

TANGOE INC

FORM 25

(Notification filed by a National Securities Exchange to Report the Removal from listing and registration of matured , redeemed or retired securities)

Filed 03/27/17

Address	35 Executive Boulevard Orange, CT 06477
Telephone	203-859-9300
CIK	0001182325
Symbol	TNGO
SIC Code	7372 - Prepackaged Software
Industry	IT Services & Consulting
Sector	Technology
Fiscal Year	12/31

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

FORM 25

OMB APPROVAL	
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NOTIFICATION OF REMOVAL FROM LISTING AND/OR
REGISTRATION UNDER SECTION 12(b) OF THE
SECURITIES EXCHANGE ACT OF 1934.

Commission File Number 001-35247

Tangoe, Inc.
The NASDAQ Stock Market LLC

(Exact name of Issuer as specified in its charter, and name of Exchange where security is listed and/or registered)

35 Executive Boulevard
Orange, Connecticut 06477
(203) 859-9300

(Address, including zip code, and telephone number, including area code, of Issuer's principal executive offices)

Common Stock, par value \$0.0001 per share
(Description of class of securities)

Please place an X in the box to designate the rule provision relied upon to strike the class of securities from listing and registration:

- 17 CFR 240.12d2-2(a)(1)
- 17 CFR 240.12d2-2(a)(2)
- 17 CFR 240.12d2-2(a)(3)
- 17 CFR 240.12d2-2(a)(4)
- Pursuant to 17 CFR 240.12d2-2(b), the Exchange has complied with its rules to strike the class of securities from listing and/or withdraw registration on the Exchange.(1)
- Pursuant to 17 CFR 240.12d2-2(c), the Issuer has complied with the rules of the Exchange and the requirements of 17 CFR 240.12d2-2(c) governing the voluntary withdrawal of the class of securities from listing and registration on the Exchange.

Pursuant to the requirements of the Securities Exchange Act of 1934, Tangoe, Inc. certifies that it has reasonable grounds to believe that it meets all of the requirements for filing the Form 25 and has caused this notification to be signed on its behalf by the undersigned duly authorized person.

March 27, 2017

Date

By

/s/ Thomas P. Flynn

Name

Chief Administrative Officer,
General Counsel & Secretary

Title

(1) Form 25 and attached Notice will be considered compliance with the provisions of 17 CFR 240.19d-1 as applicable. See General Instructions.

SEC 1654 (03-06)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.



Sent via electronic delivery

March 10, 2017

Jay Frankl
Senior Managing Director, FTI Consulting
1101 K Street, NW
Washington, DC 20005

RE: Tangoe, Inc. (Symbol: TNGO)
Nasdaq Listing Qualifications Hearings
Docket No. NQ 6171N-16

Dear Mr. Frankl:

This is to inform you that the Nasdaq Hearings Panel has determined to delist the shares of Tangoe, Inc. (the Company) from The Nasdaq Stock Market, effective at the open of business on Tuesday, March 14, 2017.

The Company was before the Panel on November 3, 2016, for failure to meet its filing obligations pursuant to Nasdaq Listing Rule 5250(c)(1). The Panel issued a decision in this matter on November 9, 2016, which is incorporated into this decision by reference. In that decision, the Panel continued the Company's listing, conditioned upon the Company's filing its restatements and all its delinquent reports by March 10, 2017, as well as providing periodic updates of progress toward that end.

The Company informed the Panel on March 9, 2017, that it would be unable to meet the requirements of the Panel's decision.

Accordingly, the Panel has determined to delist the Company's shares from the Nasdaq Stock Market, and will suspend trading in those shares effective at the open of business on March 14, 2017.

The Company may request that the Nasdaq Listing and Hearing Review Council review this decision. A written request for review must be received within 15 days from the date of this decision, and should be sent by e-mail to the Office of Appeals and Review at appeals@nasdaqomx.com. Pursuant to Nasdaq Listing Rule 5820(a), the Company must submit a fee of \$10,000.00 to The Nasdaq Stock Market LLC to cover the cost of the review. Instructions for submitting the fee are on the enclosed *Appeals Payment Form*. Please include evidence of this payment with the e-mailed request for review by attaching a PDF copy of the wire instructions or check.

The Company should be aware that the Nasdaq Listing and Hearing Review Council may, on its own motion, determine to review any Panel decision within 45 calendar days after issuance of the written decision. If the Listing Council determines to review this decision, it may affirm,

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modify, reverse, dismiss or remand the decision to the Panel. The Company will be immediately notified in the event the Listing Council determines that this matter will be called for review.

Should you have any questions, please do not hesitate to contact me at (240) 417-2528.

Sincerely,

A handwritten signature in black ink, appearing to read "Amy Horton". The signature is fluid and cursive, with a long horizontal stroke at the end.

Amy Horton
Hearings Advisor
Nasdaq Office of General Counsel

Check Payment Form

If paying by check, please complete this form and include it along with your payment. If paying by wire, please click [here](#) for instructions.

All checks should be made payable to The Nasdaq Stock Market LLC at the following address:

For payments sent by regular mail:

The Nasdaq Stock Market LLC
c/o Wells Fargo Bank, N.A.
Lockbox 90200
PO Box 8500
Philadelphia, PA 19178-0200

For payments sent by overnight mail:

The Nasdaq Stock Market LLC
c/o Wells Fargo Bank, N.A.
Lockbox 90200
401 Market Street
Philadelphia, PA 19106

COMPANY NAME

SYMBOL

ADDRESS

ADDRESS

REMITTER NAME (if different than Company Name)

AMOUNT

CHECK NO

PLEASE INDICATE REASON FOR PAYMENT BY CHECKING ONE OF THE FOLLOWING BOXES:

- **New Company Application and Entry:** The application fee is \$25,000 for the Global or Global Select Market, \$5,000 for the Capital Market, and \$1,000 for companies applying to list Closed End Funds, Exchange Traded Funds, Index Fund Shares or other structured products. The remainder of the entry fee is due prior to the first day of trading. If the Company does not list within 12 months of submitting its application, it will be assessed an additional non-refundable \$5,000 application fee each 12 months thereafter to keep its application open. Nasdaq will credit all application fees paid by the Company in connection with an application that has not been closed towards the Entry Fee payable upon listing.
- **Interpretation Request :** The fee in connection with such a request is \$5,000 for a regular request, where a company generally requires a response within four weeks, and \$15,000 for an expedited request, where a company requires a response in more than one week but less than four weeks.
- **Hearing or Appeal Request :** The fee in connection with a hearing or an appeal of a Hearing Panel decision to the Nasdaq Listing and Hearing Review Council is \$10,000.
- **Substitution Listings and Changes in the Company Record:** The fee in connection with a change in the company record is \$7,500; the fee in connection with a substitution listing is \$15,000. These changes are report using the Company Event Form.
- **SPAC Substitution Listing Fee:** There is a \$15,000 substitution listing fee in connection with a SPAC that completes a business combination.
- **Transfer Application:** The fee for companies transferring from the Global or Global Select Market to the Capital Market is \$5,000.
- **Compliance Plan Review:** There is a \$5,000 fee in connection with the review of a compliance plan.

