### Edgar Filing: ADDVANTAGE TECHNOLOGIES GROUP INC - Form 8-K

ADDVANTAGE TECHNOLOGIES GROUP INC

Form 8-K January 10, 2019 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) January 4, 2019

### ADDVANTAGE TECHNOLOGIES GROUP, INC.

(Exact name of Registrant as specified in its Charter)

Oklahoma

(State or other Jurisdiction of Incorporation)

1-10799 73-1351610

(Commission file Number) (IRS Employer Identification No.)

1221 E. Houston, Broken Arrow Oklahoma 74012 (Address of Principal Executive Offices) (Zip Code)

(918) 251-9121

(Registrant's Telephone Number, Including Area Code)

(Former Name or Former Address, if Changed Since Last Report)

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 InstructionA.2. below):

Written Communication 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))

Item 8.01 Other Events.

Purchase of Fulton Technologies, Inc. and Mill City Communications, Inc.

On January 4, 2019, the Company acquired substantially all of the assets of Fulton Technologies, Inc. ("Fulton") and Mill City Communications, Inc. ("Mill City"). The assets acquired include: accounts receivable, inventory, service

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contracts, commercial leases, books and records, intellectual property and certain items of personal property (the "Assets"). The Assets were purchased through the Company's wholly owned subsidiary, ADDvantage Acquisition Corp., an Oklahoma corporation.

The Company purchased the Assets for a purchase price of ONE MILLION SEVEN HUNDRED THOUSAND DOLLARS (\$1,700,000.00), subject to customary adjustments, payable in assumed liabilities and cash (the "Purchase Price"). The Company financed the Purchase Price with existing working capital.

Item 9.01 Financial Statements and Exhibits.

### (d) Exhibits

The following exhibit is furnished herewith:

Exhibit 99.1 Press Release

dated January 10, 2019 issued by the Company.

#### **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.

# ADDVANTAGE TECHNOLOGIES GROUP, INC.

Date: January 10, 2019

By: /s/ Scott Francis Scott Francis Vice-President & Chief Financial Officer

### **Exhibit Index**

**Exhibit Number Description** 

Press Release dated January 10, 2019 issued by the Company.