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

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**SCHEDULE 14A**

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Proxy Statement Pursuant to Section 14(a)  
of the Securities Exchange Act of 1934

Filed by the Registrant   
Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material under §240.14a-12

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**AKOUSTIS TECHNOLOGIES, INC.**

(Name of Registrant as Specified In Its Charter)

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(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check in the appropriate box):

- No fee required.
- Fee paid previously with preliminary materials.
- Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a-6(i)(1) and 0-11.
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AKOUSTIS TECHNOLOGIES, INC.  
9805 NORTHCROSS CENTER COURT  
SUITE A  
HUNTERSVILLE, NC 28078

# Your **Vote** Counts!

**AKOUSTIS TECHNOLOGIES, INC.**

2022 Annual Meeting  
Vote by November 9, 2022  
11:59 PM ET



D91280-P80215

## You invested in AKOUSTIS TECHNOLOGIES, INC. and it's time to vote!

You have the right to vote on proposals being presented at the Annual Meeting. **This is an important notice regarding the availability of proxy material for the stockholder meeting to be held on November 10, 2022.**

### Get informed before you vote

View the Notice and Proxy Statement and Annual Report on Form 10-K online OR you can receive a free paper or email copy of the material(s) by requesting prior to October 27, 2022. If you would like to request a copy of the material(s) for this and/or future stockholder meetings, you may (1) visit [www.ProxyVote.com](http://www.ProxyVote.com), (2) call 1-800-579-1639 or (3) send an email to [sendmaterial@proxyvote.com](mailto:sendmaterial@proxyvote.com). If sending an email, please include your control number (indicated below) in the subject line. Unless requested, you will not otherwise receive a paper or email copy.



For complete information and to vote, visit [www.ProxyVote.com](http://www.ProxyVote.com)

Control #

#### Smartphone users

Point your camera here and  
vote without entering a  
control number



#### Vote in Person at the Meeting\*

November 10, 2022  
10:00 AM EST

The Offices of K&L Gates LLP  
300 South Tryon Street, Suite 1000  
Charlotte, NC 28202

\*Please check the meeting materials for any special requirements for meeting attendance. At the meeting, you will need to request a ballot to vote these shares.

## THIS IS NOT A VOTABLE BALLOT

This is an overview of the proposals being presented at the upcoming stockholder meeting. Please follow the instructions on the reverse side to vote these important matters.

Voting Items	Board Recommends
1. Election of Directors <b>Nominees:</b> 01) Steven P. DenBaars      04) Jeffrey K. McMahon      07) Jeffrey B. Shealy 02) Arthur E. Geiss        05) Jerry D. Neal 03) J. Michael McGuire    06) Suzanne B. Rudy	 For
2. Proposal to approve, on a non-binding, advisory basis, the compensation paid to our named executive officers.	 For
3. Proposal to approve, as required by Nasdaq Marketplace Rule 5635(d), the potential issuance of shares of the Company's common stock in respect of the Company's 6.0% Convertible Senior Notes due 2027 (the "2027 Notes") exceeding 19.99% of the number of shares of common stock outstanding at the time of the issuance of the 2027 Notes, including upon the conversion of the 2027 Notes, upon payment of interest thereon, and upon certain make-whole payments.	 For
4. Proposal to approve an amendment to the Company's 2018 Stock Incentive Plan to increase the number of shares reserved for issuance thereunder from 6,000,000 to 12,000,000 shares.	 For
5. Proposal to approve an amendment to the Company's Certificate of Incorporation increasing the number of authorized shares of common stock from 100,000,000 to 125,000,000 shares.	 For
6. Proposal to approve an amendment to the Company's Certificate of Incorporation to update the exculpation provision to limit the liability of certain officers of the Company as permitted by recent amendments to Delaware law.	 For
7. Proposal to ratify the appointment of Marcum LLP as the Company's independent registered public accounting firm for the fiscal year ending June 30, 2023.	 For
<b>NOTE:</b> Such other business as may properly come before the meeting or any adjournment thereof.	

Prefer to receive an email instead? While voting on [www.ProxyVote.com](http://www.ProxyVote.com), be sure to click "Sign up for E-delivery".