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

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**FORM 8-K**

**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

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Date of Report (Date of earliest event reported): November 8, 2018



**CENTREX, INC.**

(Exact Name of Registrant as Specified in Charter)

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Delaware  
(State or other jurisdiction  
of incorporation)

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001-37464  
(Commission  
File Number)

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30-0399914  
(IRS Employer  
Identification No.)

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19 Engineers Lane  
Farmingdale, New York  
(Address of principal executive offices)

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11735  
(Zip Code)

Registrant's telephone number, including area code: (631) 756-9116

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.

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**CURRENT REPORT ON FORM 8-K**

**Centrex, Inc.**

**November 8, 2018**

**Item 7.01 Regulation FD Disclosure**

On November 8, 2018, Centrex Inc. (the "Company") issued a press release announcing its intention to conduct a subscription rights offering and certain important dates for the offering. The rights offering will be made pursuant to the Company's effective registration statement on Form S-3 (Reg. No. 333-218501) on file with the U.S. Securities and Exchange Commission (the "SEC"). A copy of the press release is attached hereto as Exhibit 99.1 and incorporated herein by reference.

Neither this Current Report on Form 8-K nor such press release constitutes an offer to sell or the solicitation of an offer to buy, nor shall there be any sale of, these securities in any state or jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such state or jurisdiction. Any proposed offering referenced herein will be made only by means of a prospectus.

In accordance with General Instruction B.2 of Form 8-K, the information contained in Exhibit 99.1 furnished as an exhibit hereto shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, is not subject to the liabilities of that section, and shall not be deemed incorporated by reference into any registration statement or other document filed under the Securities Act of 1933, as amended, except as shall be expressly set forth by specific reference in such filing or document. Item 9.01 Financial Statements and Exhibits.

**Item 9.01 Financial Statements and Exhibits**

(d) Exhibits

<u>Exhibit Number</u>	<u>Exhibit Title</u>
99.1	<a href="#"><u>Press Release dated November 8, 2018.</u></a>

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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.

**CEMTREX, INC.**

Date: November 9, 2018

By: /s/ Saagar Govil

Saagar Govil  
Chairman, President and Chief Executive Officer

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### Cemtrex Announces Subscription Rights Offering with Expected Calendar

Farmingdale, NY – November 8, 2018 – Cemtrex Inc. (Nasdaq: CETX, CETXP, CETXW), a world leading technology and manufacturing company, announced today that it will be declaring a dividend to its stockholders of record in the form of subscription rights.

Under the terms of the rights offering, Cemtrex will distribute, at no charge, non-transferable subscription rights to purchase one share of its common stock to holders of record for each share of common stock held on the record date, and one share of its common stock to holders of record for every 10 publicly-traded warrants held on the record date. Each basic subscription right entitles the rights holder to purchase one share of common stock at the subscription price. The subscription price will be the lower of (i) 90% of the closing price of Cemtrex's common stock on the record date of the rights offering, or (ii) 95% of the closing price of Cemtrex's common stock on December 19, 2018, in each case rounded to the nearest whole penny. Holders of rights who exercise their basic subscription rights in full will also have an over-subscription privilege, pursuant to which they may subscribe to purchase additional shares at the subscription price to the extent that not all basic subscription rights are exercised by other rights holders, subject to certain limitations and as more fully described in a prospectus supplement relating to the rights offering. Cemtrex will not accept any subscriptions that are less than 100 shares.

**The expected 2018 rights offering calendar is as follows:**

November 16, 2018	Ownership Day – Must be a stockholder as of this day by 4:00 p.m. (Eastern time) to receive the subscription rights on the record date due to T+2 settlement.
November 19, 2018	Ex-Right Day – Cemtrex common stock will trade ex-dividend without the rights attached
November 20, 2018	Record Date – Must be a stockholder by 4:00 p.m. (Eastern time) on the Ownership Day to be deemed a stockholder of record on the record date.
November 26, 2018	Subscription Period begins
December 19, 2018	Subscription Period ends

If you have any questions or need further information about this rights offering, please call Okapi Partners LLC, Cemtrex's information agent for the rights offering, at \_1-212-297-0720\_ (bankers and brokers) or \_1-855-208-8903\_ (all others) or email at [info@okapipartners.com](mailto:info@okapipartners.com).

The rights offering is being made pursuant to Cemtrex's effective registration statement on Form S-3 (file no. 333-218501), filed with the SEC and made effective on June 14, 2017. Investors should consider the information in the prospectus and prospectus supplement carefully before making any decision to participate.

This press release does not constitute an offer to sell or the solicitation of an offer to buy securities, nor will there be any sale of any securities referred to in this press release in any state or jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of such state or jurisdiction. The rights offering will be made only by means of prospectuses meeting the requirements of the Securities Act of 1933, as amended.

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**About Centrex**

Centrex, Inc. ([CETX](#)) is the manufacturer of the SmartDesk, the world's most advanced workstation. Centrex is a diversified technology company that's driving innovation in a wide range of sectors, including smart technology, virtual and augmented realities, advanced electronic systems, industrial solutions, and intelligent security systems.  
[www.centrex.com](http://www.centrex.com)

**Safe Harbor Statement**

This press release contains "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995, including statements relating to Centrex's proposed offering of securities. These forward-looking statements are based on management's current expectations and are subject to certain risks and uncertainties that could cause actual results to differ materially from those set forth in or implied by such forward-looking statements. Statements made herein are as of the date of this press release and should not be relied upon as of any subsequent date.

For further information, please contact:

**Information Agent:**

Okapi Partners  
Phone: 1-212-297-0720  
Email: [info@okapipartners.com](mailto:info@okapipartners.com)

**Investor Relations**

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