

EMRISE Corp  
Form 8-K  
October 27, 2016

**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): **October 24, 2016**

**EMRISE CORPORATION**

(Exact name of registrant as specified in its charter)

<b>Delaware</b>	<b>001-10346</b>	<b>77-0226211</b>
(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)

**101 Wood Avenue South, 5<sup>th</sup> Floor**

**Woodbridge, NJ 08830**

(Address of Principal Executive Offices)

**(919) 806-4722**

Registrant's telephone number, including area code

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))

**Item 7.01 Regulation FD Disclosure.**

On October 24, 2016, EMRISE Corporation (the “Company”) issued a press release entitled “Emrise Corporation Announces Distribution to Stockholders of Third Liquidation Dividend” regarding the status of the implementation of the Company’s previously announced voluntary Plan of Dissolution which was approved by the Company’s stockholders at a special meeting held on June 25, 2015. A copy of the press release is hereby furnished as Exhibit 99.1 and incorporated herein by reference.

**Item 8.01 Other Events.**

On October 24, 2016, the Company announced that it instructed its paying agent, VStock Transfer, LLC, to begin the distribution of the third liquidation dividend in the amount of \$0.12 per share to stockholders of record as of the close of business on July 7, 2015.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

<b>Exhibit No.</b>	<b>Description</b>
99.1	Press release issued by the Company entitled “Emrise Corporation Announces Distribution to Stockholders of Third Liquidation Dividend,” dated October 24, 2016.*

\*Filed herewith.

**SIGNATURE**

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.

**EMRISE  
CORPORATION**

Date: October 27, 2016 By: */s/ Frank Russomanno*

Frank Russomanno  
Executive Director

