
UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington D.C. 20549

FORM 6-K

Report of Foreign Private Issuer

Pursuant to Rule 13a-16 or 15d-16 of
the Securities Exchange Act of 1934

For the month of November 2019

Commission File Number: 0-29452

RADCOM LTD.

(Translation of registrant's name into English)

24 Raoul Wallenberg Street, Tel Aviv 69719, Israel

(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F:

Form 20-F Form:40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1): N/A

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7): N/A

THE GAAP FINANCIAL STATEMENTS INCLUDED IN EXHIBIT 99.1 TO THIS FORM 6-K AND THE FIRST PARAGRAPH OF THE PRESS RELEASE ATTACHED AS EXHIBIT 99.2 TO THIS FORM 6-K ARE HEREBY INCORPORATED BY REFERENCE INTO THE REGISTRANT'S REGISTRATION STATEMENTS ON FORM S-8 (REGISTRATION STATEMENT NOS. 333-111931, 333-123981, 333-190207, 333-195465, 333-203087, 333-211628 AND 333-215591) AND FORM F-3 (REGISTRATION STATEMENT NOS. 333-170512 AND 333-189111), AND SHALL BE A PART THEREOF FROM THE DATE ON WHICH THIS REPORT IS FILED, TO THE EXTENT NOT SUPERSEDED BY DOCUMENTS OR REPORTS SUBSEQUENTLY FILED OR FURNISHED.

CONTENTS

This report on Form 6-K of the registrant consists of the contents above and the following document, which is attached hereto and incorporated by reference herein:

Exhibit 99.1 [Press release, dated November 7, 2019 reporting the Registrant's third quarter 2019 financial results.](#)

Exhibit 99.2 [Press release, dated November 7, 2019 naming Eyal Harari as CEO effective January 1, 2020 and appointing Yaron Ravkaie to Board of Directors effective January 1, 2020.](#)

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, thereunto duly authorized.

RADCOM LTD.

Date: November 7, 2019

By: /s/ Amir Hai

Name: Amir Hai

Title: CFO

RADCOM

News

FOR IMMEDIATE RELEASE**RADCOM Reports Third Quarter 2019 Results**

- *Third quarter revenues of \$9.4 million, 10% increase year over year*
- *Cash, cash equivalents and short-term bank deposits of \$68.1 million and no debt*
- *2019 revenue guidance range of \$31-\$33 million*

TEL AVIV, Israel – November 7, 2019 – RADCOM Ltd. (Nasdaq: RDCM) today reported its financial results for the third quarter ended September 30, 2019.

“We are pleased to announce that RADCOM’s revenue grew 10% over the previous quarter. We have experienced steady growth this year, reflecting the continued progress we are making with our advanced virtual technology as well as the success of our agreements with Rakuten Mobile, AT&T, and other customers,” commented Mr. Yaron Ravkaie, RADCOM’s CEO. “We are encouraged by the traction we are gaining due to our technological expertise, evidenced by our increasing customer base, which includes multi-year agreements with Rakuten Mobile and now VimpelCom, one of the leading operators in Russia. These partnerships are providing us with enhanced, multi-year visibility into the Company’s revenue stream.”

Third Quarter 2019 Financial Highlights:

- **Revenues:** Total revenues for the third quarter were \$9.4 million, up 10% compared to \$8.5 million in the third quarter of 2018.
- **Net Income (loss):** GAAP net loss for the period was \$(1.7) million, or \$(0.12) per diluted share, compared to GAAP net income of \$0.6 million, or \$0.05 per diluted share for the third quarter of 2018.
- **Non-GAAP Net Income (loss):** Non-GAAP net loss for the period was \$(1.0) million, or \$(0.07) per diluted share, compared to non-GAAP net income of \$1.0 million, or \$0.07 per diluted share for the third quarter of 2018.
- **Balance sheet:** As of September 30, 2019, the Company had cash and cash equivalents and short-term bank deposits of \$68.1 million and no debt.

Earnings Conference Call

RADCOM’s management will hold an interactive conference call today at 8:00 AM Eastern Standard Time (3:00 PM Israel Standard Time) to discuss the results and to answer participants' questions. To join the call, please call one of the following numbers approximately five minutes before the call is scheduled to begin:

From the US (toll-free): +1-888-407-2553

From other locations: +972-3-918-0610

For those unable to listen to the call at the time, a replay will be available from November 8th on RADCOM's website.

