently to revise any forward-looking statements to reflect events or circumstances after the date of such statements or to reflect the occurrence of anticipated or unanticipated events.

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