

Parametric Sound Corp  
Form 8-K  
November 12, 2013

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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): November 12, 2013

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

|   |  |   |
|---|--|---|
| Nevada<br>(State or Other Jurisdiction of<br>Incorporation) | 000-54020<br>(Commission<br>File Number) | 27-2767540<br>(I.R.S. Employer<br>Identification No.) |
|---|--|---|

13771 Danielson Street, Suite L  
Poway, California 92064  
(Address of Principal Executive Offices)

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

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)

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Pre-commencement  
communications  
pursuant to Rule  
14d-2(b) under the  
Exchange Act (17  
CFR 240.14d-2(b))

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Pre-commencement  
communications  
pursuant to Rule  
13e-4(c) under the  
Exchange Act (17  
CFR 240.13e-4(c))

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Explanatory Note: The registrant is filing this Current Report on Form 8-K solely to file updated consents, as shown under Item 9.01(d) below, with respect to the audited consolidated financial statements of VTB Holdings, Inc. and related audit reports that were included in the preliminary proxy statement filed by the registrant with the SEC on November 4, 2013.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits

| Exhibit No. | Description                        |
|-------------|------------------------------------|
| 99.1        | Consent of BDO USA, LLP            |
| 99.2        | Consent of Freed Maxick CPAs, P.C. |

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: November 12, 2013

Parametric Sound Corporation

By: /s/ James A. Barnes  
James A. Barnes  
Chief Financial Officer, Treasurer and  
Secretary