

Edgar Filing: Telenav, Inc. - Form 8-K

Telenav, Inc.  
Form 8-K  
April 24, 2014

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): April 21, 2014

TELENAV, INC.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of  
incorporation)

001-34720

(Commission File Number)

77-0521800

(I.R.S. Employer Identification No.)

950 De Guigne Drive  
Sunnyvale, California 94085

(Address of principal executive offices) (Zip code)

(408) 245-3800

(Registrant's telephone number, including area code)

N/A

(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))

Item 1.01. Other Events

On April 21, 2014, Telenav, Inc. (the “Company”) and Ford Motor Company (“Ford”) entered into Amendment No. 16 (the “Ford Amendment”) to the SYNC Generation 2 On-Board Navigation Agreement dated October 12, 2009, as amended (the “Ford Agreement”). The Ford Amendment extends the term of the Ford Agreement from May 31, 2014 to December 31, 2017. Pursuant to the terms of the Ford Amendment, the Company will continue its existing relationship with Ford through December 31, 2017.

The foregoing summary of the Ford Amendment is qualified in its entirety by reference to the full text of such agreement referenced as Exhibit 10.26.16 hereto and incorporated by reference herein.

Item 2.02. Results of Operations and Financial Condition

On April 24, 2014, the Company issued a press release and will hold a conference call regarding its financial results for the three months ended March 31, 2014. A copy of the press release is furnished as Exhibit 99.1 to this Form 8-K. This information shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

The Company is making reference to non-GAAP financial information in both the press release and the conference call. A reconciliation of these non-GAAP financial measures to the comparable GAAP financial measures is contained in the attached press release and financial tables.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit Number	Description
10.26.16*	Amendment No. 16 effective April 17, 2014 to the SYNC Generation 2 On-Board Navigation Agreement dated October 12, 2009, as amended, by and between Telenav, Inc. and Ford Motor Company
99.1	Press release of Telenav, Inc. dated April 24, 2014

\* To be filed with the Company’s Quarterly Report on Form 10-Q for the three months ended March 31, 2014.

**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.

TELENAV, INC.

Date: April 24, 2014

By: /s/ Michael Strambi  
Name: Michael Strambi  
Title: Chief Financial Officer

EXHIBIT INDEX

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