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 (see General Instruction A.2. below):

[ ] Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
[ ] Soliciting material pursuant to Rule 14a-12 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 [x]

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 7.01 Regulation FD Disclosure.

On April 23, 2018, MassRoots, Inc. (the “Company”) mailed an investor update to its stockholders. A copy of the investor update is attached hereto as Exhibit 99.1.

Item 8.01 Other Events.

On April 17, 2018, the Company issued its 2018 Annual Shareholder Letter. A copy of such letter is attached hereto as Exhibit 99.2.

The information set forth in this Current Report on Form 8-K, including without limitation the investor update and 2018 Annual Shareholder Letter, is not be deemed to be “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities of that Section, nor shall it be incorporated by reference into a filing under the Securities Act of 1933, as amended, or the Exchange Act, regardless of any general incorporation language in such filing, except as shall be expressly set forth by specific reference in such a filing. This Current Report on Form 8-K (including the exhibit hereto) will not be deemed an admission as to the materiality of any information required to be disclosed solely to satisfy the requirements of Regulation FD.

Forward-Looking Statements

The Company cautions you that statements included in this Current Report on Form 8-K that are not a description of historical facts are forward-looking statements. In some cases, you can identify forward-looking statements by terms such as “may,” “will,” “should,” “expect,” “plan,” “anticipate,” “could,” “intend,” “target,” “project,” “contemplates,” “believes,” “estimates,” “predicts,” “potential” or “continue” or the negatives of these terms or other similar expressions. These statements are based on current expectations, estimates and projections about our business based in part on assumptions made by management. These statements are not guarantees of future performance and involve risks, uncertainties and assumptions that are difficult to predict. Therefore, actual outcomes and results may, and are likely to, differ materially from what is expressed or forecasted in the forward-looking statements due to numerous factors, including those set forth in our periodic reports filed with the Securities and Exchange Commission. You are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date hereof, and the Company undertakes no obligation to revise or update this report to reflect events or circumstances after the date hereof. All forward-looking statements are qualified in their entirety by this cautionary statement. This caution is made under the safe harbor provisions of the Private Securities Litigation Reform Act of 1995.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

<table>
<thead>
<tr>
<th>Exhibit No.</th>
<th>Description of Exhibit</th>
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<tbody>
<tr>
<td>99.1</td>
<td>Investor Update April 2018</td>
</tr>
<tr>
<td>99.2</td>
<td>2018 Annual Shareholder Letter</td>
</tr>
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</table>
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.

MassRoots, Inc.

By: /s/ Isaac Dietrich
Isaac Dietrich
Chief Executive Officer

Date: April 26, 2018
MassRoots
OTCQB:MSRT
INVESTOR UPDATE
Massroots Blockchain Technologies Inc.

In December 2016, Massroots Blockchain Technologies Inc. (MRTS.OB) was formed and secondarily listed on the OTC market. The company utilizes blockchain technology to create a transparent payment platform for the cannabis industry. Massroots is using blockchain technology to improve the cannabis supply chain by providing a secure, immutable, and transparent ledger for all transactions, reducing the risk of fraud and increasing accountability.

Other Potential Blockchain Applications

Integration of our digital platform with Massroots Blockchain technology can be utilized for purposes including, but not limited to:

- **Smart Contracts for Trustworthiness**: Enabling the creation of smart contracts that can automate and enforce agreements, reducing the need for intermediaries and increasing efficiency.

- **Identity Management**: Massroots Blockchain Technologies Inc. has filed a patent for a system that securely manages cryptocurrencies, enabling a transparent and secure way to manage digital assets.

- **Cannabis Supply Chain**: By leveraging blockchain technology, Massroots aims to streamline the cannabis supply chain, offering a transparent and secure way to track products from cultivation to sale.

- **Decentralized Financing**: Massroots Blockchain Technologies Inc. has filed a patent for a decentralized financing model that leverages blockchain technology to create more efficient and transparent financial services.

Massroots Blockchain Technologies Inc. is leading the way in integrating blockchain technology into the cannabis industry, providing a secure, transparent, and efficient solution for the supply chain and beyond.

*Note: The information provided is based on publicly available sources and is subject to change. For the latest updates, please refer to Massroots Blockchain Technologies Inc.’s official sources.*
THE MASSROOTS BUSINESS MODEL

Model Offers Direct Play on Industry Growth without Touching the Plant

With more than 200,000 members on the massroots.com platform, Massroots builds corporate social and business influence while transforming the production and distribution of legal marijuana. Their platform allows for the efficient and effective management of the supply chain for all forms of cannabis, from seed to sale.

Expansion of Business Model

Massroots also offers a wide range of services to the cannabis industry, including software solutions, market research, and a variety of other tools designed to help businesses grow and succeed in the ever-changing cannabis landscape.

Massroots.com/Business
This investor update contains forward-looking statements within the meaning of the Securities Litigation Reform Act of 1995. These statements are identified by use of the words "believe," "anticipate," "expect," "intend," "should," "will," "may," "estimate," "predict," "potential," or similar expressions that are intended to identify forward-looking statements. All forward-looking statements speak only as of the date of this release. You should not place undue reliance on these forward-looking statements. Although we believe the assumptions and expectations reflected in our forward-looking statements are reasonable, there can be no guarantee that our assumptions and expectations will prove to be correct. Our forward-looking statements are subject to various risks and uncertainties. Actual results could differ materially from these forward-looking statements. Factors that could cause actual results to differ materially from our forward-looking statements include significant adverse cash flow conditions, the ability to raise additional capital, and other factors that are described in our filings with the US Securities and Exchange Commission. Neither we nor any other person undertake any obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.
DENVER, April 17, 2018 -- MassRoots, Inc. ("MassRoots" or the "Company") (OTCQB:MSRT), one of the leading technology platforms for the regulated cannabis industry, today announced it had released its 2018 Annual Shareholder Letter, available below.

