
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Schedule TO

(Amendment No. 7)

Tender Offer Statement under Section 14(d)(1) or 13(e)(1) of the Securities
Exchange Act of 1934

EXELA TECHNOLOGIES, INC.

(Name of Subject Company (Issuer) and Filing Person(Offeror))

Common Stock

(Title of Class of Securities)

30162V409

(CUSIP Numbers of Class of Securities)

Shrikant Sortur
Chief Financial Officer
Exela Technologies, Inc.
2701 E. Grauwyler Rd.
Irving, TX 75061
(844) 935-2832

(Name, address and phone number of person authorized to receive notices and communications on behalf of filing person)

With copies to:

Maurice M. Lefkort; Sean M. Ewen
Willkie Farr & Gallagher LLP
787 Seventh Avenue
New York, NY 10019
Telephone: (212) 728-8239; (212) 728-8867
Facsimile: (212) 728-9239; (212) 728-9867

Check the box if the filing relates solely to preliminary communications made before the commencement of a tender offer.

Check the appropriate boxes below to designate any transactions to which the statement relates:

- third-party tender offer subject to Rule 14d-1.
- issuer tender offer subject to Rule 13e4.
- going-private transaction subject to Rule 13e-3.
- amendment to Schedule 13D under Rule 13d-2.

Check the following box if the filing is a final amendment reporting the results of the tender offer.

If applicable, check the appropriate box(es) below to designate the appropriate rule provisions(s) relied upon:

- Rule 13e-4(i) (Cross-Border Issuer Tender Offer)
- Rule 14d-1(d) (Cross-Border Third-Party Tender Offer)
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This Amendment No. 7 amends and supplements the Issuer Tender Offer Statement on Schedule TO (the “Original Schedule TO”), originally filed with the Securities and Exchange Commission (the “SEC”) on January 26, 2022, by Exela Technologies, Inc., a Delaware corporation (“Exela” or the “Company”) as amended by that certain Amendment No. 1 to Schedule TO filed with the SEC on February 1, 2022 (“Amendment No. 1”), that certain Amendment No. 2 to Schedule TO filed with the SEC on February 7, 2022 (“Amendment No. 2”), that certain Amendment No. 3 to Schedule TO filed with the SEC on February 24, 2022 (“Amendment No. 3”), that certain Amendment No. 4 to Schedule TO filed with the SEC on February 28, 2022 (“Amendment No. 4”), that certain Amendment No. 5 to Schedule TO filed with the SEC on March 2, 2022 (“Amendment No. 5”) and that certain Amendment No. 6 to Schedule TO filed with the SEC on March 3, 2022 (“Amendment No. 6”, together with the Original Schedule TO, Amendment No. 1, Amendment No. 2, Amendment No. 3, Amendment No. 4 and Amendment No. 5, the “Schedule TO”). This Amendment No. 7 serves to file a form of e-mail communication that will be sent out by the Company to certain shareholders starting on March 4, 2022. You should read this Amendment No. 7 together with the Schedule TO, the Offer to Exchange and the Offer Documents.

Items 1 through 11.

Items 1 – 11 are hereby amended and updated by the Amended and Restated Offer to Exchange, dated February 24, 2022, which is incorporated herein by reference.

Item 12. Exhibits.

