

Parametric Sound Corp  
Form 8-K  
May 12, 2014

**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: May 12, 2014**

**(Date of earliest event reported)**

**Parametric Sound Corporation**

**(Exact name of registrant as specified in its charter)**

**Nevada**  
**(State or other jurisdiction**  
  
**of incorporation)**

**001-35465**  
**(Commission**  
  
**File Number)**

**27-2767540**  
**(IRS Employer**  
  
**Identification Number)**

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**100 Summit Lake Drive, Suite 100**

**Valhalla, New York**

**(Address of principal executive offices)**

**888-477-2150**

**(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))

**Item 2.02 Results of Operations and Financial Condition**

On May 12, 2014, Parametric Sound Corporation (the Company) issued a press release announcing its financial results for its first quarter ended March 31, 2014. A copy of that press release and the attached financial schedules are attached as Exhibit 99.1 to this report and incorporated herein by reference.

The information in this report (including Exhibit 99.1) is being furnished pursuant to Item 2.02 and shall not be deemed to be filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the Exchange Act), or otherwise subject to the liabilities of that section, nor shall it be deemed to be incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act.

**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

(b) Kenneth F. Potashner, a member of the Board of Directors (the Board) of the Company, resigned from the Board effective May 12, 2014. Mr. Potashner's resignation did not involve any disagreement with the Company. A copy of the Company's press release announcing Mr. Potashner's resignation is attached as Exhibit 99.2.

**Item 9.01. Financial Statements and Exhibits**

**(d) Exhibits**

99.1 Press release dated May 12, 2014, announcing financial results for the first quarter ended March 31, 2014.

99.2 Press release dated May 12, 2014, announcing the resignation of Kenneth F. Potashner.

**SIGNATURE**

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: May 12, 2014

**PARAMETRIC SOUND CORPORATION**

By: /s/ Juergen Stark  
Juergen Stark

Chief Executive Officer and President

**Exhibit Index**

| <b>Exhibit<br/>No.</b> | <b>Description</b>   |
|------------------------|--|
| 99.1                   | Press release dated May 12, 2014, announcing financial results for the first quarter ended March 31, 2014. |
| 99.2                   | Press release dated May 12, 2014, announcing the resignation of Kenneth F. Potashner.                      |