#### FORM D

Notice of Exempt Offering of Securities

#### onening of occurraco

1 lecuar's Identity

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

OMB APPROVAL
OMB Number: 3235-0076
Expires: August 31, 2015
Estimated Average burden hours per response: 4.0

Previous Name(s) 🔽 None	Entity Type
Danlax, Corp.	Corporation
DANLAX, CORP.	C Limited Partnership
	C Limited Liability Company
_	General Partnership
	C Business Trust
ion	C Other
2013	
	Danlax, Corp. DANLAX, CORP.

• Yet to Be Formed

# 2. Principal Place of Business and Contact Information

Name of Issuer			
Akoustis Technologies, Inc.			
Street Address 1		Street Address 2	
9805 NORTHCROSS CENTER	COURT	SUITE H	
City	State/Province/Country	y ZIP/Postal Code	Phone No. of Issuer
HUNTERSVILLE	NORTH CAROLINA	28078	704-997-5735

# 3. Related Persons

Last Name	First Name		Middle Name	
Shealy	Jeffrey		B.	
Street Address 1		Street Address	\$ 2	
c/o Akoustis Technologie	es, Inc.,	9805 Northc	ross Center Court Suite H	
City	State/Province	/Country	ZIP/Postal Code	
Huntersville	NORTH CA	ROLINA	28078	
Relationship:	Executive Officer	Director	Promoter	
Clarification of Response (if	Necessary)			
Chief Executive Officer, Pro	esident and Chairman of	the Board of Directo	ors	
				-
Last Name	First Name		Middle Name	
Alchele	David		M.	
Street Address 1		Street Address	5.2	
c/o Akoustis Technologie	es, Inc.,	9805 Northc	ross Center Court Suite H	
City	State/Province	/Country	ZIP/Postal Code	