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For all investor inquiries, please contact:

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Company Contact:

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About RADCOM

RADCOM (Nasdaq: RDCM) is the leading expert in cloud-native, container-based network intelligence solutions for telecom operators transitioning to NFV and 5G. Powered by RADCOM's patented I.C.O.N technology, the RADCOM Network Intelligence suite delivers Intelligent, Container-based, On-demand, Network Analysis from the RAN to the Core for 5G assurance, utilizing automated and dynamic solutions with smart minimal data collection and on-demand troubleshooting. RADCOM Network Intelligence consists of RADCOM Network Visibility, RADCOM Service Assurance, and RADCOM Network Insights. Utilizing cutting edge technology such as AI and machine learning, these solutions work in harmony to provide operators an understanding of the entire customer experience and allow them to troubleshoot network performance from a high to granular level while reducing storage costs and cloud resource utilization. For more information on how to RADCOMize your network, today, please visit www.radcom.com, the content of which does not form a part of this press release.

Non-GAAP Information

Certain non-GAAP financial measures are included in this press release. These non-GAAP financial measures are provided to enhance the reader's overall understanding of the Company's financial performance. By excluding non-cash stock-based compensation that has been expensed in accordance with ASC Topic 718, the Company's non-GAAP results provide information to both management and investors that is useful in assessing the Company's core operating performance and in evaluating and comparing the Company's results of operations, from period to period. These non-GAAP financial measures are also used by management to evaluate financial results and to plan and forecast future periods. The presentation of this additional information is not meant to be considered a substitute for the corresponding financial measures prepared in accordance with GAAP.

Risks Regarding Forward-Looking Statements

Certain statements made herein that use words such as "estimate," "project," "intend," "expect," "believe," "may," "might," "predict," "potential," "anticipate," "plan" or similar expressions are intended to identify forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995 and other securities laws. For example, when the Company discusses its continuing progress and continuing traction in its business and technology, its increasing customer base, its visibility and revenue stream, and its revenue guidance, it is using forward-looking statements. These forward-looking statements involve known and unknown risks and uncertainties that could cause the actual results, performance or achievements of the Company to be materially different from those that may be expressed or implied by such statements, including, among others, changes in general economic and business conditions and specifically, decline in the demand for the Company's products, inability to timely develop and introduce new technologies, products and applications, and loss of market share and pressure on prices resulting from competition. For additional information regarding these and other risks and uncertainties associated with the Company's business, reference is made to the Company's reports filed from time to time with the U.S. Securities and Exchange Commission. The Company does not undertake to revise or update any forward-looking statements for any reason.

RADCOM Ltd.
Consolidated Statements of Operations
Unaudited

(thousands of U.S. dollars, except share and per share data)

	Three months ended		Nine months ended	
	September 30,		September 30,	
	2019	2018	2019	2018
Revenues	\$ 9,389	\$ 8,519	\$ 23,981	\$ 30,061
Cost of revenues	3,283	1,660	7,274	7,427
Gross profit	6,106	6,859	16,707	22,634
Research and development, gross	4,699	3,933	13,921	11,429
Less - royalty-bearing participation	597	528	1,413	1,282
Research and development, net	4,102	3,405	12,508	10,147
Sales and marketing	2,758	2,401	7,821	8,725
General and administrative	1,064	657	2,711	2,647
Total operating expenses	7,924	6,463	23,040	21,519
Operating income (loss)	(1,818)	396	(6,333)	1,115
Financial income, net	217	282	698	655
Income (loss) before taxes on income	(1,601)	678	(5,635)	1,770
Taxes on income	(59)	(44)	(105)	(57)
Net income (loss)	\$ (1,660)	\$ 634	\$ (5,740)	\$ 1,713
Basic net income (loss) per ordinary share	\$ (0.12)	\$ 0.05	\$ (0.42)	\$ 0.13
Diluted net income (loss) per ordinary share	\$ (0.12)	\$ 0.05	\$ (0.42)	\$ 0.12
Weighted average number of ordinary shares used in computing basic net income (loss) per ordinary share	13,797,115	13,701,844	13,769,987	13,600,849
Weighted average number of ordinary shares used in computing diluted net income (loss) per ordinary share	13,797,115	13,916,306	13,769,987	13,851,324

