

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, 2023**

Actelis Networks, Inc.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction
of incorporation)

001-41375

(Commission File Number)

52-2160309

(I.R.S. Employer
Identification Number)

4039 Clipper Court, Fremont, CA 94538

(Address of principal executive offices)

(510) 545-1045

(Registrant's telephone number, including area code)

(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, \$0.0001 par value per share	ASNS	Nasdaq Capital 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 7.01 Regulation FD Disclosures.

On October 24, 2023, Actelis Networks, Inc. (the "Company") issued a press release titled "Actelis Launches Unique, Ultra Low Power In-Building Gigabit Connectivity Solution For Instant Service Provisioning of Multi-Tenant Units." A copy of the Company's press release containing such business update is attached hereto as Exhibit 99.1 The information set forth in the press release is incorporated by reference into this Item 7.01 of this Current Report on Form 8-K.

This Current Report on Form 8-K and Exhibit 99.1 contains forward-looking statements within the meaning of the federal securities laws. These forward-looking statements are based on current expectations and are not guarantees of future performance. Further, the forward-looking statements are subject to the limitations listed in Exhibit 99.1 and in the other reports of the Company filed with the United States Securities and Exchange Commission (the "SEC"), including that actual events or results may differ materially from those in the forward-looking statements.

Investors and others should note that the Company may announce material information about its finances, product development, clinical trials and other matters to its investors using its website (<https://actelis.com/>) in addition to SEC filings, press releases, public conference calls and webcasts. The Company uses these channels to communicate with the Company's shareholders and the public about the Company and other issues. It is possible that the information the Company posts on these channels could be deemed to be material information. Therefore, the Company encourages investors, the media, and others interested in the Company to review the information it posts on the Company's website (referenced above) in addition to following its press releases, SEC filings, public conference calls, and webcasts.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit No.	Exhibit Description
99.1	Press release dated October 24, 2023.

1

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: October 25, 2023

ACTELIS NETWORKS, INC.

By: /s/ Yoav Efron

Name: Yoav Efron

Title: Chief Financial Officer

2



Actelis Launches Unique, Ultra Low Power In-Building Gigabit Connectivity Solution For Instant Service Provisioning of Multi-Tenant Units

Tens of Millions of MTUs Can Now Be Quickly Serviced By Network Providers

FREMONT, CA, October 24, 2023 — Actelis Networks, Inc. (NASDAQ:ASNS) (“Actelis” or the “Company”), a market leader in cyber-hardened, rapid deployment networking solutions for IoT applications, today announced the official launch of the GigaLine 900, a first of its kind product designed to solve the challenge of delivering broadband services from the curb throughout apartments, office buildings, hotels, and other multi-tenant units (MTUs). Network providers around the world can utilize this new broadband solution to deliver Gigabit services to tenants instantly without the high construction and labor costs of rewiring buildings with fiber.

According to a Parks Associates study, over 30% of US residents live in apartments and multi-family units and 50% report experiencing network issues. While there are many government-led initiatives to bring fiber connectivity to every tenant, the implementation cost is very high which is a major burden on network providers’ ROI. Additionally, rewiring buildings is a time-consuming endeavor that is inconvenient for tenants and is often met with objection from landlords.

Actelis’ new GigaLine 900 makes it very fast, simple, and cost effective for providers to connect tenants to high-speed internet without installing fiber throughout the building. A flexible hybrid fiber-copper-coax solution, the GigaLine 900 is a very low power, Ethernet GE/PON splitter-extender delivering Gigabit connectivity to tenants utilizing the existing wiring already in the walls of the building. A key benefit of this new solution is that it can be installed in as fast as 1 hour, allowing providers to connect entire apartment and office buildings to Gigabit broadband services immediately.

The GigaLine 900 is the intelligent connection point between the fiber running to the building and the existing coax or twisted pair that already exists inside the building. GigaLine 900 utilizes a 2.5 GBPS or 1 GBPS uplink and provides symmetrical Gigabit service for up to 16 tenant units. The device consumes only a few watts providing landlords and tenants year over year saving on their energy bills.

“There is over \$40 billion of new government funding available for fiber installation in the United States alone, but the costs of the last section - getting fiber all the way to tenants - is tremendously high and the funding will not be enough to reach everyone,” said Tuvia Barlev, chairman and CEO of Actelis. “With GL900 we are in a unique position to help providers maximize their funding to quickly deliver broadband services while making it very cost effective to reach each tenant.”

As previously reported, Actelis showcased its new GigaLine 900 solution at the Broadband Communities Summit in May 2023, helping to generate interest from local and state agencies as well as network providers and system integrators. This week, Actelis will again showcase the GigaLine 900, at Network X 2023 in Paris, one of the largest telecommunications industry events globally.

“We have seen great interest from the market in the GigaLine 900,” said Barlev. “Our customers see that they can utilize this new solution to generate faster revenues, maximize their labor force, and increase customer satisfaction immediately.”

###



About Actelis Networks, Inc.

Actelis Networks, Inc. (NASDAQ: ASNS) is a market leader in cyber-hardened, rapid-deployment networking solutions for wide-area IoT applications including federal, state and local government, ITS, military, utility, rail, telecom and campus applications. Actelis’ unique portfolio of hybrid fiber-copper, environmentally hardened aggregation switches, high density Ethernet devices, advanced management software and cyber-protection capabilities, unlocks the hidden value of essential networks, delivering safer connectivity for rapid, cost-effective deployment. For more information, please visit www.actelis.com.

Forward-looking Statements

This press release contains certain forward-looking statements within the meaning of the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. These statements are identified by the use of the words “could,” “believe,” “anticipate,” “intend,” “estimate,” “expect,” “may,” “continue,” “predict,” “potential,” “project” and similar expressions that are intended to identify forward-looking statements. All forward-looking statements speak only as of the date of this press release. You should not place undue reliance on these forward-looking statements. Although we believe that our plans, objectives, expectations and intentions reflected in or suggested by the forward-looking statements are reasonable, we can give no assurance that these plans, objectives, expectations or intentions will be achieved. Forward-looking statements involve significant risks and uncertainties (some of which are beyond our control) and assumptions that could cause actual results to differ materially from historical experience and present expectations or projections. Actual results to differ materially from those in the forward-looking statements and the trading price for our common stock may fluctuate significantly. Forward-looking statements also are affected by the risk factors described in the Company’s filings with the U.S. Securities and Exchange Commission. Except as required by law, we undertake no obligation to update or revise publicly any forward-looking statements, whether as a result of new information, future events or otherwise, after the date on which the statements are made or to reflect the occurrence of unanticipated events.

###

Media Contact:

Sean Renn
Global VP Marketing & Communications
srenn@actelis.com

Investor Relations Contact:

Kirin Smith
PCG Advisory, Inc.

