

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On January 14, 2019, the Board of Directors (the "Board") of MobileSmith, Inc. (the "Company") approved grant of options under the Company's 2016 Equity Incentive Plan (the "2016 Plan") to the Company Board member Ronen Shviki to purchase a total of 366,980 shares of the Company's common stock, par value \$0.001 per share (the "Common Stock").

The options granted have a ten-year term and are scheduled to vest on a quarterly basis, in 8 equal quarterly installments at the end of each quarter, beginning with the quarter ending March 31, 2019. The options have an exercise price per share equal to \$1.80, which was the closing price per share of the Company's Common Stock on January 14, 2019, the grant date. The form of Stock Option Award Agreement for the stock option grants is attached as Exhibit 10.1 to this Current Report on Form 8-K and is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

10.1 Form of Stock Option Award Agreement

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 herunto duly authorized.

MobileSmith Inc.

Date: January 22, 2019 By: /s/ Gleb Mikhailov
Name: Gleb Mikhailov
Title: Chief Financial Officer