
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, DC 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): **December 18, 2018**

FTE NETWORKS, INC.

(Exact name of registrant as specified in its charter)

Nevada
(State or other jurisdiction
of incorporation)

000-31355
(Commission
File Number)

81-0438093
(I.R.S. Employer
Identification No.)

999 Vanderbilt Beach Rd, Suite 601
Naples, FL
(Address of principal executive offices)

34108
(Zip Code)

877-878-8136
(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:

- 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 8.01. Other Events

On December 18, 2018, the Registrant announced it signed a non-binding term sheet with its senior lender, Lateral Investment Management, LLC (“Lateral”), containing proposed amendments to the existing credit facility that would, in part, adjust the interest rate to Libor+9.5% and extend the maturity date of the credit facility to March 30, 2021.

The terms of the amended credit facility are subject to and contingent upon a signed definitive agreement, the satisfaction of certain conditions precedent, including the restructuring of subordinated debt, and all other customary terms and conditions.

The information in this Current Report on Form 8-K, including Exhibit 99.1 attached hereto, is being furnished and shall not be deemed “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. The information in this Item 8.01 shall not be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as expressly set forth by specific reference in such filing.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

| <u>Exhibit No.</u> | <u>Description</u> |
|--------------------|---|
| 99.1 | <u>Press Release dated December 18, 2018 titled, “FTE Networks Executed Term Sheet to Amend Existing Senior Credit Facility.”</u> |

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.

FTE NETWORKS, INC.

By: */s/ Michael Palleschi*

Michael Palleschi
Chief Executive Officer

Date: December 18, 2018

FTE Networks Executes Term Sheet to Amend Existing Senior Credit Facility

Extends maturity of credit facility to March 30, 2021

NAPLES, Fla., December 18, 2018 – FTE Networks, Inc. (NYSE American: FTNW) (“FTE” or the “Company”), a leading provider of innovative technology solutions for smart platforms, network infrastructure and intelligent buildings, today announced that it has signed an indicative term sheet with its senior lender, Lateral Investment Management, LLC. (“Lateral”), which includes outlining the material terms of an Amended and Restated Credit Facility, which is expected to replace and extend the duration of its existing credit facility.

Under the proposed terms, the interest rate will be adjusted to Libor+9.5% and the maturity date will be extended to March 30, 2021. Consideration in connection with the consummation of this Amendment will include 250,000 common stock warrants with a cash strike price of \$10.00 and customary closing fees. The terms of the amended credit facility will be subject to and contingent upon a signed definitive agreement, the satisfaction of certain conditions precedent, including the restructuring of subordinated debt, and all other customary terms and conditions for a transaction of this size and nature. Subject to the foregoing, the Company anticipates that the facility amendment will be completed by the end of January 2019.

“We truly appreciate the relationship we have with Lateral and are excited to soon complete yet another milestone transaction with Lateral,” said Mr. Michael Palleschi, President and CEO of FTE Networks. Mr. Palleschi continued, “Lateral continues to grow with us providing out of the box solutions that are representative of a valued partner.” This amendment will reduce the cost of capital and extend the amortization schedule. Collectively, we believe this transaction will greatly strengthen the balance sheet and overall liquidity of the Company.”

“We are pleased to continue our support of FTE. Creating valuable partnerships with industry leaders such as FTE is a fundamental component of Lateral’s investment strategy.” said Richard de Silva, Managing Partner of Lateral. “This proposed financing signals our strong belief in the growth trajectory of the Company. We believe in management’s vision and ability to continue to build an industry-leading, next-generation infrastructure technology company.”

About FTE Networks, Inc.

FTE Networks, Inc. (“FTNW”) is a leading provider of innovation technology. We enable adaptive and efficient smart network connectivity platforms, infrastructure and buildings. FTE provides end-to-end design, build, and support solutions for state-of-the-art networks, data centers, residential and commercial properties. We create transformative smart platforms and buildings. FTE’s services are predicated on smart design and consistent standards that reduce deployment costs and accelerate delivery of leading edge projects and services. The Company works with Fortune 100/500 companies, including some of the world’s leading Telecommunications and IT Services Providers as well as REITs and Media Providers.

About Lateral Investment Management, LLC

Lateral Investment Management is a non-sponsored private credit and growth equity firm that provides growth capital to leading middle market companies in the United States. Based in San Mateo, California, Lateral partners with independent businesses to navigate through a well-defined growth phase. The firm delivers a less dilutive source of capital than a typical private equity firm and is more growth-oriented and value-added than typical lenders. For more information, please visit www.lateralim.com.

Forward-Looking Statements

This release may contain “forward-looking statements” within the meaning of the safe harbor provisions of the United States Private Securities Litigation Reform Act of 1995. Forward-looking statements can be identified by words such as: “expected” “proposed” “will,” “believe,” “anticipates,” and similar references to future periods. Examples of forward-looking statements in this release may include, without limitation, statements and forecasts regarding our ability to consummate the proposed transaction; the satisfaction of other conditions; our ability to obtain all necessary approvals; and other matters that involve known or unknown performance or achievements to differ materially from results expressed or implied by this release. Forward-looking statements are neither historical facts nor assurances of future performance. Instead, they are based only on our current beliefs, expectations, and assumptions regarding the future of our business, future plans and strategies, projections, anticipated events and market trends, the economy and other future conditions. Because forward-looking statements relate to the future, they are subject to inherent uncertainties, risk and changes in circumstances that are difficult to predict and many of which are outside of our control. These risk factors and others are included from time to time in documents we file with the Securities and Exchange Commission, including but not limited to, our Form 10-K’s, Form 10-Q’s and Form 8-K’s. Our actual results and financial condition may differ materially from those indicated in the forward-looking statements. Accordingly, you should not place undue reliance on these forward-looking statements. Any forward-looking statement made by us in this release is based only on information currently available to us and speaks only as of the date on which it is made. We undertake no obligation to publicly update any forward-looking statement, where as a result of new information, future developments or otherwise.

For more information, please contact:

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