

Resonant Inc
Form 8-K
January 29, 2019

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): January 24, 2019

RESONANT INC.

(Exact Name of Registrant as Specified in Charter)

Delaware 001-36467 45-4320930

(State or Other Jurisdiction of Incorporation) (Commission File Number) (IRS Employer Identification No.)

175 Cremona Drive, Suite 200

Goleta, California 93117

(Address of Principal Executive Offices) (Zip Code)

(805) 308-9803

(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 (see General Instruction A.2. below):

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

On January 24, 2019, the Compensation Committee (the “Compensation Committee”) of the Board of Directors of Resonant Inc. unanimously approved increases in the annual base salary payable to Martin McDermut, our Chief Financial Officer, and Robert Hammond, our Chief Technology Officer and a “named executive officer” of Resonant, in the amounts set forth opposite their names below. Such increases will take effect as of February 1, 2019.

Executive	Old Annual Base Salary	New Annual Base Salary
Martin McDermut	\$295,000	\$297,041
Robert Hammond	\$263,961	\$272,553

The Compensation Committee awarded restricted stock units (“RSUs”) under the Resonant Inc. Amended and Restated 2014 Omnibus Incentive Plan to George Holmes, our Chief Executive Officer, Martin McDermut, our Chief Financial Officer, and Robert Hammond, our Chief Technology Officer and a “named executive officer” of Resonant, in the amounts set forth opposite their names below. Such RSUs will vest in four equal annual installments on December 1, 2019, 2020, 2021 and 2022, provided the recipient remains employed with us until the vesting date.

Executive	Number of RSUs
George Holmes	96,053
Martin McDermut	7,674
Robert Hammond	32,300

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.

Date: January 29, 2019 Resonant Inc.

By: /s/ Martin S. McDermut
 Martin S. McDermut
 Chief Financial Officer