

**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): June 30, 2017

NetREIT, Inc.

(Exact name of registrant as specified in its charter)

MARYLAND
(State of other jurisdiction
of incorporation)

000-53673
(Commission
File Number)

33-0841255
(I.R.S. Employer
Identification No.)

**1282 Pacific Oaks Place
Escondido, California 92029**
(Address of principal executive offices) (Zip Code)

(760) 471-8536
(Registrant's telephone number, including area code)

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 Instructions 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

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 June 30, 2017, NetREIT, Inc. (the “Company”) notified PFP III Sub II, LLC, an affiliate of Prime Finance Partners III, Inc. (collectively, “Prime”), of its intent to extend the mandatory redemption date of the Company’s Series B Preferred Stock currently held by Prime from August 1, 2017 to August 1, 2019 per the terms of the Series B Preferred Stock. The Company paid Prime an extension fee of 0.50% of the liquidation preference of the outstanding Series B Preferred Stock in connection with such extension, totaling \$153,000.

The Articles Supplementary designating the preferences, powers, rights and other terms of the Series B Preferred Stock and related documents were filed as exhibits to the Company’s Form 8-K dated August 4, 2014, and are incorporated herein by reference.

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.

Date: July 3, 2017

NetREIT, Inc.
By: */s/ Kathryn Richman*

Kathryn Richman,
Secretary