

Edgar Filing: Parametric Sound Corp - Form SC 13G

Parametric Sound Corp  
Form SC 13G  
November 26, 2013

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13G  
Under the Securities Exchange Act of 1934  
(Amendment No.   )\*

PARAMETRIC SOUND CORPORATION  
(Name of Issuer)

Common Stock, par value \$0.001 per share  
(Title of Class of Securities)

699172201  
(CUSIP Number)

November 19, 2013  
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this  
Schedule is filed:

[Y]  
Rule 13d-1(b)

[ ]  
Rule 13d-1(c)

[ ]  
Rule 13d-1(d)

\* The remainder of this cover page shall be filled out for a reporting  
persons initial filing on this form with respect to the subject class  
of securities, and for any subsequent amendment containing information  
which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not  
be deemed to be filed for the purpose of Section 18 of the  
Securities Exchange Act of 1934 (Act) or otherwise subject to the  
liabilities of that section of the Act but shall be subject to  
all other provisions of the Act (however, see the Notes).

1

NAME OF REPORTING PERSONS

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I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS  
(ENTITIES ONLY)  
IceRose Capital Management LLC

2

CHECK THE APPROPRIATE BOX IF A MEMBER OF A  
GROUP

(a)   
(b)

3

SEC USE ONLY

4

CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:

5

SOLE VOTING POWER  
362,496

6

SHARED VOTING POWER

7

SOLE DISPOSITIVE POWER  
362,496

8

SHARED DISPOSITIVE POWER

9

AGGREGATE AMOUNT BENEFICIALLY OWNED BY  
EACH REPORTING PERSON

362,496

10

CHECK BOX IF THE AGGREGATE AMOUNT IN  
ROW 9 EXCLUDES CERTAIN SHARES

11

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PERCENT OF CLASS REPRESENTED BY AMOUNT IN  
ROW 9

5.034%

12

TYPE OF REPORTING PERSON

IA

Item 1(a).

Name of Issuer:

Parametric Sound Corporation

Item 1(b).

Address of Issuers Principal Executive Offices:

13771 Danielson Street, Suite L  
Poway, California

Item 2(a).

Name of Person Filing:

IceRose Capital Management, LLC

Item 2(b).

Address of Principal Business Office or, if None, Residence:

183 Madison Ave., Suite 1416

New York NY 10016

Item 2(c).

Citizenship:

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U.S.

Item 2(d).

Title of Class of Securities:

Common Stock, par value \$0.001

Item 2(e).

CUSIP Number:

699172201

Item 3.

If This Statement is Filed Pursuant to Sec. 240.13d-1(b),  
or 240.13d-2(b) or (c), Check Whether the Person Filing is a:

(a)

Broker or dealer registered under Section 15 of the Act (15 U.S.C. 78o).

(b)

Bank as defined in Section 3(a)(6) of the Act (15 U.S.C. 78c).

(c)

Insurance company as defined in Section 3(a)(19) of the Act (15 U.S.C. 78c).

(d)

Investment company registered under Section 8 of the  
Investment Company Act of 1940 (15 U.S.C. 80a-8).

(e)

Yes, IceRose Capital Management LLC is

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An investment adviser in accordance with ?240.13d-1(b) (1) (ii) (E);

(f)

An employee benefit plan or endowment fund in accordance with Sec.240.13d-1(b) (1) (ii) (F);

(g)

A parent holding company or control person in accordance with Sec. 240.13d-1(b) (ii) (G);

(h)

A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C.1813);

(i)

A church plan that is excluded from the definition of an investment company under Section 3(c) (14) of the Investment Company Act (15 U.S.C. 80a-3);

(j)

Group, in accordance with ?240.13d-1(b) (1) (ii) (J) .

Item 4.  
Ownership.

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

(a)

Amount beneficially owned:

362,496

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(b)  
Percent of class:

5.034%

(c)  
Number of shares as to which such person has:

(i)  
Sole power to vote or to direct the vote

362,496

(ii)  
Shared power to vote or to direct the vote

(iii)  
Sole power to dispose or to direct the disposition of

362,496

(iv)  
Shared power to dispose or to direct the disposition of

Item 5.  
Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [ ]

Item 6.  
Ownership of More than Five Percent on Behalf of Another Person.

Item 7.  
Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.

Item 8.  
Identification and Classification of Members of the Group.

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Item 9.  
Notice of Dissolution of Group.

Item 10.  
Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date:  
November 25,  
2013

Signature:  
/s/ Adam Kahn

Name: Adam  
Kahn

Title: CEO and  
CIO