artification of Response (if Necessary)         Vice President of Business Development         ast Name       First Name       Middle Name         Boongarden       Mark         Boongarden       Mark         Street Address 1       Street Address 2         cio Akoustis Technologies, Inc.,       19805 Northeross Center Court Suite II         Thy       State/Province/Country       ZIP/Postal Code         Huntersville       NORTH CAROLINA       28078         Relationship:       Executive Officer       Director       Promoter         "larification of Response (if Necessary)       Vice President of Operations       Co.         ast Name       First Name       Middle Name       Pages         Page       Cindy       C.       Co.         treet Address 1       Street Address 2       Co.       Co.         cio Akoustis Technologies, Inc.,       19805 Northeross Center Court Suite H       Tire         "linersville       NORTH CAROLINA       28078         Relationship:       Executive Officer       Director       Promoter         "linetresville       NORTH CAROLINA       28078         Relationship:       Executive Officer       Director       Promoter         "linetresville       NORTH	Huntersville		NORTH CAR	ROLINA	28078	
Vice President of Business Development ast Name First Name Boongardon Nark Boongardon Nark First Name Boongardon Nark Street Address 2 Co Akoustis Technologies, Inc., Street Address 3 Street Address 4 Street Addre	Relationship:	Ex Ex	ecutive Officer	Director	Promoter	
ast Name First Name Middle Name Boongarden Mark Street Address 1 Street Address 2 Co Akoustis Technologies, Inc., Street Address 2 Street Address 3 Street Address 2 Street Address 3 Street Address 2 Street Address 3 Street Address 3 Street Address 3 Street Address 4 Street Addr	Clarification of Respo	nse (if Neces	ssary)			
Boongarden Mark   street Address 1 Street Address 2   c'o Akoustis Technologies, Inc., 9805 Northeross Center Court Suite H   Thy State/Province/Country   ZBP78   Relationship:    NORTH CAROLINA   28078   Relationship:   Image: Street Address 2   c'o Akoustis Technologies, Inc.,        <	Vice President of Bus	siness Develo	opment			
Boongarden Mark   street Address 1 Street Address 2   c'o Akoustis Technologies, Inc., 9805 Northeross Center Court Suite H   Thy State/Province/Country   ZBP78   Relationship:    NORTH CAROLINA   28078   Relationship:   Image: Street Address 2   c'o Akoustis Technologies, Inc.,        <						—
itreet Address 1 Street Address 2 c'o Akoustis Technologies, Inc., 9895 Northcross Center Court Suite II Tity State/Province/Country ZIP/Postal Code Huntersville Director Promoter Terrest Address 1 Street Address 2 c'o Akoustis Technologies, Inc., 9805 Northcross Center Court Suite II Tity State/Province/Country ZIP/Postal Code Relationship: First Name Middle Name Relationship: Vice President of Operations Relationship: State/Province/Country ZIP/Postal Code Relationship: Vice President of Operations Relationship: State/Province/Country ZIP/Postal Code Relationship: Vice Executive Officer Director Promoter State/Province/Country ZIP/Postal Code Relationship: Vice Executive Officer Director Promoter State/Province/Country ZIP/Postal Code Relationship: Vice Executive Officer Director Promoter State/Province/Country ZIP/Postal Code State/Province/Country ZIP/Postal Code	Last Name				Middle Name	
c/o Akoustis Technologies, Inc.,       9805 Northeross Center Court Suite H         Tity       State/Province/Country       ZIP/Postal Code         Hantersville       NORTH CAROLINA       28078         Relationship:	Boomgarden		Mark			
Ity State/Province/Country ZIP/Postal Code   Huntersville NORTH CAROLINA 28078   Relationship:   Image: The second of the construction of Response (if Necessary)   Vice President of Operations   ast Name First Name   Middle Name Payne   If the eta Address 1 Street Address 2   c/o Akoustis Technologies, Inc., 9805 Northeross Center Court Suite H   Tity State/Province/Country   ZIP/Postal Code   Huntersville NORTH CAROLINA   Relationship:   Image: Technologies, Inc., 9805 Northeross Center Court Suite H   Tity State/Province/Country   ZIP/Postal Code NORTH CAROLINA   Relationship:   Image: Technologies, Inc., Director   Promoter   Chiff Financial Officer   Pinter Address 1 Streed Address 2 Co Akoustis Technologies, Inc., State/Province/Country ZIP/Postal Code Huntersville   North CAROLINA 28078   Anne   First Name Middle Name   Denbaars Stereen   Itreet Address 1 Street Address 2   Co Akoustis Technologies, Inc., 9805 Northeross Center Court Suite H   Tity State/Province/Country ZIP/Postal Code   Huntersville NORTH CAROLINA 28078   Arthur East Name Middle Name Geiss Arthur Eist Name Middle Name Geiss Arthur Eist Address 2 Co Akoustis Technologies, Inc., Stete/Province/Country ZIP/P	I	alanias In				
Huntersville       NORTH CAROLINA       28078         Relationship:	<u></u>	lologies, In		<u> </u>		
