

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): November 12, 2013

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) 388-8909
(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.
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Item 1.01. Entry into a Material Definitive Agreement.

On November 12, 2013, Globalwise Investments, Inc. (the “Company”) issued two convertible promissory notes in an aggregate amount of \$160,000 (the “Notes in the Aggregate Amount of \$160,000”) to two accredited investors who are associated with each other (the “November 12, 2013 Note Investors”). The Company received proceeds in the amount of \$160,000. The Notes in the Aggregate Amount of \$160,000 provides for maturity on July 31, 2014 (the “Maturity Date”) and provides for 10 percent interest until maturity. The November 12, 2013 Note Investors have a right, at the investors’ sole discretion, to convert the note into equity under certain circumstances at \$0.10 per share. If the Notes in the Aggregate Amount of \$160,000 are not paid off by the Company, with the consent of the investors, by the Maturity Date or converted in to equity at the election of the investors prior to the Maturity Date, the note will accrue interest in the amount of 15% from the Maturity Date until the note is paid in full. Under the terms of the Notes in the Aggregate Amount of \$160,000, the Company agreed to seek shareholder approval to increase the number of authorized shares by at least 10,000,000 shares on or before July 30, 2014. The Company will use the proceeds for working capital and for general corporate purposes. The form of notes issued is filed as Exhibits 10.1 to this Current Report on Form 8-K and the summary of the terms of the Notes in an Aggregate Amount of \$160,000 contained herein is qualified in its entirety by reference to Exhibits 10.1.

Item 2.02. Results of Operations and Financial Condition.

On November 14, 2013, the Company issued a press release announcing its financial results for the third quarter of fiscal 2013. A copy of the press release is attached hereto as Exhibit 99.1 and incorporated herein by reference.

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

On November 12, 2013, the Company issued Notes in an Aggregate Amount of \$160,000 as more fully 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*

Exhibit No.	Name of Exhibit
10.1	Form of Convertible Promissory Note between the Company and the investors.
99.1	Press release issued by the Company, dated November 14, 2013.

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: November 14, 2013

GLOBALWISE INVESTMENTS, INC.
(Registrant)

By: /s/ Matthew L. Chretien
Name: Matthew L. Chretien
Title: President and Chief Executive Officer

EXHIBIT INDEX

- 10.1 Form of Convertible Promissory Note between the Company and the investors.
 - 99.1 Press release issued by the Company, dated November 14, 2013.
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THIS PROMISSORY NOTE HAS NOT BEEN REGISTERED UNDER THE SECURITIES ACT OF 1933, AS AMENDED, OR APPLICABLE STATE SECURITIES LAWS AND MAY NOT BE OFFERED FOR SALE, SOLD, PLEDGED, HYPOTHECATED, ASSIGNED OR OTHERWISE DISPOSED OF, AND NO TRANSFER OF THIS PROMISSORY NOTE WILL BE MADE BY THE COMPANY OR ITS TRANSFER AGENT IN THE ABSENCE OF SUCH REGISTRATION OR AN APPLICABLE EXEMPTION FROM SUCH REGISTRATION.

CONVERTIBLE PROMISSORY NOTE

\$ _____

Columbus, Ohio
November 12, 2013

FOR VALUE RECEIVED. Globalwise Investments, Inc., a Nevada corporation (the "Company"), with its principal place of business at 2190 Dividend Drive, Columbus, OH 43228, its successors and assigns (the "Company"), promises to pay to the order of _____ (the "Payee"), having an address at _____, on the earliest to occur of (a) July 31, 2014, or (b) the acceleration of this Note by Payee upon the occurrence of a Default (as defined below) (such earlier date, the "Maturity Date"), or at such other place as the Payee may hereafter specify in writing, the principal sum of _____ Dollars (\$_____).

1. The Payee shall have the right, at his option, at any time on or before the repayment of the Note, to convert, in whole or in part, subject to the terms and provisions hereof, the principal amount of the Note and interest accrued (if any) through the date of conversion, into common stock of the Company at a conversion price of \$0.10 per share; provided the conversion of the note into common stock shall occur only following shareholder authorization, on any date subsequent to the date of this note, to increase the number of authorized shares by an amount greater than 10,000,000 shares. The Company agrees to seek shareholder approval of an increase in the number of authorized shares by at least 10,000,000 shares on or before July 30, 2014. It is understood that any common stock issued on conversion of this Note will bear a restrictive legend.

2. As long as this Note remains outstanding, if the Company consummates an equity financing, merger, or any form of change of control (a "Triggering Event") then the holder of such Note may exchange the Note for the securities or any other form of consideration issued in such Triggering Event as if the holder of the Note had converted the Note into equity at \$0.10 per share on a date prior to such Triggering Event.

3. This Note shall bear interest at 10% per annum through the Maturity Date. Except if this Note is converted as provided herein, payments on both principal and interest (if any) are to be made in lawful money of the United States of America unless Payee agrees to another form of payment. However, the Note shall not be paid off in full by the Company, without the consent of the holder of the Note, prior to the Company seeking shareholder approval of an increase in the number of authorized shares as provided in Section 1 above. The Company reserves the right to pay interest (if any) quarterly after the Maturity Date at its option.

