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): May 12, 2017 (May 11, 2017)



TECOGEN INC.

(Exact Name of Registrant as Specified in Charter)

Delaware (State or Other Jurisdiction of Incorporation)

333-178697 (Commission File Number) 04-3536131 (IRS Employer Identification No.)

45 First Avenue Waltham, Massachusetts (Address of Principal Executive Offices)

02451 (Zip Code)

(781) 622-1120

(Registrant's telephone number, including area code)

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:

□ 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))

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 \square

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. \Box

Item 2.02. Results of Operations and Financial Condition.

On May 11, 2017, the registrant issued via press release earnings commentary and supplemental information for the three months ended March 31, 2017. The press release is furnished as Exhibit 99.01 to this current Report on Form 8-K.

On May 11, 2017, the Company presented the attached slides online in connection with an earnings conference call. Those slides are being furnished as Exhibit 99.02 to this Current Report on Form 8-K.

The information contained in this current Report on Form 8-K (including Exhibit 99.1 and 99.2) shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934 (the "Exchange Act") or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933 or the Exchange Act, except as expressly set forth by specific reference in such a filing.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits

The following exhibits relating to Item 2.02 shall be deemed to be furnished, and not filed:

Exhibit	Description
99.01	Press release dated May 11, 2017, for the three months ended March 31, 2017.
99.02	Presentation dated May 11, 2017.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Company has duly caused this report to be signed on its behalf by the undersigned, hereunto duly authorized.

TECOGEN INC.

May 12, 2017By: /s/ David A. GarrisonDavid A. Garrison, Chief Financial Officer



Tecogen Announces First Quarter 2017 Results

Delivers operating profit driven by dramatic 34.9% growth in revenues and 25.7% combined gross margin improvement

WALTHAM, Mass., May 11, 2017 - Tecogen[®] Inc. (NASDAQ:TGEN), a leading manufacturer of clean energy products which, through patented technology, nearly eliminate criteria pollutants and significantly reduce a customer's carbon footprint, reported revenues of \$6,846,767 for the quarter ended March 31, 2017 compared to \$5,075,515 for the same period in 2016, or 34.9% growth in top line revenue.

Income from operations was \$77,702 compared to a \$906,866 loss in the prior year comparable period. Similarly, Tecogen delivered net income for the quarter of \$44,787 compared to a loss of \$893,168 in the first quarter 2016.

Commenting about the quarter, Tecogen Co-Chief Executive Officer Benjamin Locke noted, "the first quarter of 2017 is the third straight quarter of profitable operation for the company. This is a direct result of the hard work completed in 2016 on cost controls, product improvements, and strategic sales partnerships. We are very pleased with these results, and hope to continue this trend throughout 2017."

Revenue results were driven by solid growth in both product and services related revenues. Total services related revenues grew 43.8% over the prior year period, driven by installation activity, while product revenue grew23.9% compared to first quarter of 2016, helped by strong cogeneration sales.

Cost control initiatives generated 25.7% combined gross margin improvement in the quarter, bringing gross margin up to42.6% compared to 33.9% in first quarter of 2016, and above management's targeted 35-40% gross margin range. The increase in margins was the direct result of product upgrades and improvements.

On a combined basis, operating expense increased to \$2,836,971 for the first quarter 2017 from \$2,626,210 in the same quarter of 2016.

Backlog of products and installations was \$13.6 million as of first quarter end, and currently stands at \$14.3 million as of Monday, May 8, 2017.

Speaking about the results and other recent news, Mr. Locke added, "2017 will be an exciting year for Tecogen. In addition to our financial success, we expect to finalize the acquisition of American DG Energy in the second quarter, subject to the shareholder vote. This will add steady revenue with good margins to the financials of Tecogen, helping to offset some of the peaks and valleys of products sales. In 2016, ADGE made substantial improvements to the operational and financial production of their installed fleet. As a result of the merger, we believe further improvements to the fleet are possible, which will provide more revenue and improved operating margins. Upon approval, we will welcome ADGE shareholders to Tecogen, and make them a long term part of our investor group as we continue growing our core business, our emissions technology for fork trucks, and our automotive emissions joint venture, Ultratek."

