

KEY TRONIC CORP  
Form 8-K  
October 26, 2017

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) October 26, 2017

Key Tronic Corporation  
(Exact name of registrant as specified in its charter)

|                                                   |                             |                                      |
|---------------------------------------------------|-----------------------------|--------------------------------------|
| Washington                                        | 0-11559                     | 91-0849125                           |
| (State or other jurisdiction<br>of incorporation) | (Commission<br>File Number) | (IRS Employer<br>Identification No.) |

|                                                         |            |
|---------------------------------------------------------|------------|
| 4424 North Sullivan Road, Spokane<br>Valley, Washington | 99216      |
| (Address of principal executive offices)                | (Zip Code) |

Registrant's telephone number, including area code (509) 928-8000  
(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 provision (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 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 October 26, 2017, Key Tronic Corporation issued a press release with respect to a purported revised exchange offer for its shares of common stock from Cemtrex, Inc. That press release is attached, as are press releases relating to the initial purported exchange offer, as exhibits to this Form 8-K.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS

(d)Exhibits

| Exhibit Number | Description                                   |
|----------------|-----------------------------------------------|
| 99.1           | <u>Press Release Dated October 26, 2017</u>   |
| 99.2           | <u>Press Release Dated September 15, 2017</u> |
| 99.3           | <u>Press Release Dated September 6, 2017</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.

KEY TRONIC CORPORATION  
(Registrant)

Date: October 26, 2017

By: /s/ Brett R. Larsen  
Brett R. Larsen, Executive Vice President  
of Administration, CFO and Treasurer