

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 26, 2023 (January 24, 2023)**

ClearOne, Inc.

(Exact name of registrant as specified in its charter)

Delaware

001-33660

87-0398877

(State or Other Jurisdiction of Incorporation)

(Commission File Number)

(I.R.S. Employer Identification No.)

5225 Wiley Post Way, Suite 500, Salt Lake City, Utah

84116

(Address of principal executive offices)

(Zip Code)

+1 (801) 975-7200

(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 communication pursuant to Rule 13e-4© under the Exchange Act (17 CFR 240.13e-4©)

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.

Securities Registered Pursuant to Section 12(b) of the Act:

Title of each class
Common Stock, \$0.001

Trading Symbol(s)
CLRO

Name of each exchange on which registered
The NASDAQ Capital Market

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

On January 26, 2023, ClearOne, Inc., a Delaware corporation (the “Company”), announced that the Company’s Board of Directors (the “Board”) had appointed Derek Graham as the Company’s Chief Executive Officer effective as of January 24, 2023. Mr. Graham had previously been appointed Interim Chief Executive Officer on May 24, 2022. Prior to that, Mr. Graham served as the Company’s Senior Vice President of Research & Development. Mr. Graham, age 55, has been an employee of the Company since 2003 and has overseen the development and introduction of multiple generations of Company products and has authored patents for the Company. There is no arrangement between Mr. Graham and any other persons in connection with Mr. Graham’s appointment as Chief Executive Officer, and Mr. Graham has no family relationship with any director or executive officer of the Company. Mr. Graham has no direct or indirect material interest in any transaction with the Company that is reportable under Item 404(a) of Regulation S-K, nor have any such transactions been proposed.

Item 7.01 **Regulation FD.**

In connection with Mr. Graham’s appointment as Chief Executive Officer as described under Item 5.02 above, the Company issued a press release on January 26, 2023 that is furnished herewith as Exhibit 99.1.

Item 9.01 **Financial Statements and Exhibits.**

(d) Exhibits

Exhibit Number	Exhibit Title
99.1	Press Release of ClearOne, Inc. dated January 26, 2023.
104.1	The cover page from this Current Report on Form 8-K, formatted in Inline XBRL.

The information included in this Current Report on Form 8-K under Item 7.01 (including Exhibit 99.1 hereto) is being furnished under Item 7.01, “Regulation FD” and Item 9.01 “Financial Statements and Exhibits” of Form 8-K. As such, the information under Item 7.01 (including Exhibit 99.1 hereto) herein shall not be deemed to be “filed” for the 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 incorporated by reference into a filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing. The information disclosed under Item 7.01 of this Current Report (including Exhibit 99.2 hereto) will not be deemed an admission as to the materiality of any information required to be disclosed solely to satisfy the requirements of Regulation FD.

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.

CLEARONE, INC.

Date: January 26, 2023

By: */s/ Narsi Narayanan*

Narsi Narayanan

Chief Financial Officer (Principal Accounting and Principal Financial Officer)

ClearOne announces the appointment of Derek Graham as Permanent CEO

SALT LAKE CITY, January 26, 2023 (BUSINESSWIRE) -- ClearOne (Nasdaq: CLRO), today announced that its Board of Directors has appointed Derek Graham as Chief Executive Officer (CEO), effective January 24, 2023.

Derek Graham was appointed to the role of interim CEO in May 2022. Eric Robinson, Chairman of the Board of Directors said, "Derek Graham has provided strong and decisive leadership in the last few months and navigated the company through a particularly challenging time. I am confident that Derek will continue to guide ClearOne through the next phase of growth. The Board and I are delighted to appoint Derek as ClearOne's CEO."

Derek Graham joined ClearOne in 2003 as a Lead Engineer and rose through the ranks. He has overseen the development and introduction of multiple generations of professionally installed audio and video conferencing, video streaming, wireless microphone, digital signage, and camera products. Derek Graham has authored 13 patents including many patents that are critical to ClearOne's success.

"I am very grateful for this opportunity and thank the Board of Directors for expressing faith in my abilities to steer ClearOne to the next level. ClearOne is a truly unique and talented organization with a proud history of pioneering product innovation. I look forward to continuing my work with this amazing team to deliver great results to our investors, channel partners, end users, and other stakeholders," noted Mr. Graham.

About ClearOne

ClearOne is a global market leader enabling conferencing, collaboration, and network streaming solutions. The performance and simplicity of its advanced, comprehensive solutions offer unprecedented levels of functionality, reliability, and scalability. Visit ClearOne at www.clearone.com.

Forward Looking Statements

This release contains "forward-looking" statements that are based on present circumstances and on ClearOne's predictions with respect to events that have not occurred, that may not occur, or that may occur with different consequences and timing than those now assumed or anticipated. Such forward-looking statements and any statements of the plans and objectives of management for future operations and forecasts of future growth and value and the possible outcomes of litigation, are not guarantees of future performance or results and involve risks and uncertainties that could cause actual events or results to differ materially from the events or results described in the forward-looking statements. Such forward-looking statements are made only as of the date of this release and ClearOne assumes no obligation to update forward-looking statements to reflect subsequent events or circumstances. Readers should not place undue reliance on these forward-looking statements. The information in this press release should be read in conjunction with the Company's public filings with the SEC, including without limitation, its annual reports on form 10-K and quarterly reports on form 10-Q.

Contact

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SOURCE: ClearOne, Inc.