Relationship:       Image: Constructive Officer       Director       Promoter         Larification of Response (if Necessary)       Vice President of Operations       Street Address 1       C.         asst Name       First Name       Middle Name       Payne       C.         (rindy       C.       Street Address 2       Co       Address 1       Street Address 2         (rindy       State/Province/Country       ZIP/Postal Code       Huntersville       NORTH CAROLINA       28078         Relationship:       Image: Executive Officer       Director       Promoter         Chief Financial Officer       Director       Promoter         Chardress 1       Street Address 2       Pomoter         Chief Financial Officer       Pirector       Promoter         Chief Financial Officer       9805 Northeross Center Court Suite H       Street Address 2         (ro Akoustis Technologies, Inc.,       9805 Northeross Center Court Suite H       State/Province/Country       ZIP/Postal Code         Huntersville       NORTH CAROLINA       28078       State/Province/Country       ZIP/Postal Code         Co Akoustis Technologies, Inc.,       Image: Street Address 2       Promoter       Promoter       Street Address 2       Promoter         Clarification of Response (if Necessary)       Street				-		
Clarification of Response (if Necessary)         Vice President of Operations						
Vice President of Operations         .ast Name       First Name       Middle Name         Payne       Cindy       C.         itreet Address 1       Street Address 2         c/o Akoustis Technologies, Inc.,       9805 Northcross Center Court Suite II         "ity       State/Province/Country       ZIP/Postal Code         Huntersville       NORTH CAROLINA       28078         Relationship:       Executive Officer       Director       Promoter         "larification of Response (if Necessary)       Chief Financial Officer       Promoter         "larification of Response, (if Necessary)       Street Address 2       P.         c/o Akoustis Technologies, Inc.,       9805 Northcross Center Court Suite H       Street Address 2         c/o Akoustis Technologies, Inc.,       9805 Northcross Center Court Suite H       Street Address 2         c/o Akoustis Technologies, Inc.,       9805 Northcross Center Court Suite H       Street Address 2         c/o Akoustis Technologies, Inc.,       9805 Northcross Center Court Suite H       Street Address 2         c/o Akoustis Technologies, Inc.,       98078       Promoter         "larification of Response (if Necessary)       ZiP/Postal Code       Promoter         "larification of Response (if Necessary)       Street Address 2       Promoter         <	Relationship:	Ex Ex	ecutive Officer	Director	Promoter	
.ast Name       First Name       Middle Name         Payne       Cindy       C.         ttreet Address 1       Street Address 2         c/o Akoustis Technologies, Inc.,       9805 Northcross Center Court Suite H         "Ity       State/Province/Country       ZIP/Postal Code         Huntersville       NORTH CAROLINA       28078         Relationship:       Executive Officer       Director       Promoter         "larification of Response (if Necessary)       Chief Financial Officer       Promoter         "larification of Response (if Necessary)       Street Address 2       P.         c/o Akoustis Technologies, Inc.,       9805 Northcross Center Court Suite H       Street Address 2         c/o Akoustis Technologies, Inc.,       9805 Northcross Center Court Suite H       Street Address 2         c/o Akoustis Technologies, Inc.,       9805 Northcross Center Court Suite H       Street Address 2         c/o Akoustis Technologies, Inc.,       9805 Northcross Center Court Suite H       Street Address 2         city       Executive Officer       Director       Promoter         "larification of Response (if Necessary)       street Address 2       Promoter         "larification of Response (if Necessary)       Street Address 2       Promoter         "larification of Response (if Necessary)       <	Clarification of Respo	nse (if Neces	ssary)			
Payne       Cindy       C.         itreet Address 1       Street Address 2         c'o Akoustis Technologies, Inc.,       9805 Northcross Center Court Suite H         'ity       State/Province/Country       ZIP/Postal Code         Huntersville       NORTH CAROLINA       28078         Relationship:       Image: Circle       Promoter         Chief Financial Officer       Director       Promoter         clast Name       First Name       Middle Name         Denbaars       Steven       P.         sitreet Address 1       Street Address 2       Code         c/o Akoustis Technologies, Inc.,       9805 Northcross Center Court Suite H       Street Address 2         c/o Akoustis Technologies, Inc.,       9805 Northcross Center Court Suite H       Street Address 2         c/o Akoustis Technologies, Inc.,       9805 Northcross Center Court Suite H       Street Address 2         c/o Akoustis Technologies, Inc.,       Director       Promoter         Clarification of Response (if Necessary)       Executive Officer       Promoter         clarification of Response (if Necessary)       Street Address 2       Promoter         clarification of Response (if Necessary)       Street Address 2       Promoter         clarification of Response (if Necessary)       E.	Vice President of Op	erations				