RADCOM LTD.
Reconciliation of GAAP to Non-GAAP Financial Information
Unaudited

(thousands of U.S. dollars, except share and per share data)

	Three months ended September 30,		Nine months ended September 30,	
	2019	2018	2019	2018
GAAP gross profit	\$ 6,106	\$ 6,859	\$ 16,707	\$ 22,634
Stock-based compensation	61	25	156	102
Non-GAAP gross profit	<u>\$ 6,167</u>	<u>\$ 6,884</u>	<u>\$ 16,863</u>	<u>\$ 22,736</u>
GAAP research and development, net	\$ 4,102	\$ 3,405	\$ 12,508	\$ 10,147
Stock-based compensation	211	210	568	621
Non-GAAP research and development, net	<u>\$ 3,891</u>	<u>\$ 3,195</u>	<u>\$ 11,940</u>	<u>\$ 9,526</u>
GAAP sales and marketing	\$ 2,758	\$ 2,401	\$ 7,821	\$ 8,725
Stock-based compensation	148	121	478	583
Non-GAAP sales and marketing	<u>\$ 2,610</u>	<u>\$ 2,280</u>	<u>\$ 7,343</u>	<u>\$ 8,142</u>
GAAP general and administrative	\$ 1,064	\$ 657	\$ 2,711	\$ 2,647
Stock-based compensation	252	10	435	402
Non-GAAP general and administrative	<u>\$ 812</u>	<u>\$ 647</u>	<u>\$ 2,276</u>	<u>\$ 2,245</u>
GAAP total operating expenses	\$ 7,924	\$ 6,463	\$ 23,040	\$ 21,519
Stock-based compensation	611	341	1,481	1,606
Non-GAAP total operating expenses	<u>\$ 7,313</u>	<u>\$ 6,122</u>	<u>\$ 21,559</u>	<u>\$ 19,913</u>
GAAP operating income (loss)	\$ (1,818)	\$ 396	\$ (6,333)	\$ 1,115
Stock-based compensation	672	366	1,637	1,708
Non-GAAP operating income (loss)	<u>\$ (1,146)</u>	<u>\$ 762</u>	<u>\$ (4,696)</u>	<u>\$ 2,823</u>
GAAP income (loss) before taxes on income	\$ (1,601)	\$ 678	\$ (5,635)	\$ 1,770
Stock-based compensation	672	366	1,637	1,708
Non-GAAP income (loss) before taxes on income	<u>\$ (929)</u>	<u>\$ 1,044</u>	<u>\$ (3,998)</u>	<u>\$ 3,478</u>
GAAP net income (loss)	\$ (1,660)	\$ 634	\$ (5,740)	\$ 1,713
Stock-based compensation	672	366	1,637	1,708
Non-GAAP net income (loss)	<u>\$ (988)</u>	<u>\$ 1,000</u>	<u>\$ (4,103)</u>	<u>\$ 3,421</u>
GAAP net income (loss) per diluted share	\$ (0.12)	\$ 0.05	\$ (0.42)	\$ 0.12
Stock-based compensation	0.05	0.02	0.12	0.12
Non-GAAP net income (loss) per diluted share	<u>\$ (0.07)</u>	<u>\$ 0.07</u>	<u>\$ (0.30)</u>	<u>\$ 0.24</u>
Weighted average number of shares used to compute diluted net income (loss) per share	13,797,115	13,916,306	13,769,987	13,851,324

RADCOM Ltd.
Consolidated Balance Sheets
(thousands of U.S. dollars)

