

SONIC FOUNDRY INC  
Form 8-K  
February 12, 2019

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 OR 15(d) of the Securities Exchange Act of 1934

February 11, 2019 (February 5, 2019)  
Date of Report (Date of earliest event reported)

Sonic Foundry, Inc.  
(Exact name of registrant as specified in its charter)

Maryland                      000-30407      39-1783372  
(State or other jurisdiction (Commission (IRS Employer  
of incorporation)              File Number) Identification No.)

222 W. Washington Ave                      (608) 443-1600  
Madison, WI 53703                              (Registrant's telephone number)  
(Address of principal executive offices)

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 1.01 Entry into a Material Definitive Agreement.

Following the approval of the Board of Directors, with Mr. Burish abstaining, the Company and Mark Burish entered into a Promissory Note (the "Promissory Note") pursuant to which Mr. Burish purchased a 9.25% Promissory Note for \$1,000,000 in cash. The outstanding principal balance of the promissory note, plus any unpaid accrued interest shall be due and payable on January 31, 2020 or the following business day.

The note was effective upon receipt of funds on February 5, 2019.

The foregoing description of the Promissory Note does not purport to be complete and is subject to, and qualified in its entirety by the full text of the Promissory Note which is incorporated by reference into this Item 1.01 by reference to Exhibit 10.1 to this report.

Item 2.03 Creation of a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement of the Registrant.

Item 1.01 is hereby incorporated by reference.

Item 9.01 Financial Statements and Exhibits.

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(a) Exhibits

10.1 Promissory Note between the Company and Mark Burish, dated January 31, 2019.

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EXHIBIT LIST

| NUMBER | DESCRIPTION |
|--------|-------------|
|--------|-------------|

|      |   |
|------|---|
| 10.1 | <u>Promissory Note between the Company and Mark Burish, dated January 31, 2019.</u> |
|------|---|

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 thereunto duly authorized.

Sonic Foundry, Inc.  
(Registrant)

February 11, 2019

By: /s/ Kenneth A. Minor  
By: Kenneth A. Minor  
Title: Chief Financial Officer