Payne       Cindy       C.         itreet Address 1       Street Address 2         c'o Akoustis Technologies, Inc.,       9805 Northcross Center Court Suite H         'ity       State/Province/Country       ZIP/Postal Code         Huntersville       NORTH CAROLINA       28078         Relationship:       Image: Circle       Promoter         Chief Financial Officer       Director       Promoter         clast Name       First Name       Middle Name         Denbaars       Steven       P.         sitreet Address 1       Street Address 2       Code         c/o Akoustis Technologies, Inc.,       9805 Northcross Center Court Suite H       Street Address 2         c/o Akoustis Technologies, Inc.,       9805 Northcross Center Court Suite H       Street Address 2         c/o Akoustis Technologies, Inc.,       9805 Northcross Center Court Suite H       Street Address 2         c/o Akoustis Technologies, Inc.,       Director       Promoter         Clarification of Response (if Necessary)       Executive Officer       Promoter         clarification of Response (if Necessary)       Street Address 2       Promoter         clarification of Response (if Necessary)       Street Address 2       Promoter         clarification of Response (if Necessary)       E.						
itreet Address 1 Street Address 2 Street	Last Name		First Name		Middle Name	
c/o Akoustis Technologies, Inc., 9805 Northcross Center Court Suite H   City State/Province/Country ZIP/Postal Code   Huntersville NORTH CAROLINA 28078   Relationship:   Image: Context Court Suite I Promoter   Chief Financial Officer   Chief Financial Officer Image: Context Court Suite I   Chief Financial Officer   Chief Financial Officer Image: Context Court Suite I   Chief Address 1   Street Address 2 Image: Context Suite I   City State/Province/Country ZIP/Postal Code   Huntersville   NORTH CAROLINA 28078   Relationship:   Image: Context Suite I Street Address 2   Image: Context Suite I State/Province/Country   ZIP/Postal Code Image: Context Suite I   Huntersville NORTH CAROLINA   Relationship:   Image: Context Suite I State/Province/Country   ZIP/Postal Code Image: Context Suite I   State/Province/Country ZIP/Postal Code   Huntersville   NORTH CAROLINA 28078   Context Suite II   State/Province/Country ZIP/Postal Code   Huntersville   Image: Context Suite II Image: Context Suite II   State/Province/Country ZIP/Postal Code   State/Province/Country   ZIP/Postal Code Image: Context Suite II	Payne		Cindy		<b>C</b> .	
State/Province/Country ZIP/Postal Code   Huntersville NORTH CAROLINA 28078     Relationship:	Street Address 1			Street Address	2	
Huntersville       NORTH CAROLINA       28078         Relationship:              Executive Officer	c/o Akoustis Techn	ologies, In	c.,	9805 Northere	oss Center Court Suite H	
Relationship:              Executive Officer	City		State/Province/	Country	ZIP/Postal Code	
Charification of Response (if Necessary)         Chief Financial Officer	Huntersville		NORTH CAL	ROLINA	28078	
Charification of Response (if Necessary)         Chief Financial Officer	Dubethanakina	E P-		Director		
Chief Financial Officer         .ast Name       First Name         Denbaars       Steven         itreet Address 1       Street Address 2         c'o Akoustis Technologies, Inc.,       9805 Northcross Center Court Suite H         City       State/Province/Country         ZIP/Postal Code         Huntersville       NORTH CAROLINA         Relationship:       Executive Officer         Executive Officer       Director         Clarification of Response (if Necessary)         .ast Name       First Name         Geiss       Arthur         Street Address 1       Street Address 2         .co Akoustis Technologies, Inc.,       9805 Northcross Center Court Suite H         .itreet Address 1       Street Address 2         .co Akoustis Technologies, Inc.,       9805 Northcross Center Court Suite H         .city       State/Province/Country	Relationship:	Ex Ex	ecutive Officer	Director	Promoter	
.ast Name       First Name       Middle Name         Denbaars       Steven       P.         Street Address 1       Street Address 2         c/o Akoustis Technologies, Inc.,       9805 Northcross Center Court Suite H         City       State/Province/Country       ZIP/Postal Code         Huntersville       NORTH CAROLINA       28078         Relationship:       Executive Officer       Director       Promoter         Clarification of Response (if Necessary)       Image: Province/Country       Promoter         .ast Name       First Name       Middle Name       E.         .citreet Address 1       Street Address 2       E.         .citreet Address 1       Street Address 2       E/O Akoustis Technologies, Inc.,       9805 Northcross Center Court Suite H         City       State/Province/Country       ZIP/Postal Code		-	ssary)			
