

**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): April 22, 2019

**BRAIN SCIENTIFIC INC.**

(Exact Name of Registrant as Specified in Charter)

Nevada  
(State or Other Jurisdiction  
of Incorporation)

333-209325  
(Commission  
File Number)

81-0876714  
(I.R.S. Employer  
Identification No.)

**205 East 42<sup>nd</sup> Street, 14<sup>th</sup> Floor**  
**New York, New York 10017**  
(Address of Principal Executive Offices) (Zip Code)

Registrant's telephone number, including area code: **(646) 388-3788**

(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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

Emerging Growth Company

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.

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

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Not applicable	Not applicable	Not applicable

**Item 1.01 Entry Into A Material Agreement.**

The information set forth in Item 2.03 is incorporated by reference into this Item 1.01.

**Item 2.03 Creation of a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement of a Registrant**

On April 22, 2019, High Technology Capital Fund LP (the "Lender") loaned to Brain Scientific Inc. (the "Company") \$25,000 (the "Loan"). Boris Goldstein, the Chairman of the Board of Directors, Secretary and Executive Vice President of the Company, is the managing partner of the Lender. The Company intends to use the proceeds from the Loan for the Company's working capital and general corporate purposes. The Loan is non-interest bearing and has no maturity date, and is not evidenced by written documentation.

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**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: May 21, 2019

**BRAIN SCIENTIFIC INC.**

By: /s/ Boris Goldstein  
Name: Boris Goldstein  
Title: Chairman of the Board and Secretary