

---

## Section 1: 8-K (FORM 8-K)

---

---

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): February 27, 2019

**Majesco**

*(Exact Name of Registrant as Specified in its Charter)*

**California**  
*(State or Other Jurisdiction  
of Incorporation)*

**001-37466**  
*(Commission File Number)*

**77-0309142**  
*(IRS Employer  
Identification No.)*

**412 Mount Kemble Ave, Suite 110C, Morristown, NJ 07960**  
*(Address of Principal Executive Offices)(Zip Code)*

Registrant's telephone number, including area code **(973) 461-5200**

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:

- 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 1.02 Termination of a Material Definitive Agreement.**

On February 27, 2019, Majesco used a portion of the proceeds from its recently completed rights offering to repay \$5 million which constituted the total amount outstanding under its previously disclosed Loan Agreement (the “Loan Agreement”) dated March 23, 2016 with HSBC Bank USA, National Association (“HSBC”) pursuant to which HSBC agreed to extend loans to Majesco in the amount of up to \$10 million and Majesco issued a promissory note to HSBC in the maximum principal amount of \$10 million or any lesser amount borrowed under the Loan Agreement and terminated the Loan Agreement.

**Item 2.04 Triggering Events That Accelerate or Increase a Direct Financial Obligation or an Obligation Under an Off-Balance Sheet Arrangement.**

The disclosures in Item 1.02 above are incorporated herein by reference.

## Signatures

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Majesco

By: /s/ Farid Kazani  
Farid Kazani, Chief Financial Officer

Date: February 28, 2019

[\(Back To Top\)](#)