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

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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): February 15, 2012

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

Nevada  
(State or Other Jurisdiction of  
Incorporation)

000-54020  
(Commission  
File Number)

27-2767540  
(I.R.S. Employer  
Identification No.)

**1941 Ramrod Avenue, Suite #100**  
**Henderson, Nevada 89014**  
(Address of Principal Executive Offices)

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**888-477-2150**  
(Registrant's telephone number, including area code)

N/A  
(Former name or former address, if changed since last report.)

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 240.14.a-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))
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**Item 5.07. Submission of Matters to a Vote of Security Holders.**

(a) On February 15, 2012, Parametric Sound Corporation (the “Company”) held its annual meeting of stockholders.

1. The following members were elected to the Board of Directors to serve until the next Annual Meeting of Stockholders and until their successors are elected and have qualified:

<u>Name</u>	<u>For</u>	<u>Against or Withheld</u>	<u>Broker Non-Votes</u>
Elwood G. Norris	13,103,195	208,330	5,762,055
Robert M. Kaplan, Ph.D.	13,221,527	89,998	5,762,055
Seth Putterman, Ph.D.	13,223,977	87,548	5,762,055
Kenneth F. Potashner	12,718,713	592,812	5,762,055

2. The stockholders approved an amendment to the Company’s Articles of Incorporation to effect a reverse stock split at a ratio of between 1 for 2 and 1 for 10, as determined by the Company’s Board of Directors, at any time before September 30, 2012. The results of the voting were as follows:

<u>For</u>	<u>Against</u>	<u>Abstain</u>
18,417,741	622,383	33,456

3. The stockholders approved the 2012 Stock Option Plan of the Company. The results of the voting were as follows:

<u>For</u>	<u>Against</u>	<u>Abstain</u>	<u>Broker Non-Votes</u>
12,187,631	1,068,234	55,660	5,762,055

4. The stockholders ratified the selection of Squar, Milner, Peterson, Miranda & Williamson, LLP as its independent registered public accounting firm for the fiscal year ending September 30, 2012. The results of the voting were as follows:

<u>For</u>	<u>Against</u>	<u>Abstain</u>
18,989,593	39,139	44,848

**Item 7.01. Regulation FD Disclosure.**

At the Annual Meeting of Stockholders held on February 15, 2012, the Company made a presentation which included certain non-public information. A copy of this presentation is furnished as Exhibit 99.1 to this Form 8-K and is incorporated herein by reference. The information contained in the presentation and under this Item 7.01 shall not be deemed to be “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, or otherwise subject to the liability provisions of that section.

**9.01. Financial Statements and Exhibits.**

(d) Exhibits.

99.1 Annual Meeting Presentation

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## 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.