Denbaars Steven   Extreet Address 1 Street Address 2   c/o Akoustis Technologies, Inc., 9805 Northcross Center Court Suite H   City State/Province/Country   ZIP/Postal Code   Huntersville NORTH CAROLINA   Z8078   Relationship:   Executive Officer   Executive Officer   Promoter   Clarification of Response (if Necessary)   .ast Name   First Name   Geiss   Arthur   E.   Street Address 1   Street Address 2   c/o Akoustis Technologies, Inc.,   State/Province/Country   ZIP/Postal Code	Chief Financial Offic	er				
Denbaars Steven   Extreet Address 1 Street Address 2   c/o Akoustis Technologies, Inc., 9805 Northcross Center Court Suite H   City State/Province/Country   ZIP/Postal Code   Huntersville NORTH CAROLINA   Z8078   Relationship:   Executive Officer   Executive Officer   Promoter   Clarification of Response (if Necessary)   .ast Name   First Name   Geiss   Arthur   E.   Street Address 1   Street Address 2   c/o Akoustis Technologies, Inc.,   State/Province/Country   ZIP/Postal Code						
itreet Address 1 Street Address 2 c/o Akoustis Technologies, Inc., 9805 Northcross Center Court Suite H City State/Province/Country ZIP/Postal Code Huntersville NORTH CAROLINA 28078 Relationship: Executive Officer Orector Promoter Clarification of Response (if Necessary)	Last Name		First Name		Middle Name	
c/o Akoustis Technologies, Inc., 9805 Northcross Center Court Suite H   City State/Province/Country ZIP/Postal Code   Huntersville NORTH CAROLINA 28078     Relationship: Executive Officer Director     Clarification of Response (if Necessary)     .ast Name First Name   Geiss Arthur   Executive Address 1 Street Address 2   c/o Akoustis Technologies, Inc., 9805 Northcross Center Court Suite H	Denbaars		Steven		P.	
City State/Province/Country ZIP/Postal Code   Huntersville NORTH CAROLINA 28078     Relationship: Executive Officer Director     Relation of Response (if Necessary)     .ast Name First Name     Geiss Arthur     Ktreet Address 1 Street Address 2     c/o Akoustis Technologies, Inc., 9805 Northcross Center Court Suite H     City State/Province/Country ZIP/Postal Code	Street Address 1			Street Address	2	
Huntersville       NORTH CAROLINA       28078         Relationship:       Executive Officer       Director       Promoter         Clarification of Response (if Necessary)       Image: Clarification of Response (if Necessary)       Image: Clarification of Response (if Necessary)         .ast Name       First Name       Middle Name         Geiss       Arthur       E.         Street Address 1       Street Address 2         c/o Akoustis Technologies, Inc.,       9805 Northcross Center Court Suite H         City       State/Province/Country       ZIP/Postal Code	c/o Akoustis Techr	ologies, In	c.,	9805 Northcro	oss Center Court Suite H	
Relationship:       Executive Officer       Director       Promoter         Clarification of Response (if Necessary)	City		State/Province/	Country	ZIP/Postal Code	
Clarification of Response (if Necessary)         Last Name       First Name         Geiss       Arthur         Getes 1       Street Address 2         c/o Akoustis Technologies, Inc.,       9805 Northcross Center Court Suite H         City       State/Province/Country         ZIP/Postal Code	Huntersville		NORTH CAR	ROLINA	28078	
Clarification of Response (if Necessary)         Last Name       First Name         Geiss       Arthur         Getes 1       Street Address 2         c/o Akoustis Technologies, Inc.,       9805 Northcross Center Court Suite H         City       State/Province/Country         ZIP/Postal Code						
Last Name     First Name     Middle Name       Geiss     Arthur     E.       Gitreet Address 1     Street Address 2       c/o Akoustis Technologies, Inc.,     9805 Northcross Center Court Suite H       City     State/Province/Country     ZIP/Postal Code	Relationship:	Ex	ecutive Officer	Director	Promoter	
Geiss       Arthur       E.         Street Address 1       Street Address 2         c/o Akoustis Technologies, Inc.,       9805 Northcross Center Court Suite H         City       State/Province/Country         ZIP/Postal Code	Clarification of Respo	nse (if Neces	ssary)			
Geiss       Arthur       E.         Street Address 1       Street Address 2         c/o Akoustis Technologies, Inc.,       9805 Northcross Center Court Suite H         City       State/Province/Country         ZIP/Postal Code						
Geiss       Arthur       E.         Street Address 1       Street Address 2         c/o Akoustis Technologies, Inc.,       9805 Northcross Center Court Suite H         City       State/Province/Country         ZIP/Postal Code						
itreet Address 1       Street Address 2         c/o Akoustis Technologies, Inc.,       9805 Northcross Center Court Suite H         City       State/Province/Country       ZIP/Postal Code	Last Name					
c/o Akoustis Technologies, Inc.,     9805 Northcross Center Court Suite H       City     State/Province/Country     ZIP/Postal Code	<u> </u>		Artnur	Street & Jun 1		
City State/Province/Country ZIP/Postal Code		ologies In	<u>c</u>			
	City	ologics, Ill				
	Huntersville		1	-	28078	