- (a)(1)(A) [Offer to Exchange, dated January 26, 2022](#)⁽¹⁾
- (a)(1)(B) [Letter of Transmittal](#)⁽¹⁾
- (a)(1)(C) [Notice of Guaranteed Delivery](#)⁽¹⁾
- (a)(1)(D) [Letter to Broker](#)⁽¹⁾
- (a)(1)(E) [Letter to Clients](#)⁽¹⁾
- (a)(1)(F) [Form of Summary Advertisement, dated January 26, 2022](#)⁽¹⁾
- (a)(1)(G) [Supplement No. 1 to the Offer to Exchange, dated February 7, 2022](#)⁽³⁾
- (a)(1)(H) [Amended and Restated Letter of Transmittal](#)⁽³⁾
- (a)(1)(I) [Amended and Restated Offer to Exchange, dated February 24, 2022](#)⁽⁴⁾
- (a)(1)(J) [Second Amended and Restated Letter of Transmittal](#)⁽⁴⁾
- (a)(1)(K) [Third Amended and Restated Letter of Transmittal](#)⁽⁵⁾
- (a)(1)(L) [Notice of Guaranteed Delivery](#)⁽⁶⁾
- (a)(1)(M) [Certificate of Designations, Preferences, Rights and Limitations of Series B Cumulative Convertible Perpetual Preferred Stock](#)⁽²⁾
- (a)(5)(A) [Press Release issued by the Company, dated January 26, 2022](#)⁽¹⁾
- (a)(6)(A) [Exela Webpage](#)⁽¹⁾
- (a)(7)(A) [Form of E-mail Communication to be sent by the Company commencing January 31, 2022](#)⁽²⁾
- (a)(8)(A) [Press Release issued by the Company, dated February 7, 2022](#)⁽³⁾
- (a)(9)(A) [Updated Exela Webpage, dated February 7, 2022](#)⁽³⁾
- (a)(10)(A) [Press Release issued by the Company, dated February 24, 2022](#)⁽⁴⁾
- (a)(11)(A) [Updated Exela Webpage, dated February 24, 2022](#)⁽⁴⁾
- (a)(12)(A) [Amendment No. 1 to Updated Exela Webpage, dated February 24, 2022](#)⁽⁶⁾
- (a)(13)(A)* [Form of E-mail Communication to be sent by the Company commencing March 4, 2022](#)
- 107 [Filing Fee Table](#)⁽⁴⁾

* Filed herewith.

- (1) Incorporated by reference from the Original Schedule TO, filed by the Company with the Securities and Exchange Commission on January 26, 2022.
- (2) Incorporated by reference from Amendment No. 1 to Schedule TO, filed by the Company with the Securities and Exchange Commission on February 1, 2022.
- (3) Incorporated by reference from Amendment No. 2 to Schedule TO, filed by the Company with the Securities and Exchange Commission on February 7, 2022.

- (4) Incorporated by reference from Amendment No. 3 to Schedule TO, filed by the Company with the Securities and Exchange Commission on February 24, 2022.
- (5) Incorporated by reference from Amendment No. 4 to Schedule TO, filed by the Company with the Securities and Exchange Commission on February 28, 2022.
- (6) Incorporated by reference from Amendment No. 5 to Schedule TO, filed by the Company with the Securities and Exchange Commission on March 2, 2022.
- (7) Incorporated by reference from Amendment No. 6 to Schedule TO, filed by the Company with the Securities and Exchange Commission on March 3, 2022.

Item 13. Information Required by Schedule 13E-3.

Not applicable.

SIGNATURES

After due inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Exela Technologies, Inc.

By: /s/ Erik Mengwall
Name: Erik Mengwall
Title: Secretary

Date: March 4, 2022

EXHIBIT INDEX

(a)(13)(A)* [Form of E-mail Communication to be sent by the Company commencing March 4, 2022](#)

* Filed herewith.



Exela Technologies, Inc. ("Exela"), is offering to repurchase shares of Common Stock and then retiring those shares.

Shareholders can now exchange Common Stock in 20 share increments for \$25 liquidation preference Preferred Stock.

Thus, shareholders whose Common Stock is accepted for exchange will hold Preferred Stock with a liquidation preference equivalent to \$1.25 per share of Common Stock, cumulative dividends of 6% per annum and retain the right to participate in future dividends on our Common Stock, as well as have the right to convert their Preferred Stock into Common Stock at a conversion price of \$1.25.

To tender your shares in the Offer, you need to contact your brokerage firm and follow their procedures for instructing them to tender your shares. This is typically found in the messaging center or documents center in your online portal.

Because it may take some time for the broker to process your instructions, you should contact them far enough in advance of the Expiration Date to enable them to follow your instructions. The Expiration Date is 11:59pm ET on March 10, 2022.

If you are having difficulty in instructing your broker, you may contact the Information Agent for assistance at D.F. King & Co., Inc., Call Toll-Free: (888) 644-6071, Email: exela@dfking.com. However, neither the Company, the Information Agent, nor the Exchange Agent can accept your tender directly, only the broker can tender on your behalf.

You should read the [Offer Documents](#) in their entirety and consult your own financial, tax, legal and other advisors and must make your own decision as to whether to tender your shares of Common Stock.

<https://to.exelatech.com/>

Thank you,

D.F. King & Co., Inc.

Internal ID:

D.F. King & Co., Inc. | 48 Wall Street , New York , NY 10005

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