Date: February 15, 2012

Parametric Sound Corporation

By: /s/ James A. Barnes

James A. Barnes

Chief Financial Officer, Treasurer and Secretary



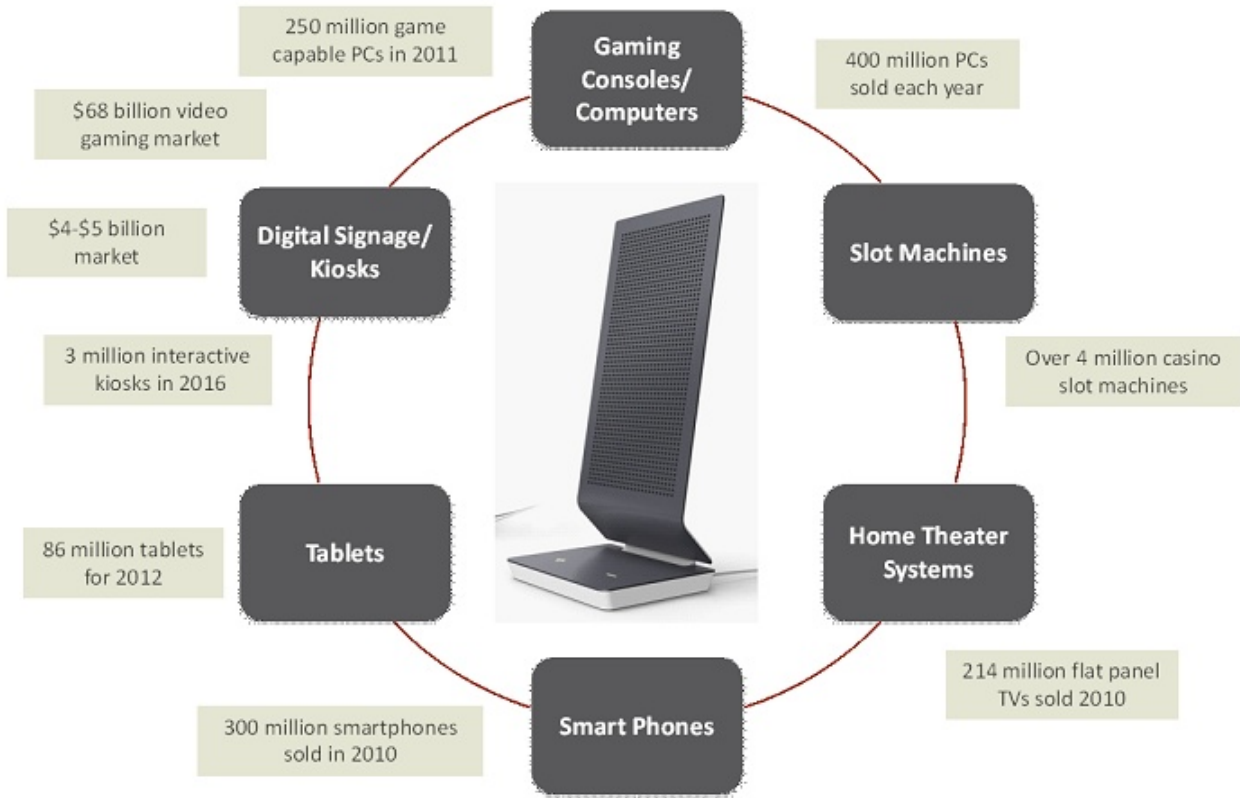
All statements made in this document, other than statements of historical fact, are forward-looking statements within the meaning of Section 21E of the Securities Exchange Act. You should not place undue reliance on these statements. We base these statements on particular assumptions that we have made in light of our industry experience, the stage of product and market development, expected future developments and other factors that we believe are appropriate under the circumstances. These forward-looking statements are based on the then-current expectations, beliefs, assumptions, estimates and forecasts about the businesses of the Company and the industries and markets in which the Company will operate. Actual outcomes and results may differ materially from what is expressed or implied by the forward-looking statements. Projections and financial illustrations are based on factors and assumptions subject to significant uncertainty and should not be relied on as guidance as to future results and are subject to significant risk. The Company disclaims any intent or obligation to update these or any forward-looking statements, except as otherwise specifically stated by it.



- Parametric Sound incorporated June 2010 as a subsidiary of Nasdaq LRAD Corporation founded by CEO Elwood Norris
- Tax free Spin-Off completed in September 2010 (OTC:PAMT)
- Institutional and management financial backing funded spin-off and product introduction
- Corporate office in Nevada – Research Lab and Production Facility in San Diego

- HyperSound – Sound creation along a directional ultrasonic beam
- Ultrathin form factor – Matches trend and need in display technologies
- Emitter technology – beams audio like a laser and immerses the listener in sound
- Ability to focus sound into a beam – key to commercial applications for video gaming, mobile devices, tablets, computers, digital signage, kiosks and slot machines
- Generates a clear, distinct and robust 3D sound image from stereo content using 2 ultrathin emitters
- Strong IP

