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): November 4, 2026

Vistance Networks, Inc.
(Exact name of Registrant as Specified in Its Charter)

Delaware	**001-36146**	**27-4332098**
(State or Other Jurisdiction of Incorporation)	**(Commission File Number)**	**(IRS Employer Identification No.)**
2601 Telecom Parkway Richardson, Texas		**75082**
(Address of Principal Executive Offices)		**(Zip Code)**

Registrant's Telephone Number, Including Area Code: (972) 952-9700

Not Applicable
(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 Instructions 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))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, par value $0.01 per share	VISN	The NASDAQ Stock Market

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 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On November 5, 2026, Vistance Networks, Inc. (the "Company") announced that Chuck Treadway will step down as President and Chief Executive Officer ("CEO") of the Company and as a member of the Board of Directors of the Company on February 1, 2027.

Mr. Treadway provided his resignation on November 4, 2026, and he will receive the severance and benefits that he is entitled to receive as a result of his resignation for good reason pursuant to his Severance Protection Agreement with the Company, contingent upon his execution of a separation agreement containing a general release of claims. A copy of Mr. Treadway's Severance Protection Agreement was previously filed as Exhibit 10.7 to the Company's Annual Report on Form 10-K, filed with the SEC on February 17, 2023 and is incorporated herein by reference. A description of Mr. Treadway's Severance Protection Agreement and payments upon termination of his employment with the Company is also included in the Company's Definitive Proxy Statement for the 2026 Annual Meeting of Stockholders, filed with the SEC on March 23, 2026.

The Board of Directors has launched a comprehensive search for the Company's next CEO. The search is being overseen by the Board of Directors, and the Board of Directors has retained a leading executive search firm to assist with the process.

Item 9.01. Financial Statements and Exhibits.

Exhibit.	Description.
99.1	Vistance Networks, Inc. press release, dated November 5, 2026
104	Cover Page Interactive Data File (embedded within the Inline XBRL document).

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.

Dated: November 9, 2026

Vistance Networks, Inc.

By: /s/ Kyle D. Lorentzen

Name: Kyle D. Lorentzen

Title: Executive Vice President and Chief Financial Officer

VISTANCE NETWORKS

Press Release

Vistance Networks Announces CEO Succession Plan

Chuck Treadway to Step Down Following Significant Strategic Transformation

Board Initiates Search to Identify the Company's Next CEO

RICHARDSON, TX, November 5, 2026 - Vistance Networks, Inc. (NASDAQ: VISN) ("Vistance" or the "Company"), a global provider of intelligent network solutions, today announced that Chuck Treadway will step down as President and Chief Executive Officer ("CEO") of the Company and as a member of the Vistance Board of Directors on February 1, 2027. The Board of Directors has launched a comprehensive search for the Company's next CEO and has retained a leading executive search firm to assist with the process.

Mr. Treadway has served as President and CEO since October 2020. During his tenure, he oversaw a significant strategic transformation, including divestitures that unlocked substantial shareholder value, the repayment of all outstanding debt and the redemption of all outstanding preferred equity. Including the $1.50 per share special cash distribution payable November 6, 2026, Vistance will have returned $16.50 per share to shareholders through special cash distributions in 2026. Today, Vistance operates as a focused network solutions business through Aurora Networks, with a strong financial foundation to support its next phase.

"Chuck has led Vistance through one of the most significant transformations in the Company's history, overseeing a strategic transformation that reshaped the Company's portfolio, strengthened its balance sheet and delivered substantial value to shareholders," said Bud Watts, Chairman of the Board. "On behalf of the Board, I thank Chuck for his leadership and commitment to Vistance. As Vistance has evolved into a more focused company, Chuck and the Board agreed that now is the right time to identify a leader for its next chapter, one who can build on this foundation and grow Aurora Networks. We appreciate Chuck's continued leadership throughout this process and remain confident in the Company's future opportunities."

"It has been a privilege to lead Vistance through this transformation and work alongside our talented employees," said Treadway. "We set out to unlock value for our shareholders, and I am proud of what our team has accomplished. With the Company now operating at its current scale, I believe this is the moment to hand off to new leadership. I remain focused on executing our plan, serving our customers and delivering on our commitments. I look forward to working closely with the Board to ensure a smooth transition."

Third Quarter 2026 Results

In a separate press release issued today, Vistance reported financial results for the third quarter of 2026. The Company will host its previously announced conference call to discuss those results today at 8:30 am ET. A live, listen-only audio of the call will be available through a link on the Events and Presentations page of Vistance Networks' Investor Relations website.

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About Vistance Networks:

Vistance Networks (NASDAQ: VISN) shapes the future of communications technology, pushing past what is possible. We deliver solutions that bring reliability and performance to a world always in motion. Our global team of innovators and employees are trusted advisors who listen to customers first, then deliver value. Discover more at www.vistancenetworks.com.

Follow us on LinkedIn.

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This press release includes forward-looking statements that are based on information currently available to management, management's beliefs, as well as on a number of assumptions concerning future events. Forward-looking statements are not a guarantee of performance and are subject to a number of uncertainties and other factors, which could cause the actual results to differ materially from those currently expected. In providing forward-looking statements, the company does not intend, and is not undertaking any obligation or duty, to update these statements as a result of new information, future events or otherwise.
Source: Vistance Networks