



Edgar Filing: xG TECHNOLOGY, INC. - Form 8-K

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 8.01. Other Events.**

On April 22, 2014, xG Technology, Inc. (the “Company”) closed its previously-announced underwritten public offering of its common stock. The Company offered 5,265,000 shares of its common stock at \$1.90 per share to the public and received gross proceeds from the offering, before deducting the underwriting discount and estimated offering expenses payable by the Company, of approximately \$10,000,000. Roth Capital Partners acted as sole book-running manager, and Feltl & Company acted as co-manager for the offering. A copy of the press release announcing the closing is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits.**

Exhibits:

(d)

99.1 Press Release of xG Technology, Inc., dated April 22, 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.

Date: April 22, 2014      **xG TECHNOLOGY, INC.**

By: /s/ John C. Coleman  
Name: John C. Coleman

Title: Chief Executive Officer

**INDEX TO EXHIBITS**

**Exhibit No. Description**

99.1 Press Release of xG Technology, Inc., dated April 22, 2014