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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

**FORM 12b-25**

**NOTIFICATION OF LATE FILING**

(Check One):  Form 10-K  Form 20-F  Form 11-K  Form 10-Q  Form 10-D  Form N-CEN  Form N-CSR

For Period Ended: December 31, 2023

Transition Report on Form 10-K

Transition Report on Form 20-F

Transition Report on Form 11-K

Transition Report on Form 10-Q

For the Transition Period Ended: \_\_\_\_\_

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

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**PART I – REGISTRANT INFORMATION**

XWELL, INC.

Full name of Registrant

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Former Name if Applicable

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254 West 31<sup>st</sup> Street, 11<sup>th</sup> Floor

Address of Principal Executive Office (Street and Number)

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New York, New York 10001

City, State and Zip Code

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XWELL, 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 April 2, 2024

By: /s/ Scott R. Milford

Name: Scott R. Milford

Title: Chief Executive Officer

**Annex A (Pursuant to Part IV, Question 3)**

The Company expects to report total revenue of approximately \$30.1 million for the year ended December 31, 2023, consisting of approximately \$19.1 million in revenue from its XpresSpa segment, \$9.9 million from its XpresTest segment and \$1.1 million from its Treat and other segments, compared to total revenue of \$55.9 million for the year ended December 31, 2022, consisting of \$13.7 million in revenue from its XpresSpa segment, \$38.5 million from its XpresCheck segment and \$3.7 million from its Treat and other segments. The decline in revenue was due to the reduction in patient service revenue triggered by the rapid decline of the XpresTest segment as countries continued to relax their testing requirements and the decreased testing volumes at our now closed XpresCheck locations.

The Company believes that the results contained herein, are materially correct, however, certain amounts in the financial statements could be revised when the Company files its Annual Report on Form 10-K.