

VONAGE HOLDINGS CORP  
Form 8-K  
September 20, 2018

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): September 20, 2018

---

VONAGE HOLDINGS CORP.  
(Exact Name of Registrant as Specified in Charter)

---

|                                                                    |                             |                                      |
|--------------------------------------------------------------------|-----------------------------|--------------------------------------|
| Delaware                                                           | 001-32887                   | 11-3547680                           |
| (State or Other Jurisdiction<br>of Incorporation)                  | (Commission<br>File Number) | (IRS Employer<br>Identification No.) |
| 23 Main Street, Holmdel, NJ                                        | 7733                        |                                      |
| (Address of Principal Executive Offices)                           | (Zip Code)                  |                                      |
| Registrant's telephone number, including area code: (732) 528-2600 |                             |                                      |
| (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 September 20, 2018, Vonage Holdings Corp. (the “Company”) issued a press release announcing that the Company had entered into an agreement to acquire privately-held NewVoiceMedia Limited, an industry-leading cloud Contact Center-as-a-Service (CCaaS) provider, for an equity price of \$350 million paid in cash.

The full text of the press release is furnished as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

The information in this Item 7.01 (including Exhibit 99.1) 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, nor shall it 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 a filing.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits

See accompanying Exhibit Index for a list of the exhibits filed with this Current Report on Form 8-K.

---

EXHIBIT INDEX

Exhibit No. Exhibit

99.1 Press Release issued by Vonage Holdings Corp. on September 20, 2018

---

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.

VONAGE HOLDINGS  
CORP.

Date: September 20, 2018 By: /s/ Randy K. Rutherford  
Randy K. Rutherford  
Chief Legal Officer