Major Highlights:

Financial

- Gross profit for the first quarter of 2017 was \$2,914,673 compared to \$1,719,344 in the first quarter of 2016, an increase of 69.5% versus the prior year. This substantial growth was generated by improvement in both top line revenues and gross margins.
- Gross margin in the first quarter 2017 increased to 42.6% compared to 33.9% in 2016. Margins benefited from improvement in both service and product gross margins.
- Services gross margin improved to 46.1% in the period compared to the 35.8% in the prior year. Services gross margin was helped by continued cost control as well as increasing penetration of our high-margin, high-value add, 'turnkey lite' offering on the installation side.
- Product gross margin was 37.4% for first quarter 2017 compared to 31.5% in first quarter of 2016. Product gross margin was primarily helped by the materials and supplier arrangements put in place over the past several quarters as well as by the product mix shift toward our new InVerde e+ model.
- On a combined basis, operating expense rose to \$2,836,971 for the first quarter of 2017 from \$2,626,210 in the first quarter of 2016.
- Consolidated net income, attributable to Tecogen, for the three months ended March 31, 2017 was \$44,787 compared to a consolidated net loss of \$893,168 for the same period in 2016.
- Net income per share was \$0.00 compared to a net loss of \$0.05 for the three months ended March 31, 2017 and 2016, respectively.

Sales & Operations

- Product sales revenues were higher in the period, posting23.9% growth over the prior year comparable quarter. Higher cogeneration product sales more than delivered the entirety of the growth in product revenues, partially offsetting a year-on-year decline in chiller and heat pump sales. Variations in product mix are typical from quarter to quarter as customer orders for different products are not entirely predictable.
- Services revenues grew 43.8% year-on-year, benefiting from increasing penetration in service contracts and favorable
 operating metrics for the installed fleet as well as an active period for installations work. Continued penetration of our
 'turnkey lite' offering, which includes custom value-added engineering design work as well as custom factory engineered
 accessories and load modules, has been a strong source of services revenue growth and is expected to continue to
 develop as an important revenue stream.
- Current sales backlog of equipment and installations as of Monday May 8, 2017 was \$14.3 million, driven by strong traction in the InVerde product line and Installation services. As of March 31, 2017 backlog was \$13.6 million in line with the Company's goal of consistently delivering quarter-end product backlog greater than \$10 million.
- TTcogen, our joint venture with Czech CHP-manufacturer TEDOM, continued to make steady progress toward building product awareness and establishing what we hope will be profitable relationships with key partners.

Emissions Technology

• ULTRATEK - Automotive emissions development work has continued under Tecogen's shared venture, Ultratek. This quarter, data from our AVL testing of a small, advanced European vehicle was presented at the SAE International World Congress in Detroit, MI. The remarkable performance of Ultera in reducing the pollution levels of these vehicles has been described in our recent paper published through SAE International and available through our web site here. Since the Ultratek formation, we have been awarded two additional Ultera related patents, while filing recently for three others specifically involving the integration of the technology to gasoline vehicles. In upcoming months we anticipate continued progress as we pursue further enhancements of the technology and engage with the automotive industry.

- PERC As reported in the last quarter of 2016, we received research grant funding from the Propane Education and Research Council (PERC) to demonstrate the viability of our emissions technology in fork trucks. The program's goal is to develop a retrofit emissions system for fork trucks to reduce their emissions to levels more acceptable for air quality in indoor work environments. This quarter, testing is currently underway utilizing a donated fork truck from a major manufacturer that has expressed strong interest in Ultera and has agreed to assist our research effort. The company also recruited an experienced powertrain engineer to lead the effort, Allan Welch. Mr. Welch's credentials are summarized in our February 22, 2017 press release.
- CA Air Permit for Ultera on Standby Generators We are actively completing the installation of the Ultera kits on the generators located in Southern California. We anticipate commissioning these units in the third quarter of 2017, while demonstrating groundbreaking engine compliance to these ultra-stringent emissions.

Conference Call Scheduled for Today at 11:00 am ET

Tecogen will host a conference call today to discuss the first quarter results beginning at 11:00 am eastern time. To listen to the call dial (888) 349-0103 within the U.S., (855) 669-9657 from Canada, or (412) 902-0129 from other international locations. Participants should ask to be joined to the Tecogen Inc. call. Please begin dialing at least 10 minutes before the scheduled starting time. The earnings press release will be available on the Company website at www.Tecogen.com in the "News and Events" section under "About Us." The conference call will be recorded and available for playback one hour after the end of the call. The earnings conference call will also be webcast live. To view the associated slides, register for and listen to the webcast, go to http://investors.tecogen.com/webcast. Following the call, the webcast will be archived for 30 days.

