

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549**

FORM 12b-25

NOTIFICATION OF LATE FILING

Commission File Number: **333-201719**

*(Check
One):*

Form 10-K

Form

Form

Form

Form

20-F

11-K

10-Q

10-D

Form N-SAR

Form N-CSR

For Period Ended:

March 31, 2018

Transition Report on Form 10-K

Transition Report on Form 20-F

Transition Report on Form 11-K

Transition Report on Form 10-Q

Transition Report on Form N-SAR

For the Transition Period Ended: _____

Read Instruction (on back page) Before Preparing Form. Please Print or Type.

Nothing in this form shall be construed to imply that the Commission has verified any information contained herein.

If the notification relates to a portion of the filing checked above, identify the Item(s) to which the notification relates:

PART I — REGISTRANT INFORMATION

BIOTRICITY INC.

Full Name of Registrant

Former Name if Applicable

275 Shoreline Drive, Suite 150

Address of Principal Executive Office (*Street and Number*)

Redwood City, California 94065

City, State and Zip Code

PART II — RULES 12b-25(b) AND (c)

If the subject report could not be filed without unreasonable effort or expense and the registrant seeks relief pursuant to Rule 12b-25(b), the following should be completed. (Check box if appropriate)

- (a) The reason described in reasonable detail in Part III of this form could not be eliminated without unreasonable effort or expense
- (b) The subject annual report, semi-annual report, transition report on Form 10-K, Form 20-F, Form 11-K, Form N-SAR or Form N-CSR, or portion thereof, will be filed on or before the fifteenth calendar day following the prescribed due date; or the subject quarterly report or transition report on Form 10-Q or subject distribution report on Form 10-D, or portion thereof, will be filed on or before the fifth calendar day following the prescribed due date; and
- (c) The accountant's statement or other exhibit required by Rule 12b-25(c) has been attached if applicable.

PART III — NARRATIVE

State below in reasonable detail why Forms 10-K, 20-F, 11-K, 10-Q, 10-D, N-SAR, N-CSR, or the transition report or portion thereof, could not be filed within the prescribed time period.

Biotricity Inc. (the "Registrant") files this report for a 15-day extension for filing its Annual Report on Form 10-K for the period ended March 31, 2018 ("Form 10-K"). The Registrant will not be in a position to file its Form 10-K by the prescribed filing date without unreasonable effort or expense due to the delay experienced by the Registrant in completing the audit of its financial statements for the fiscal year ended March 31, 2018. The Registrant anticipates that it will file its Form 10-K no later than the fifteenth (15th) calendar day following the prescribed filing date.

(Attach extra Sheets if Needed)

PART IV — OTHER INFORMATION

- (1) Name and telephone number of person to contact in regard to this notification

John Ayanoglou

800

590-4155

(Name)

(Area
Code)

(Telephone Number)

- (2) Have all other periodic reports required under Section 13 or 15(d) of the Securities Exchange Act of 1934 or Section 30 of the Investment Company Act of 1940 during the preceding 12 months or for such shorter period that the registrant was required to file such report(s) been filed? If answer is no, identify report(s).
Yes No
- (3) Is it anticipated that any significant change in results of operations from the corresponding period for the last fiscal year will be reflected by the earnings statements to be included in the subject report or portion thereof?
Yes No

If so, attach an explanation of the anticipated change, both narratively and quantitatively, and, if appropriate, state the reasons why a reasonable estimate of the results cannot be made.

The Registrant continued to be in development mode during the fiscal year ended March 31, 2018. Net loss for the year ended March 30, 2018 is anticipated to be a little over \$8.6 million as compared with the year ended March 31, 2017 in which we reported a net loss of \$7.8 million. The increase is due primarily to the Registrant's increased research and development efforts during the latter fiscal year to complete development and receive FDA clearance on its Bioflux device; the Registrant received its final FDA clearance in December 2017. The increased net loss is also due to increased operating expenses associated with the Registrant's commercialization efforts, in which it engaged in conjunction with receiving FDA clearance.

Biotricity Inc.

(Name of Registrant as Specified in Charter)

has caused this notification to be signed on its behalf by the undersigned hereunto duly authorized.

Date June 29, 2018

By /s/ JOHN AYANOGLU
John Ayanoglou, CFO