

---

---

**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**

**May 17, 2007**

Date of Report (date of earliest event reported)

---

**NOTIFY TECHNOLOGY CORPORATION**

(Exact name of Registrant as specified in its charter)

**California**

(State or other jurisdiction of  
incorporation or organization)

**000-23025**

(Commission File Number)

**77-0382248**

(I.R.S. Employer  
Identification Number)

**1054 S. De Anza Blvd., Suite 105**

**San Jose, CA 95129**

(Address of principal executive offices)

**(408) 777-7920**

(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 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(b) under the Exchange Act (17 CFR 240.14a-12(b))

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))

---

---

## **Section 5 – Corporate Governance and Management**

### ***Item 5.01 Change in Control of Registrant***

On May \_\_, 2007, 21X Investments LLC entered into an agreement with ComVest Venture Partners, L.P. and certain affiliates (the “Sellers” as a group) to purchase up to 6,650,000 Common Shares of Notify Technology under a Securities Purchase Agreement dated May \_\_, 2007. David Brewer, a director of Notify Technology Corporation since February 2000, is the beneficial owner of 21X Investments LLC (“Purchaser”). Under the agreement, the securities being sold include 1,281,901 warrants for Common Shares and 7.596541 Unit Purchase Options.

If this agreement is consummated, Mr. Brewer will be the beneficial owner of approximately 68% of the securities of Notify Technology Corporation.

### **ALTERNATE TEXT:**

## **Section 5 – Corporate Governance and Management**

### ***Item 5.01 Change in Control of Registrant***

The following information is intended to be furnished under Item 5.01 of Form 8-K, “Change in Control of Registrant.” This information shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

On May 17, 2007, Notify Technology Corporation issued a press release regarding an agreement between David Brewer and ComVest Venture Partners, LP and affiliates to exchange securities of the Company such that, if consummated, will result a change of control of the Company. The full text of the press release is furnished herewith as Exhibit 99.1 and is incorporated herein by reference.

## **Section 5 – Financial Statements and Exhibits**

### ***Item 9.01 Financial Statements and Exhibits***

#### **(d) Exhibits**

The following exhibit is furnished herewith:

- 99.1 Press Release dated May 17, 2007 of Notify Technology Corporation announcing an agreement between David Brewer and ComVest Venture Partners, LP and affiliates to exchange securities of the Company.



**SIGNATURE**

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.

NOTIFY TECHNOLOGY CORPORATION

Dated: May 17, 2007

By: /S/ Gerald W. Rice  
Gerald W. Rice, Chief Financial Officer