The earnings conference call will be recorded and available for playback one hour after the end of the call through Thursday May 18th, 2017. To listen to the playback, dial (877) 344 7529 within the U.S., (855) 669-9658 from Canada or (412) 317-0088 outside the U.S. and use Replay Access Code 10105269.

About Tecogen

Tecogen Inc. designs, manufactures, sells, installs, and maintains high efficiency, ultra-clean, cogeneration products including natural gas engine-driven combined heat and power, air conditioning systems, and high-efficiency water heaters for residential, commercial, recreational and industrial use. The company is known for cost efficient, environmentally friendly and reliable products for energy production that, through patented technology, nearly eliminate criteria pollutants and significantly reduce a customer's carbon footprint.

In business for over 20 years, Tecogen has shipped more than 2,300 units, supported by an established network of engineering, sales, and service personnel across the United States. For more information, please visit www.tecogen.com or contact us for a free Site Assessment.

Tecogen, InVerde, Ilios, Tecochill, Ultera, and e⁺, are registered trademarks or trademark pending registration of Tecogen Inc.

Forward Looking Statements: This press release contains forward-looking statements under the Private Securities Litigation Reform Act of 1995 that involve a number of risks and uncertainties. Important factors could cause actual results to differ materially from those indicated by such forward-looking statements, as disclosed on the Company's website and in Securities and Exchange Commission filings. The statements in this press release are made as of the date of this press release, even if subsequently made available by the Company on its website or otherwise. The Company does not assume any obligation to update the forward-looking statements provided to reflect events that occur or circumstances that exist after the date on which they were made.

Tecogen Media & Investor Relations Contact Information:

John N. Hatsopoulos P: 781-622-1120 E: John.Hatsopoulos@tecogen.com

TECOGEN INC. CONDENSED CONSOLIDATED BALANCE SHEETS As of March 31, 2017 and December 31, 2016 (unaudited)

	1	March 31, 2017	Dee	cember 31, 2016
ASSETS				
Current assets:				
Cash and cash equivalents	\$	2,148,753	\$	3,721,765
Accounts receivable, net		9,102,078		8,630,418
Unbilled revenue		2,347,055		2,269,645
Inventory, net		6,075,277		4,774,264
Due from related party		336,693		260,988
Prepaid and other current assets		601,437		401,876
Total current assets		20,611,293		20,058,956
Property, plant and equipment, net		548,111		517,143
Intangible assets, net		1,094,747		1,065,967
Goodwill		40,870		40,870
Other assets		2,128,300		2,058,425
TOTAL ASSETS	\$	24,423,321	\$	23,741,361
LIABILITIES AND STOCKHOLDERS' EQUITY				
Current liabilities:				
Accounts payable		4,011,804		3,367,481
Accrued expenses		1,153,864		1,378,258
Deferred revenue	\$	907,445	\$	876,765
Total current liabilities		6,073,113		5,622,504
Long-term liabilities:				
Deferred revenue, net of current portion		489,959		459,275
Senior convertible promissory note, related party		3,148,712		3,148,509
Total liabilities		9,711,784		9,230,288
Commitments and contingencies (Note 6)				
Stockholders' equity:				
Tecogen Inc. stockholders' equity:				
Common stock, \$0.001 par value; 100,000,000 shares authorized;				
20,043,052 and 19,981,912 issued and outstanding at March 31, 2017				
and December 31, 2016, respectively		20,043		19,982
Additional paid-in capital		37,490,389		37,334,773
Accumulated deficit		(22,798,895)		(22,843,682)
Total stockholders' equity		14,711,537		14,511,073
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	\$	24,423,321	\$	23,741,361
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TECOGEN INC. CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS For the three months ended March 31, 2017 and 2016 (unaudited)

