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**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

**September 28, 2016**

**Date of Report**

[Date of Earliest Event Reported]

**PCS EDVENTURES!.COM, INC.**

(Exact name of Registrant as specified in its Charter)

IDAHO  
(State or Other Jurisdiction  
of Incorporation)

000-49990  
(Commission  
File Number)

82-0475383  
(I.R.S. Employer  
Identification No.)

345 Bobwhite Court, Suite 200  
Boise, Idaho 83706  
(Address of Principal Executive Offices)

(208) 343-3110  
(Registrant's Telephone Number, including area code)

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 (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 14-a-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))
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**Item 3.02 Unregistered Sales of Equity Securities.**

On September 28, 2016, the Company completed the offer and sale of 5,076,922 shares of its common stock comprised of “restricted securities” as defined under Rule 144 of the Securities and Exchange Commission (the “SEC”) for \$329,999.93, to “accredited investors.” The purchase price was \$0.065 per share. Prior to the completion of this private offering, there were 88,730,682 shares of the Company’s common stock outstanding, and when these 5,076,922 shares are issued of record, there will be 93,807,604 outstanding shares. The 5,076,922 shares offered and sold will represent approximately five percent of the outstanding securities of the Company.

The issuance of these shares was exempt from registration under Section 5 of the Securities Act of 1933, as amended (the “Securities Act”), pursuant to Section 4(a)(2) of the Securities Act, as a transaction not involving a public offering.

**Item 7.01 Regulation FD Disclosure.**

See Item 9.01, Exhibit 99, regarding a Press Release disseminated on October 3, 2016, referencing the private sale of the 5,076,922 shares outlined in Item 3.02.

The information contained in this Item 7.01 and 9.01 in Exhibit 99 is being furnished, and shall not be deemed to be “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to liability under such Section 18. Furthermore, the information contained in this Item 7.01 and 9.01 in Exhibit 99 shall not be deemed to be incorporated by reference into our filings under the Securities Act or the Exchange Act.

**Item 9.01 Financial Statements and Exhibits.**

(b) Exhibits.

**Exhibit No.   Exhibit Description**

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99   Press Release dated October 3, 2016

**SIGNATURES**

Pursuant to the requirements of the Securities and Exchange Act of 1934, the Registrant has duly caused this Current Report to be signed on its behalf by the undersigned hereunto duly authorized.

**PCS EDVENTURES!.COM, INC.**

Dated: October 3, 2016

By: /s/ Robert O. Grover

Robert O. Grover  
Executive Vice President

PCS EDVENTURES! ANNOUNCES \$330,000 PRIVATE PLACEMENT  
*PCS Edventures!.com Completes Private Placement*

Boise, Idaho, October 3rd, 2016 — PCS (PCSV) a leading provider of K-12 Science and Engineering (STEM) programs and leader in the design and manufacturing of precision technology for drone racing and robotics today announced the successful completion of a \$330,000 private placement.

The investment was from a group of private investors. The 5,076,922 “restricted” common share placement was an equity investment at a price of 6.5 cents per share. There were no warrants or convertible debt elements to the placement.

These funds will be used to fund inventory needs associated with the manufacturing of the Riot 250R Pro, the flagship racing product from Thrust-UAV and the RubiQ education drone, the Company’s exciting and engaging STEAM education drone.

Joe Egusquiza, Thrust-UAV Business Manager said, “With the feedback we have received from our potential distributors our production numbers could be significantly greater than our initial expectations. The team has been working hard to produce the premiere, top-of-the-line race drone and we think we have done that. The value of being developed and built right here in the USA gives us the ability to closely monitor quality and bring the consumer an almost-ready-to-fly drone that is unrivaled anywhere. It’s a very exciting time to be in this industry.”

Todd Hackett, CEO of PCS said, “We are looking forward to bringing these two products to market and know from early feedback from retail distributors and educational customers that we have an exciting product. I want to assure shareholders that we are using every resource available to minimize dilution but getting this product to market now is critical.”

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**About PCS:**

PCS Edventures!.com, Inc. (OTCPK: PCSV) is a Boise, Idaho company that designs and delivers technology-rich products and services for the K-12 market that develop 21st century skills. PCS programs emphasize experiential learning in Science, Technology, Engineering, Arts, and Math (STEAM) and have been deployed at over 7,000 sites in all 50 United States and 17 foreign countries. Additional information on our STEAM products is available at <http://www.edventures.com>.

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This press release contains forward-looking statements within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Act of 1934; actual results could differ materially from such statements.

**Contact**

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Investor Relations Web Site: [pcsv.global](http://pcsv.global)

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