

**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): **December 20, 2017**

**Cartesian, Inc.**

(Exact name of registrant as specified in its charter)

<b>Delaware</b> (State or other jurisdiction of incorporation)	<b>001-34006</b> (Commission File Number)	<b>48-1129619</b> (I.R.S. Employer Identification No.)
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**7300 College Boulevard, Suite 302  
Overland Park, Kansas 66210**  
(Address of principal executive offices and zip code)

**(913) 345-9315**  
Registrant's telephone number, including area code:

**Not Applicable**  
(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 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 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 7.01 Regulation FD Disclosure**

On December 20, 2017, Cartesian, Inc. (the "Company") issued a press release regarding the Company's previously announced strategic alternatives review process. A copy of the press release is attached hereto as Exhibit 99.1 and incorporated herein by reference.

The information in Exhibit 99.1 shall not be deemed "filed" for the purposes of or otherwise subject to the liabilities under Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"). Unless expressly incorporated into a filing of the Company under the Securities Act of 1933, as amended, or the Exchange Act made after the date hereof, the information contained in Exhibit 99.1 attached hereto shall not be incorporated by reference into any filing of the Company, whether made before or after the date hereof, regardless of any general incorporation language in such filing.

**Item 9.01 Financial Statements and Exhibits**

(d) Exhibits.

**Exhibit No.**

**Description**

99.1 Press Release dated December 20, 2017 regarding the strategic alternatives review process.

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**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.

**CARTESIAN, INC.**

By: /s/ Donald J. Tringali  
Donald J. Tringali  
Executive Chairman

Date: December 20, 2017



## **Cartesian Issues Statement on Status of Strategic Alternatives Review Process**

**Overland Park, KS – December 20, 2017 – Cartesian, Inc. (OTCQB: CRTN)**, a specialist provider of consulting services and managed solutions to the global communications, technology and digital media industries, has issued a statement on the status of its previously disclosed strategic alternatives review process.

During the Company's third quarter earnings call, which took place on November 13, 2017, Executive Chairman of the Board Donald J. Tringali stated that if the Company was not in a position to make an announcement by the end of the year regarding a strategic transaction, the Company would provide an update to shareholders. Accordingly, the Company released the following statement:

The Strategic Review Committee of the Board of Directors, working with its financial advisor, Armory Securities, has engaged in discussions with several parties regarding a variety of potential alternatives that would provide capital to the Company or result in a change of control. At this time, it is not apparent which, if any, of these discussions will materialize into an executable transaction. If an announcement regarding a path or strategic transaction has not been made prior to the end of the first quarter of 2018, the Company will provide another update to shareholders.

### **About Cartesian, Inc.**

Cartesian, Inc. (OTCQB: CRTN) is a specialist provider of consulting services and managed solutions to leaders in the global communications, technology and digital media industries. Cartesian provides strategic advice, management consulting, and managed solutions to clients worldwide. The company has offices in Boston, Kansas City, London, New York, and Philadelphia. For more information, visit [www.cartesian.com](http://www.cartesian.com).

### **Cautionary Statement Regarding Forward Looking Information**

This release contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. In particular, any statements that do not relate to historical or current facts constitute forward-looking statements, including any statements contained herein regarding expectations with respect to the Company's future business, financial condition and results of operations and the strategic review process. Forward-looking statements are subject to known and unknown risks, uncertainties, and contingencies, many of which are beyond the Company's control, which may cause actual results, performance, or achievements to differ materially from those anticipated, projected or implied in such forward-looking statements. Factors that might affect actual results, performance, or achievements include, among other things, our ability to generate sufficient cash flow from operations and obtain sufficient financing to pay our promissory note issued to Elutions if called for redemption by Elutions, our ability to successfully implement our strategic relationship with Elutions, our ability to consummate

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transactions with one or more strategic partners or investors, conditions in the industry sectors that the Company serves, overall economic and business conditions, the demand for the Company's services, the level of cash and non-cash expenditures incurred by the Company, and the factors described in this press release and in Cartesian's filings with the Securities and Exchange Commission, including the risks described in its periodic reports filed with the SEC, including, but not limited to, "Cautionary Statement Regarding Forward Looking Information" under Part I and "Risk Factors" in Item 1A of its Annual Report on Form 10-K for the fiscal year ended December 31, 2016 and subsequent periodic reports containing updated disclosures of such risks. These filings are available at the SEC's web site at [www.sec.gov](http://www.sec.gov). Any forward-looking statements made in this release speak only as of the date of this release. Cartesian does not intend to update these forward-looking statements and undertakes no duty to any person to provide any such update under any circumstances, except as may be required by law.

**Investor Contact:**

**Matt Glover or Najim Mostamand, CFA**

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