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): August 26, 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 8.01. Other Events.

On August 26, 2026, the Company announced that the Board of Directors has authorized an additional repurchase of up to an aggregate of $150 million of the Company's outstanding common stock (the "Repurchase Program"). The $150 million repurchase authorization is in addition to the $100 million that was announced on April 30, 2026.

Any share repurchases under the Repurchase Program will be made in accordance with applicable securities laws in either open market or privately negotiated transactions. The Company may also, from time to time, enter into Rule 10b-18 and/or Rule 10b5-1 plans to facilitate repurchases of its shares under the Repurchase Program. The method, timing and amount of shares repurchased under the Repurchase Program will depend on several factors, including capital and liquidity requirements, market conditions and alternative uses for cash. The Repurchase Program does not obligate the Company to acquire any particular amount of its common stock, and the Repurchase Program may be modified, suspended or discontinued at any time.

Item 9.01. Financial Statements and Exhibits.

Exhibit.	**Description.**
99.1	Vistance Networks, Inc. press release, dated August 26, 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: August 26, 2026		**Vistance Networks, Inc.**
	By:	/s/ Kyle D. Lorentzen
		Name: Kyle D. Lorentzen
		Title: Executive Vice President and Chief Financial Officer

Press Release

Vistance Networks Increases Share Repurchase Program by $150 Million

Richardson, TX, August 26, 2026 – Vistance Networks (NASDAQ: VISN) (“Vistance” or the “Company”), a global provider of intelligent network solutions, today announced that as part of ongoing efforts to maximize shareholder value, its Board of Directors has authorized an additional $150 million for its share repurchase program.

“This expanded authorization reflects our disciplined approach to capital allocation,” said Chuck Treadway, President and Chief Executive Officer of Vistance Networks. “We will continue to evaluate share repurchases against other strategic uses of capital and act when we believe repurchases offer compelling risk-adjusted returns for shareholders.”

Pursuant to the authorization, repurchases may be made from time to time in the open market, through privately negotiated transactions, block trades, or otherwise in accordance with applicable federal securities laws, including through trading plans adopted in accordance with Rule 10b5-1 and Rule 10b-18 of the Securities Exchange Act of 1934, as amended. The timing and amount of any repurchases will depend on a variety of factors, including the market price of the Company’s common stock, general market and economic conditions, applicable legal requirements, and alternative uses for cash. The share repurchase program does not obligate the Company to acquire any particular amount of common stock and may be suspended, modified, or discontinued at any time without prior notice.

—END—

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.

Financial Contact:
Jenny Thompson
Jenny.Thompson@vistancenetworks.com

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