

Prism Technologies Group, Inc.
Form 8-K
October 26, 2015

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): October 22, 2015

Prism Technologies Group, Inc.

(Exact name of registrant as specified in its charter)

Delaware

0-26083

94-3220749

(State or Other Jurisdiction (Commission

**(I.R.S.
Employer**

of Incorporation)	File Number)	Identification No.)
	101 Parkshore Dr., Suite 100	
	Folsom, California 95630	
	(Address of principal executive offices including zip code)	
	(916) 932-2860	
	(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 240.14a-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 8.01. Other Events.

Pursuant to resolutions adopted by the Board of Directors of Prism Technologies Group, Inc. ("Prism Group"), the 2015 annual meeting of stockholders will be held on December 18, 2015, at 9:00 am local time, at 101 Parkshore Dr., Folsom CA 95630 for the following purposes:

1. To elect one Class I director to hold office for a three year term and until his successor is elected and qualified;
2. To hold an advisory vote on executive compensation;
3. To consider and ratify the appointment of Ernst & Young LLP as Prism Group's independent registered public accounting firm for the year ending December 31, 2015; and
4. To transact such other business as may properly be considered at the annual meeting.

Stockholders of record at the close of business on October 23, 2015 are entitled to notice of, and to vote at, this meeting and any adjournment or postponement.

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.

Prism Technologies Group, Inc.

Date: October 24, 2015

By: /s/ L. Eric Loewe
Name: L. Eric Loewe
Title: Senior Vice President, General
Counsel and Secretary