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

SCHEDULE 14A

Proxy Statement P	ursuant to	Section	14(a)
of the Securities	Exchange	Act of 1	934

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))

X

Definitive Proxy Statement

Definitive Additional Materials

□ Soliciting Material under §240.14a-12

AKOUSTIS TECHNOLOGIES, INC.

(Name of Registrant as Specified In Its Charter)

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

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

☑ No fee required.

 \Box 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.



Your Vote Counts!

AKOUSTIS TECHNOLOGIES, INC.

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



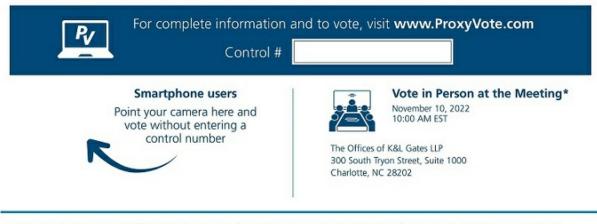
D91280-P80215

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, (2) call 1-800-579-1639 or (3) send an email to 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.



*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.

V1.1

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.

Vot	ting Items	Board Recommend	
1.	Election of Directors Nominees: 01) Steven P. DenBaars 02) Arthur E. Geiss 03) J. Michael McGuire 06) Suzanne B. Rudy 07) Jeffrey B. Shealy 07) Jeffrey B	Ser 60	
2.	Proposal to approve, on a non-binding, advisory basis, the compensation paid to our named executive officers.		
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.		
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.		
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. 		
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.		
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.	S For	
	TE: 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, be sure to click "Sign up for E-delivery".

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