	Three months ended March 31,			
	2017		2016	
Revenues				
Products	\$	2,807,347	\$	2,266,148
Services		4,039,420		2,809,367
Total revenues		6,846,767		5,075,515
Cost of sales				
Products		1,756,849		1,552,716
Services		2,175,245		1,803,455
Total cost of sales		3,932,094		3,356,171
Gross profit		2,914,673		1,719,344
Operating expenses				
General and administrative		2,208,905		1,892,220
Selling		447,452		515,032
Research and development		180,614		218,958
Total operating expenses		2,836,971		2,626,210
Income (loss) from operations		77,702		(906,866)
Other income (expense)				
Interest and other income (expense)		(1,213)		2,891
Interest expense		(31,702)		(42,381)
Total other expense, net		(32,915)		(39,490)
Income (loss) before income taxes		44,787		(946,356)
Consolidated net income (loss)		44,787		(946,356)
Less: Loss attributable to the noncontrolling interest				53,188
Net income (loss) attributable to Tecogen Inc.	\$	44,787	\$	(893,168)
Net income (loss) per share - basic		\$0.00	\$	(0.05)
Net income (loss) per share - diluted		\$0.00	\$	(0.05)
Weighted average shares outstanding - basic		20,037,795		18,478,990
Weighted average shares outstanding - diluted		20,317,142		18,478,990

TECOGEN INC. CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS For the three months ended March 31, 2017 and 2016 (unaudited)

	March 31,		31,
	20	17	2016
CASH FLOWS FROM OPERATING ACTIVITIES:			
Consolidated net income (loss)	\$ 4	14,787 5	\$ (946,35
Adjustments to reconcile net income (loss) to net cash used in operating activities:			
Depreciation and amortization		54,281	65,45
Recovery of inventory reserve		36,000)	14,00
Stock-based compensation	4	18,842	27,24
Non-cash interest expense		203	12,38
Loss on sale of assets		2,909	64
Provision for losses on accounts receivable		—	(6,15
Changes in operating assets and liabilities			
(Increase) decrease in:			
Short term investments		—	(7
Accounts receivable	(47	71,660)	(595,29
Unbilled revenue	(7	77,410)	213,12
Inventory, net	(1,26	65,013)	367,51
Due from related party	(7	75,705)	582,66
Prepaid expenses and other current assets	(19	99,561)	(1,78
Other non-current assets	(6	69,875)	-
Increase (decrease) in:			
Accounts payable	64	14,323	(934,59
Accrued expenses	(22	24,394)	13,10
Deferred revenue	6	51,364	37,02
	(1,55	52,909)	(1,151,11
Net cash used in operating activities			
CASH FLOWS FROM INVESTING ACTIVITIES:			
Purchases of property and equipment		73,330)	(47,37
Purchases of intangible assets	(5	53,608)	(27,95
Net cash used in investing activities	(12	26,938)	(75,33
CASH FLOWS FROM FINANCING ACTIVITIES:			
Payment of stock issuance costs		—	(6,15
Proceeds from the exercise of stock options	10)6,835	_
Net cash provided by financing activities	10)6,835	(6,15
Net increase (decrease) in cash and cash equivalents	(1,57	73,012)	(1,232,59
Cash and cash equivalents, beginning of the period		21,765	5,486,52
Cash and cash equivalents, end of the period			\$ 4,253,93
Supplemental disclosures of cash flows information:	,1	,	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,
Cash paid for interest	\$ 3	31,150 \$	\$ 29,99
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1Q 2017 Earnings





NASDAQ: TGEN

May 11, 2017



Participants

John Hatsopoulos

Co-Chief Executive Officer, Director

Benjamin Locke

Co-Chief Executive Officer

Robert Panora

• President & Chief Operating Officer

David Garrison

Chief Financial Officer

1Q 2017 Earnings Call



This presentation includes forward-looking statements within the meaning of Section 27-A of the Securities Act of 1933, and Section 21-E of the Securities Exchange Act of 1934. Such statements include declarations regarding the intent, belief, or current expectations of the Company and its management. Prospective investors are cautioned that any such forward looking statements are not guarantees of future performance, and involve a number of risks and uncertainties that can materially and adversely affect actual results as identified from time to time in the Company's SEC filings. Forward looking statements provided herein as of a specified date are not hereby reaffirmed or updated.

1Q 2017 Earnings Call



Why Tecogen?