# Add Value To Large Markets





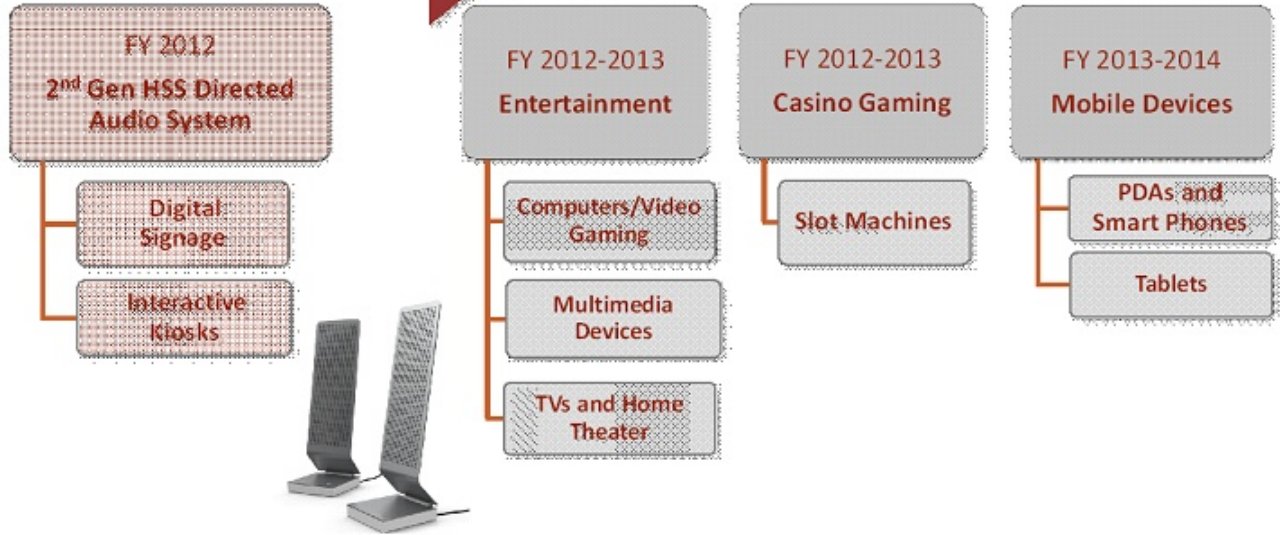
- **Marketing Strategy**
  - Demonstrate technology in easy to access markets
- **Prototype Development and Licensing Strategy**
  - Leverage prototypes to create development partnerships
  - License and support key OEMs and VARs
- **Manufacturing Strategy**
  - Established in house low volume manufacturing
  - High volume manufacturing will be established by our strategic partners

# Growth Plan



## Product Sales – Integrators & Partners

## IP Strategy – Partner and License





Through a wholly owned subsidiary, Via Licensing Corporation, Dolby administers joint patent licensing programs, or patent pools, on behalf of third party patent owners. Some of the patent pools also include Dolby patents.

## BUSINESS STRATEGY

Early on, Dolby decided the company would generate revenue by licensing technologies to original equipment manufacturers (“OEM”) of consumer entertainment products and software vendors.

## IP STRATEGY

Licensing revenue constitutes the majority of Dolby’s total revenue.

	2009	2010	2011
Licensing Revenue	\$597M	\$710M	\$793M
% of Total Revenue	83%	77%	83%

## FINANCIAL SUMMARY

Market Cap:	\$3.37 B	Total Rev (FY’11):	\$955M
Ave Vol (3 m):	\$876M	Gross Profit (FY’11):	\$844M
52 wk Range:	\$25.70-\$68.88	Gross Profit %	88.4%



Universal Display Corporation is a world leader in the development of state-of-the-art OLED technology for use in flat panel displays, lighting and organic electronics.

## BUSINESS STRATEGY

**Technology Licensing** – Universal Display’s primary business strategy is technology licensing. With over 1000 issued and pending patents worldwide, the goal is to enable OLED manufacturers to produce high-performance products with enhanced product features and competitive advantage using a broad portfolio of OLED technologies.

## IP STRATEGY

Licensing revenue constitutes the majority of Universal Display revenue.