4. As used herein, a "Default" means a material default by the Company of this Note.

5. Amounts not paid when due hereunder shall bear interest from the due date until such amounts are paid at the rate of 15% per annum; provided, however, that in the event such interest rate would violate any applicable usury law, the default rate shall be the highest lawful interest rate permitted under such usury law. Upon the occurrence of a Default and receipt of written notice by the Company from Payee of such Default, the principal and interest due hereunder shall be immediately due and payable by the Company to Payee, unless such Default is waived by the Payee.

6. Presentment, demand, protest or notice of any kind are hereby waived by the Company. The Company may not set off against any amounts due to Payee hereunder any claims against Payee or other amounts owed by Payee to the Company.

7. All rights and remedies of Payee under this Note are cumulative and in addition to all other rights and remedies available at law or in equity, and all such rights and remedies may be exercised singly, successively and/or concurrently. Failure to exercise any right or remedy shall not be deemed a waiver of such right or remedy.

8. The Company agrees to pay all reasonable costs of collection, including attorneys' fees which may be incurred in the collection of this Note or any portion thereof and, in case an action is instituted for such purposes, the amount of all attorneys' fees shall be such amount as the court shall adjudge reasonable.

9. This Note is made and delivered in, and shall be governed, construed and enforced under the laws of the State of Ohio.

10. This Note shall be subject to prepayment, at the option of the Company, in whole or in part, at any time and from time to time, without premium or penalty.

11. This Note or any benefits or obligations hereunder may not be assigned or transferred by the Company, without the consent of the Payee, which consent shall not be unreasonably withheld.

All debt for borrowed money issued by the Company after the date hereof shall provide that it is subordinate in right of payment and otherwise to the debt evidenced by this Note. So long as this Note is outstanding, the Company shall operate its business in the ordinary course of business consistent with past practice and shall not take any action, or omit to take any action, which has or is reasonably likely to have a material adverse effect on the Company or its business, properties, assets, financial condition or prospects.

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IN WITNESS WHEREOF, the Company has caused this Note to be duly executed and delivered as of the date first set forth above.

Globalwise Investments, Inc.

By: _____
Name: Matthew L. Chretien
Title: Chief Executive Officer

By: _____
Name:



GlobalWise Investments, Inc.
www.GlobalWiseInvestments.com
Matthew Chretien, Interim President & CEO
614-388-8909
Contact@GlobalWiseInvestments.com

GlobalWise Investments is a Public Company Trading under the Symbol GWIV

Exhibit 99.1

GlobalWise Investments Reports Financial Results for Third Quarter 2013

COLUMBUS, OH – (Marketwire – November 14, 2013) – GlobalWise Investments, Inc. (OTCQB: GWIV) (OTCBB: GWIV) (the “Company”) (www.GlobalWiseInvestments.com) and its wholly owned subsidiary Intellinetics, Inc., a leading-edge technology company focused on the design, implementation and management of cloud-based Enterprise Content Management (“ECM”) systems in both the public and private sectors, announce financial results for the third quarter ended September 30, 2013.

The Company's total revenues for the quarter ended September 30, 2013 were \$381,078 as compared to \$711,737 for the three months ended September 30, 2012, a decrease of \$330,659, or 46%, primarily attributable to decreases in revenues from software licenses with and without professional services and consulting services. Gross profits were \$266,162 for the quarter ended September 30, 2013 as compared to \$484,205 for the quarter ended September 30, 2012, representing a decrease of 45%, primarily as a result of the decrease in revenues.

GlobalWise's costs of revenues were \$114,916 and \$227,532 for the quarters ended September 30, 2013 and September 30, 2012, respectively, representing a decrease of \$112,616 or 49%. The decrease in cost of revenues is primarily the result of a decrease in third-party costs in connection with a client document conversion project in 2012. As a result, gross margins were 70% and 68% for the quarters ended September 30, 2013 and September 30, 2012, respectively, an increase of 2%.

Total operating expenses for the quarter ended September 30, 2013 were \$767,533 as compared to \$889,776 during the quarter ended September 30, 2012, representing a decrease of \$122,243 or 14%.

As a result, GlobalWise reported a net loss of \$541,412 for the quarter ended September 30, 2013 compared to a net loss of \$492,607 for the quarter ended September 30, 2012, representing an increase of \$48,805.

Matthew Chretien, Interim President and CEO of GlobalWise stated, “While our revenue growth has slowed down, public awareness of cloud-based computing, storage and retrieval is helping our marketing efforts to the smaller SMB clients. Our software as a service (SAAS) offering Intelli-Cloud™ is sold through our expanding base of channel partners that creates a low-cost sales delivery mechanism coupled with a high-margin software product. The recent conferences we attended, is helping us broaden our message to a larger group, as well as increase our number of channel partners. Our channel partnerships with companies like MWAI are gaining traction and I was honored to participate in the 2013 Innovation Fair in Japan with the rest of the Technology United members. I am enthusiastic regarding the expected increased performance and commitment from our channel partners, but still expect fluctuations in revenue as we evolve from historically premised-based software solutions sold over a long sales cycle to cloud-based solutions.”

