

ANDREA ELECTRONICS CORP
Form 8-K
August 17, 2017

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): August 16, 2017

ANDREA ELECTRONICS CORPORATION
(Exact name of registrant as specified in its charter)

| | | |
|---|-----------------------------|--------------------------------------|
| <u>New York</u> | <u>1-4324</u> | <u>11-0482020</u> |
| (State or other Jurisdiction of incorporation or organization) | (Commission File Number) | (IRS Employer Identification No.) |

620 Johnson Avenue Suite 1-B, Bohemia, New York 11716
(Address of principal executive offices)

(631) 719-1800
(Registrant's telephone number, including area code)

Not Applicable
(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 240.14a-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

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.

Item 1.01 Entry Into a Definitive Material Agreement.

On August 16, 2017, Andrea Electronics Corporation (the Company) entered into a Settlement Agreement with Samsung Electronics Co., Ltd. and Samsung Electronics America, Inc. (together, Samsung). Under the Settlement Agreement the Company settled outstanding litigation between the Company and Samsung including *Andrea Electronics Corporation v. Samsung Electronics Co., Ltd. and Samsung Electronics America, Inc.*, Civ. Action No. 2:16-cv-05217, pending in the Eastern District of New York and *Certain Audio Processing Hardware and Software and Products Containing the Same*, Inv. No. 337-TA-1026, pending at the International Trade Commission. In addition, the Company and Samsung entered into a Patent License Agreement.

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 hereunto duly authorized.

ANDREA ELECTRONICS CORPORATION

Dated: August 17, 2017

By:

/s/ Corisa L. Guiffre

Corisa L. Guiffre

Vice President and Chief Financial Officer