	As of September 30, 2019 <u>(unaudited)</u>	As of December 31, 2018
Current Assets		
Cash and cash equivalents	\$ 9,504	\$ 61,988
Short-term bank deposits	58,626	-
Trade receivables, net	13,473	20,381
Inventories	1,203	251
Other receivables	1,561	1,766
Total Current Assets	<u>84,367</u>	<u>84,386</u>
Non-Current Assets		
Severance pay fund	3,336	2,967
Other long-term receivables	2,365	346
Property and equipment, net	1,619	1,832
Operating lease right-of-use assets	5,861	-
Total Non-Current Assets	<u>13,181</u>	<u>5,145</u>
Total Assets	<u>\$ 97,548</u>	<u>\$ 89,531</u>
Liabilities and Shareholders' Equity		
Current Liabilities		
Trade payables	\$ 3,143	\$ 1,559
Deferred revenues	1,048	266
Employee and payroll accruals	3,940	3,420
Operating lease liabilities	1,198	-
Other payables and accrued expenses	3,813	2,281
Total Current Liabilities	<u>13,142</u>	<u>7,526</u>
Non-Current Liabilities		
Deferred revenues	100	100
Accrued severance pay	3,926	3,425
Operating lease liabilities	5,024	-
Other long-term liabilities	993	-
Total Non-Current Liabilities	<u>10,043</u>	<u>3,525</u>
Total Liabilities	<u>\$ 23,185</u>	<u>\$ 11,051</u>
Shareholders' Equity		
Share capital	\$ 647	\$ 643
Additional paid-in capital	137,378	135,730
Accumulated other comprehensive loss	(2,641)	(2,612)
Accumulated deficit	(61,021)	(55,281)
Total Shareholders' Equity	<u>74,363</u>	<u>78,480</u>
Total Liabilities and Shareholders' Equity	<u>\$ 97,548</u>	<u>\$ 89,531</u>

FOR IMMEDIATE RELEASE**RADCOM Names Eyal Harari as CEO and
Appoints Yaron Ravkaie to Board of Directors**

TEL AVIV, Israel – November 7, 2019 – RADCOM Ltd. (Nasdaq: RDCM) today announced changes to its management, which will become effective January 1, 2020. Mr. Eyal Harari will become the CEO of the Company. Yaron Ravkaie, the Company's current CEO, will join RADCOM's board of directors.

Eyal Harari has been with the Company for over 19 years and served in key executive roles with the Company, including as COO of the Company and as CEO of RADCOM's North American subsidiary, RADCOM, Inc. Eyal was the visionary of RADCOM's NFV strategy and was instrumental in driving the Company to its leadership position in NFV based assurance.

Ms. Heli (Rachel) Bennun, Executive Chairman of RADCOM's Board of Directors, commented, "I would like to express sincere gratitude and appreciation to Yaron Ravkaie for his work and accomplishments as RADCOM's CEO over the past four years. Yaron's efforts have been instrumental in positioning RADCOM as the leading provider of cloud-native NFV solutions, scaling RADCOM, and serving its top tier customers. Yaron's unparalleled industry experience makes him an invaluable asset to the Company as a member of its Board of Directors, where he will continue to be influential in driving the Company's strategy.

Ms. Bennun further commented, "We are pleased to welcome Eyal Harari into his new role as CEO. In his many years with the Company, Eyal has served in key business and technology roles that shaped RADCOM. Eyal was a significant force in RADCOM's leadership, driving the Company's move to NFV and delivering RADCOM's engagement with AT&T and other key accounts. We are confident that his deep knowledge of all aspects of RADCOM and his vast industry knowledge will allow Eyal to successfully lead the Company in addressing the key transformations happening with NFV and 5G."

Mr. Ravkaie commented, "Over the last four years, RADCOM has been able to reach new markets, create and extend important customer relationships, and deliver a world class-leading NFV service assurance solution. As a result of our efforts over the last few years, we expect to enter 2020 with a strong customer base and meaningful revenue backlog. I feel privileged to have the opportunity to join RADCOM's Board of Directors and to take part in steering the Company's strategy. The Company is well-positioned, and I look forward to exciting times ahead. Eyal was a great partner and COO, and I wish him all the best in his new role."

Mr. Eyal Harari commented, "I am thankful for the opportunity and look forward to leading the Company as it continues its path forward. I would like to thank Yaron for the great partnership and leadership over the years. RADCOM is strong, having gained unparalleled expertise in rolling out very large scale and robust NFV assurance solutions. With our experienced team, world class-leading solutions, customer base, and potential, I believe RADCOM is well-positioned for continued growth. I am excited to lead RADCOM as the pace of 5G rollouts picks up, and as virtualized solutions become the industry standard."

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For all investor inquiries, please contact:

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About RADCOM

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