## FINANCIAL SUMMARY

Market Cap:	\$2.12 B	52 wk Range:	\$22.73 - \$63.58
Total Rev (FY'11):	\$53.4M	2012 Est. P/E:	56

- Limited competition in directional sound space
  - Panphonics (Sound Shower – Traditional Speaker)
  - Holosonic Research Labs (Audio Spotlight)
  - Brown Innovations (Sound Domes)
- Economical technology for vast consumer markets
- Other companies tried commercialize this technology but they failed
- Sound quality and high manufacturing cost prevented entry to market



- Pioneered directed audio
- Clear technology leader
- 20 U.S. patents, 2 foreign and 5 pending along with related PCT filings
- Additional patent filings targeted for 2012
- Fundamental IP makes “knock-offs” difficult
- Strong IP supports licensing for volume markets
- Recent IP development –
  - New patented technology implemented creating consumer quality sound
  - Simplified economical electronic design implemented
  - New emitter technology enables ultrathin and economical emitters

# Development Roadmap



Markets	Current HHS-3000 Product	Emitter Form Factor & Industrial Design	Electronics Reduction/ Emitter & Industrial Design	Custom Chip/ Modified Emitter Design
Digital Signage & Kiosks	X			
Mass Kiosk Mkt/Slot Machines/POS		X		
Personal Computers/ Video Gaming			X	
Multimedia/TVs/ Home Theater			X	
Mobile Devices				X
Movies and Cinema			X	X

- **Kenneth Potashner – Board Member (12/2011) and Executive Chairman Designee**
  - Experienced technology executive engaged to design and execute revenue strategy
  - Establishing a network of advisors to execute production and licensing strategy
- **Syzygy Licensing 5% royalty converted into common stock to align interests of management and stockholders**
- **January 2012 New Generation of HyperSound Technology Announced**
  - Enhanced product offering in digital signage/kiosk space
  - Created foundation for expansion into consumer multimedia markets



## ■ Management

- Executive Chairman Designee – Kenneth Potashner
- CEO, President and Founder – Elwood G. Norris
- CFO, Treasurer, Secretary and Founder – James A. Barnes

## ■ Independent Directors

- Dr. Seth Putterman – UCLA Professor of Physics
- Dr. Robert Kaplan – Extensive financial experience
- TBD

- Elwood Norris – President and CEO is original inventor of HyperSound technology (now HyperSound for consumer markets)
- Winner of the 2005 Lemelson-MIT \$500,000 prize for revolutionizing acoustics
- Norris has been inventing for more than 30 years
  - 46 patents granted; other pending patents
  - Popular Science – 2002 Grand Award
- **Record of successful inventions**
  - Earphone technology later evolved into the JABRA headsets
  - Doppler tool evolved into the sonogram
  - Patriot's GPR resulted in major chip innovations/licensing
  - e.Digital's flash memory technology now used in cameras and computers worldwide/ licensing major consumer product companies

- Kenneth Potashner – Executive Chairman Designee
- Extensive executive and BOD level experience leading high growth, high technology global organizations
- Chairman of Board
  - Newport Corporation (Present) – An industry leader in the photonics sector with 2011 revenues projected to exceed \$500M
  - eBridge (Present)
  - Maxwell Technologies from (1996 to 2003)
  - Sonic Blue, Inc. (2003 to 2004)
- BOD
  - Bump.com
  - Zurple
  - Lumedyne
  - One Stop Systems



- **Parametric Sound is pioneering industry leader**
  - Mission is to dominate a fundamental new way of producing sound across commercial and consumer markets worldwide
- **Exceptionally strong IP – a disruptive technology**
  - Like lasers changed how light is used – HyperSound changes how sound is used
  - Broad range of product applications
  - Large growing worldwide markets
- **Experienced executive management**
- **Attractive, transformative opportunity for several key markets**
- **Limited competition – strong barriers to entry**

The advertisement features a silver, rectangular speaker on the left side. From the speaker, several golden, wavy lines representing sound waves extend across the frame. The background is a gradient of vertical lines, transitioning from blue on the left to red on the right. The overall design is sleek and modern.

| Parametric Sound Corporation |  
(888) HSS-2150    [www.parametricsound.com](http://www.parametricsound.com)

**PARAMETRIC SOUND**  
CORPORATION

