

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): October 24, 2012

**GLOBALWISE INVESTMENTS, INC.**  
(Exact name of registrant as specified in its charter)

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

**000-31671**  
(Commission  
File Number)

**87-0613716**  
(I.R.S. Employer  
Identification No.)

**2190 Dividend Drive**  
**Columbus, Ohio**  
(Address of principal executive offices)

**43228**  
(Zip Code)

**(614) 921-8170**  
(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:

- Written communications pursuant to Rule 425 under the Securities Act.
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act.
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act.
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act.
-

**Item 1.01. Entry into a Material Definitive Agreement.**

On March 29, 2012, the Company issued a promissory note, dated March 29, 2012, in the principal amount of \$238,000 in favor of Ramon M. Shealy, a director of the Company, at an interest rate of 10% for the term of the promissory note (the "\$238,000 Promissory Note"). The \$238,000 Promissory Note had a maturity date of June 27, 2012. All past-due principal and accrued and past-due interest on the \$238,000 Promissory Note shall bear interest until paid at the rate of 13%. Pursuant to the \$238,000 Promissory Note, the Company made certain customary representations, warranties and covenants. Payment of indebtedness under the \$238,000 Promissory Note may be accelerated upon a default in payment or in any of the terms, covenants, agreements, conditions or provisions of the \$238,000 Promissory Note, if not cured pursuant to the terms therein, or in the event of any insolvency or bankruptcy of the Company. The \$238,000 Promissory Note is filed as Exhibit 10.44 to the Current Report on Form 8-K/A filed on March 30, 2012. The summary of the terms of the \$238,000 Promissory Note contained herein is qualified in its entirety by reference such Exhibit 10.44.

On June 27, 2012, the parties extended the maturity date of the \$238,000 Promissory Note to August 27, 2012, without changing any other terms. The \$238,000 Promissory Note Extended on June 27, 2012 is filed as Exhibit 10.8 to the Quarterly Report on Form 10-Q/A filed on August 14, 2012. The summary of the terms of the \$238,000 Promissory Note Extended on June 27, 2012 contained herein is qualified in its entirety by reference to Exhibit 10.8 to the Quarterly Report on Form 10-Q/A filed on August 14, 2012.

On August 27, 2012, pursuant to the Promissory Note Second Extension Agreement, the parties extended the maturity date of the \$238,000 Promissory Note to October 25, 2012, without changing any other terms. The \$238,000 Promissory Note extended on August 27, 2012 is filed as Exhibit 10.1 to the Current Report on Form 8-K filed on August 31, 2012. The summary of the terms of the \$238,000 Promissory Note extended on August 27, 2012 contained herein is qualified in its entirety by reference to Exhibits 10.1 to the Current Report on Form 8-K filed on August 31, 2012.

On October 24, 2012, pursuant to the Promissory Note Third Extension Agreement, the parties extended the maturity date of the \$238,000 Promissory Note to November 24, 2012, without changing any other terms. The \$238,000 Promissory Note extended on October 24, 2012 is filed as Exhibit 10.1 to this Current Report on Form 8-K. The summary of the terms of the \$238,000 Promissory Note extended on October 24, 2012 contained herein is qualified in its entirety by reference to Exhibits 10.1 herein.

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

On October 24, 2012, the parties extended the maturity date of the \$238,000 Promissory Note to November 24, 2012, without changing any other terms. The terms of the \$238,000 Promissory Note extended on October 24, 2012, are described in Item 1.01 of this Current Report on Form 8-K, which description is incorporated herein by reference.

**Item 9.01. Financial Statements and Exhibits.**

(d) *Exhibits*

| <b>Exhibit No.</b> | <b>Name of Exhibit</b>                                                                                                                                           |
|--------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 10.1               | The Promissory Note Third Extension Agreement by and among Globalwise Investments, Inc., and Ramon M. Shealy in the amount of \$238,000, dated October 24, 2012. |

---

**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 hereunto duly authorized.

Dated: October 30, 2012

GLOBALWISE INVESTMENTS, INC.  
(Registrant)

By: /s/ William J. Santiago  
Name: William J. Santiago  
Title: President and Chief Executive Officer

---

**EXHIBIT INDEX**

- 10.1 The Promissory Note Third Extension Agreement by and among Globalwise Investments, Inc., and Ramon M. Shealy in the amount of \$238,000, dated October 24, 2012.
-

**PROMISSORY NOTE THIRD EXTENSION AGREEMENT**

This Promissory Note Third Extension Agreement, hereinafter referred to as "Third Extension Agreement", entered into this Twenty Fourth day of October, 2012, by and among GLOBALWISE INVESTMENT, INC. hereinafter called "Maker" and Ramon M. Shealy, hereinafter called "Lender".

WHEREAS, Maker and Lender have entered into a Promissory Note dated March 29, 2012 for the amount of Two Hundred Thirty Eight thousand Dollars (\$238,000), hereinafter referred to as "Note". Said Note was originally due ninety days from its issuance. An extension on said Note was executed on June 27, 2012 for an additional sixty days to August 27, 2012. An extension of said Note was executed for the second time on August 27, 2012 for an additional sixty days to October 25, 2012.

WHEREAS, Maker and Lender desire to enter into this Third Extension Agreement in order to extend the due date of the Note an additional thirty days to November 24, 2012.

NOW, THEREFORE, it is dually agreed by both Maker and Lender to extend the due date of the Note to November 24, 2012.

All other provisions of the original Promissory Note shall prevail unless otherwise written.

IN WITNESS WHEREOF, the undersigned Maker and Lender has duly executed this Third Extension Agreement extending the due date of the Note as of the day and year above first written.

**GLOBALWISE INVESTMENT, INC.**

By: /s/ William J. Santiago  
William J. Santiago  
President & CEO

**RAMON M. SHEALY**

By: /s/ Ramon M. Shealy

---