

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): **July 16, 2018**

QPAGOS

(Exact name of registrant as specified in charter)

Nevada

(State or other jurisdiction of incorporation)

000-55648

(Commission File Number)

33-1230229

(IRS Employer Identification No.)

Paseo del la Reforma 404 Piso 15 PH

Col. Juarez, Del. Cuauhtemoc

Mexico, D.F. C.P. 06600

(Address of principal executive offices)

+52 (55) 55-110-110

(Registrant's telephone number, including area code)

(Former Name and Former Address)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12(b) 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 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter). 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.

Item 1.01 Entry into a Material Definitive Agreement.

On July 16, 2018, QPAGOS, entered into an amendment (the “**Amendment**”) to its agreement, dated June 14, 2018, as amended on June 29, 2018, to organize and operate a joint venture (the “**Agreement**”) with Digital Power Lending, LLC, a wholly-owned subsidiary of DPW Holdings, Inc., and Innovative Payment Systems, Inc. to extend the expected closing date of the Agreement to on or before August 17, 2018.

The foregoing description of the Amendment is not complete and is qualified in its entirety by reference to the full text of such agreement filed as an exhibit to this Form 8-K.

Item 9.01 Exhibits and Financial Statements.

(d) Exhibits

Exhibit

No. Description

10.1 Amendment, dated July 16, 2018, to Agreement to Organize and Operate a Joint Venture.

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.

QPAGOS

Date: July 17, 2018

By: /s/ Gaston Pereira

Name: Gaston Pereira

Title: Chief Executive Officer

EXHIBIT INDEX

**Exhibit
No.**

Description

10.1 Amendment, dated July 16, 2018, to Agreement to Organize and Operate a Joint Venture

Extension of Agreement to Organize

and

Operate A Joint Venture

Pursuant to ARTICLE X, TERMINATION, the Parties hereto to that certain Agreement to Organize and Operate a Joint Venture dated June 14, 2018 (“Agreement”), as amended on June 29, 2018, hereby agree to extend the Closing Date of the Agreement up to and including Friday, August 17, 2018.

All other terms of the Agreement remain in full force and effect.

IN WITNESS WHEREOF, the parties hereto have duly executed this Agreement as of July 16, 2018.

Digital Power Lending, LLC

By: /s/ William Corbett
William Corbett, Manager

QPAGOS

By: /s/ Gaston Pereira
Gaston Pereira, Chief Executive Officer

Innovative Payment Systems, Inc.

By: /s/ Greg Rovner
Greg Rovner