Dear MassRoots Shareholders,

With key cannabis markets like California and Nevada experiencing record growth, now is an ideal time to provide you with an update on MassRoots’ recent developments as well as our upcoming events and milestones. Throughout the coming weeks, we plan to:

· Increase our market share of dispensaries with our substantially upgraded business portal;
· Expand our strategic partnerships with leading industry brands; and
· Introduce a digital instrument to be issued by MassRoots Blockchain Technologies, Inc., a wholly-owned subsidiary of the Company, aimed at encouraging key behaviors within the MassRoots’ platform, such as high-quality reviews of cannabis strains.

Management believes this digital instrument will incentivize user growth and stimulate the platform’s overall activity. In addition, management believes that the digital instrument may also one day be used by businesses within the cannabis industry to, among other things, develop customer loyalty programs to award our digital instruments to consumers for purchasing certain products or reaching certain spending/order levels. More information on our digital instrument is available on MassRootsBlockchain.com and the Company's Annual Report on Form 10-K for the year ended December 31, 2017 filed on April 17, 2018.

Recent MassRoots Updates and Upcoming Events

● Introduced a restructured mobile application on Apple and Google devices which will serve as a solid foundation for new features and utilities, including our digital instrument.
● Successfully raised $942,500 in convertible instruments assigned to MassRoots Blockchain Technologies, Inc.
● Received proceeds of approximately $4.75 million from the sale of our common stock in the first quarter of 2018.
● Fully retired all outstanding debts convertible into common stock.
● Strengthened our Board of the Directors with the appointment of Graham Farrar, a seasoned software and California cannabis industry veteran.
● Anticipate introduction of our revamped dispensary portal as our primary revenue-generating product.
New Dispensary Portal
MassRoots’ revamped dispensary portal is expected to enter private beta testing with several of the nation’s top dispensaries in the coming weeks. Through this service, dispensaries are expected to have access to a wide-array of marketing channels, utilities, and analytics to better connect with the millions of cannabis consumers in regulated markets as well as access insightful data on their local audience. To request access to the private beta version of MassRoots’ dispensary portal, please visit business.massroots.com. More information is available by calling (720) 634-2444 or emailing dispensaries@massroots.com.

Our near-term business objective is to have 1,000 dispensaries and ancillary businesses, such as vaporizer companies, paying us between $420 to $1,000 per month by the end of 2018, which we believe will enable our business to generate positive-cash flows on a monthly basis. ArcView Market Research estimates there are currently about 1,700 dispensary locations in the United States which is estimated to grow to 2,500 dispensaries over the next 18 months.

Unified MassRoots Board and Leadership Team
During the past several months, MassRoots has strengthened its leadership team with the appointment of Graham Farrar, a seasoned software and California cannabis industry veteran, to its Board of Directors and Jesus Quintero, CPA, previously of PricewaterhouseCoopers and Deloitte & Touch, as Chief Financial Officer.

The newly appointed members of the Company’s Board of Directors and its management team are committed to building long-term, sustainable shareholder value and are unified in their support of the vision and plan outlined in this shareholder update.

Strategic Partnerships
We continue to partner with some of the leading companies in the cannabis industry. We are a shareholder of High Times Holdings Corporation, which recently announced its plans to become a public-traded company through a Regulation A+ offering. We are also a shareholder of CannaRegs, Inc., which continues to impressively scale its clientele and revenues in the California market. We are constantly evaluating opportunities to partner with best-in-class companies in the cannabis industry which we believe may further expand our footprint and create new revenue-generating channels for our business.

Regards,
/s/ Isaac Dietrich
Isaac Dietrich
Chairman & Chief Executive Officer
MassRoots, Inc.

About MassRoots
MassRoots, Inc. is one of the leading technology platforms for the regulated cannabis industry. Powered by more than one million registered users, the Company's mobile apps empower consumers to make educated cannabis purchasing decisions through community-driven reviews. With a significant market share of medical cannabis patients in certain markets and more than 35,000 shareholders, the Company believes it is uniquely positioned to best serve the needs of the cannabis industry. For more information, please visit MassRoots.com/Investors and review MassRoots' filings with the U.S. Securities and Exchange Commission.
Forward-looking Statements

This press release contains certain forward-looking statements within the meaning of the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. These statements are identified by the use of the words "could," "believe," "anticipate," "intend," "estimate," "expect," "may," "continue," "predict," "potential," "project" and similar expressions that are intended to identify forward-looking statements. All forward-looking statements speak only as of the date of this press release. You should not place undue reliance on these forward-looking statements. Although we believe that our plans, objectives, expectations and intentions reflected in or suggested by the forward-looking statements are reasonable, we can give no assurance that these plans, objectives, expectations or intentions will be achieved. Forward-looking statements involve significant risks and uncertainties (some of which are beyond our control) and assumptions that could cause actual results to differ materially from historical experience and present expectations or projections. Actual results to differ materially from those in the forward-looking statements and the trading price for our common stock may fluctuate significantly. Forward-looking statements also are affected by the risk factors described in the Company's filings with the U.S. Securities and Exchange Commission. Except as required by law, we undertake no obligation to update or revise publicly any forward-looking statements, whether as a result of new information, future events or otherwise, after the date on which the statements are made or to reflect the occurrence of unanticipated events.

SOURCE: MassRoots, Inc.

Contact (For Press Only):
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