Heat, Power & Cooling that is Cheaper, Cleaner, & More Reliable

CHP Modules	"Unregulate		TECO	CHILL		ns Control iera
Electricity & Hea	at 2-3x Hea	t Efficiency	Cooling & Heat		Ultra-Clean Emissions	
Tecogen's compension	elling ROI propos	sition meets t		s of a divers	se range of	customers.
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		1Q 2017 Ear	rnings Call			4

Tecogen:	1Q 2017 Results:
REVENUE	 Total Revenues: \$6.8M in 1Q17 vs. \$5.1M in 1Q16 & \$7.1M in 4Q16 Products: \$2.8M in 1Q17 vs. \$2.3M in 1Q16 & \$3.2M in 4Q16 Cogeneration sales continued driving Product revenue in 1Q Service: \$4.0M in 1Q17 vs. \$2.8M in 1Q16 & \$3.9M in 4Q16 Growth primarily due to strong sales of 'turnkey lite' solutions
PROFIT & Op. INCOME	 Gross Profit: \$2.9M in 1Q17 vs. \$1.7M in 1Q16 & \$2.7M in 4Q16 Income from Operations: \$78k in 1Q17 vs. \$(907k) loss from operations in 1Q16
MARGIN	 42.6% gross margin in 1Q17 vs. 33.9% in 1Q16 Service margins increased as higher margin value add installation services grew increasing margin. Product margin growth from cost control initiatives.
NET INCOME	\$44,787 in 1Q17 vs \$(893,168) in 1Q16

1Q 2017 Earnings Call



Recent Achievements

Performance

- Increased sales of new Inverde e+ due to technical superiority
- Growing our "Turnkey-Light' business
 proposition

Groundwork for Continued Growth

- · Strengthening our relationship with ESCOs
- Increased sales through TTCogen
- ADG Merger will enable <u>cost savings</u>, <u>better</u> <u>financials</u>, <u>improved performance</u> and <u>steady revenue stream</u> to Tecogen

Emissions Development for Future Growth

- PERC research grant for propane fork truck development work
- Auto Emissions JV making progress
- CA air permit for stationary generators installation proceeding

1Q 2017 Earnings Call













Tecogen Revenue Model & Outlook

- Three revenue streams
 - Product sales
 - Long-term service contracts provide stable ongoing revenue
 - Turnkey Installation through Tecogen service operations
- Maintain Gross Margins near 40%
- Quarterly Backlog >\$10M

 ✓ <u>17th</u> consecutive quarter of Y/Y contracted service revenue growth
 ✓ <u>Highest gross margin</u> since the start of public reporting

Financial Metrics

Revenues, Margins, Growth

	For the Quarter Ended	Y/Y % of Total Growth 2017
	Mar. 31, 2017 Mar. 31, 2016	2017
REVENUE		
Cogeneration	2,296,637 1,417,971	33.5%
Chiller & Heat Pump	510,710 848,176	7.5%
Total Product Revenue	2,807,347 2,266,147	24% 41.0%
Service & Parts	2,361,582 2,002,877	34.5%
Installation Services	1,677,838 965,542	24.5%
Total Service Revenue	4,039,420 2,809,368	44% 59.0%
Total Revenue	<u>\$ 6,846,767</u> <u>\$ 5,075,515</u>	35%
COST OF SALES		
Products	1,756,849 1,552,716	
Services	2,175,245 1,803,455	
Total Cost of Sales	\$ 3,932,094 \$ 3,356,171	64%
Gross Profit	\$ 2,914,673 \$ 1,719,344	70%
Net Income (Loss)	\$ 44,787 \$ (893,168)	
GROSS MARGIN		
Product Gross Margin	37.4% 31.5%	
Service Gross Margin	46.1% 35.8%	
Gross Margin	42.6% 35.8%	

1Q 2017 Earnings Call

Tecogen = J

Consistent Financial Progress





Opportunities & Outlook

a growing company in a growing industry



1Q 2017 Earnings Call



1Q 2017 Earnings Call



Contact Information



Company Information

Tecogen Inc. 45 First Avenue Waltham, MA 02451

www.tecogen.com

Contact

John Hatsopoulos, Co-CEO 781.622.1122 John.Hatsopoulos@tecogen.com

1Q 2017 Earnings Call