About GlobalWise Investments, Inc.

GlobalWise Investments, Inc., via its wholly owned subsidiary Intellinetics, Inc., is a Columbus, Ohio based Enterprise Content Management (ECM) pioneer with industry-leading software that delivers cloud ECM based solutions on-demand. The Company's flagship platform, Intellivue™, represents a new industry benchmark and game-changing solution by enabling clients to access and manage the content of every scanned document, file, spreadsheet, email, photo, audio file or video tape — virtually anything that can be digitized — in their enterprise from any PC, laptop, tablet or smartphone from anywhere in the world.

For additional information, please visit the Company's corporate website: www.GlobalWiseInvestments.com

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GLOBALWISE INVESTMENTS, INC. and SUBSIDIARY
Condensed Consolidated Balance Sheets

ASSETS	Unaudited September 30, 2013	December 31, 2012
Current assets:		
Cash	\$ 170,975	\$ 46,236
Accounts receivable, net	532,965	332,413
Prepaid expenses and other current assets	56,761	40,026
Total current assets	760,701	418,675
Property and equipment, net	61,280	58,129
Other assets	31,003	37,239
Total assets	\$ 852,984	\$ 514,043
LIABILITIES AND STOCKHOLDERS' DEFICIT		
Current liabilities:		
Accounts payable and accrued expenses	\$ 462,548	\$ 1,143,265
Deferred revenues	648,406	571,268
Derivative Liability	-	15,470
Notes payable - current	305,809	563,009
Convertible note payable, net of discount	-	107,518
Notes payable - related party - current	230,415	95,000
Total current liabilities	1,647,178	2,495,530
Long-term liabilities:		
Deferred compensation	215,012	309,740
Notes payable - net of current portion	1,210,992	1,509,265
Notes payable - related party	-	369,415
Deferred interest expense	73,316	41,440
Other long-term liabilities - related parties	30,091	72,033
Total long-term liabilities	1,529,411	2,301,893
Total liabilities	3,176,589	4,797,423
Stockholders' deficit:		
Common stock, \$0.001 par value, 50,000,000 shares authorized; 47,362,047 and 36,490,345 shares issued and outstanding at September 30, 2013 and December 31, 2012, respectively	54,363	36,492
Additional paid-in capital	4,912,814	1,348,794
Accumulated deficit	(7,290,782)	(5,668,666)
Total stockholders' deficit	(2,323,605)	(4,283,380)
Total liabilities and stockholders' deficit	\$ 852,984	\$ 514,043

GLOBALWISE INVESTMENTS, INC. and SUBSIDIARY
Condensed Consolidated Statements of Operations
(Unaudited)

	For the Three Months Ended September		For the Nine Months Ended September	
	30,		30,	
	2013	2012	2013	2012
Revenues:				
Sale of software licenses without professional services	\$ 11,263	\$ 84,134	\$ 150,542	\$ 140,812
Sale of software licenses with professional services	72,852	307,167	192,585	720,562
Software as a service	34,919	25,425	104,030	79,062
Software maintenance services	211,759	201,539	648,765	574,848
Consulting services	50,285	93,472	221,192	444,066
Total revenues	381,078	711,737	1,317,114	1,959,350
Cost of revenues:				
Sale of software licenses without professional services	6,609	8,271	19,712	40,103
Sale of software licenses with professional services	48,810	109,229	280,761	372,084
Software as a service	6,881	7,478	20,684	21,372
Software maintenance services	32,172	34,719	92,496	96,003
Consulting services	20,444	67,836	63,112	292,080
Total cost of revenues	114,916	227,532	476,765	821,641
Gross profit	266,162	484,205	840,349	1,137,709
Operating expenses:				
General and administrative	566,448	589,403	1,642,065	1,758,602
Sales and marketing	193,579	293,636	673,601	938,969
Depreciation	7,506	6,737	19,622	21,174
Total operating expenses	767,533	889,776	2,335,288	2,718,745
Loss from operations	(501,371)	(405,571)	(1,494,939)	(1,581,036)
Other income (expense)				
Derivative gain	-	-	15,470	-
Interest expense, net	(40,041)	(87,036)	(142,647)	(214,695)
Total other income (expense)	(40,041)	(87,036)	(127,177)	(214,695)
Net loss	\$ (541,412)	\$ (492,607)	\$ (1,622,116)	\$ (1,795,731)
Basic and diluted net loss per share:	\$ (0.01)	\$ (0.01)	\$ (0.03)	\$ (0.05)
Weighted average number of common shares				
outstanding - basic and diluted	47,362,047	33,022,913	47,362,047	32,082,486