Relationship:		Executive Officer	Director	Promoter
Clarification of Response	(if N	ecessary)		

Last Name		First Name		Middl	e Name	
McMahon		Jeffrey		К.	K.	
Street Address 1			Street Addre	ss 2		
c/o Akoustis Tecl	nologies, Inc.,		9805 North	cross Center	· Court Suite H	
City		State/Province	e/Country	ZIP/P	ostal Code	
Huntersville		NORTH CA	ROLINA	2807	8	
	E Execut	ive Officer	Director	,	Promoter	
Relationship: Clarification of Resp	A				<u><u><u></u></u></u>	
Relationship: Clarification of Resp	A				<u><u>x</u></u>	
	A		Real .	Middl	e Name	
Clarification of Resp	A	y)		Middl	e Name	
Clarification of Resp Last Name	A	y) First Name	Street Addre	D.	e Name	
Clarification of Resp Last Name	oonse (if Necessary	y) First Name	Street Addre	<b>D.</b> ss 2	e Name	_
Clarification of Resp Last Name Neal Street Address 1	oonse (if Necessary	y) First Name	Street Addre	D. ss 2 cross Center		
Clarification of Resp Last Name Neal Street Address 1 C/o Akoustis Tecl	oonse (if Necessary	y) First Name Jerry	Street Addre	D. ss 2 cross Center	• Court Suite H	
Clarification of Resp Last Name Neal Street Address 1 C/O Akoustis Tecl	oonse (if Necessary	y) First Name Jerry State/Province	Street Addre	D. ss 2 cross Center ZIP/Pd	• Court Suite H	

# 4. Industry Group

# C Agriculture

#### **Banking & Financial Services**

- C Commercial Banking
- **C** Insurance
- C Investing
- C Investment Banking
- C Pooled Investment Fund

Other Banking & Financial

#### C Business Services

#### Energy

- C Coal Mining
- C Electric Utilities
- C Energy Conservation
- C Environmental Services
- C Oil & Gas
- C Other Energy

## Health Care

- C Biotechnology
- C Health Insurance
- C Hospitals & Physicians
- C Pharmaceuticals
- C Other Health Care

# C Manufacturing

- Real Estate
- C Commercial
- C Construction
- C REITS & Finance
- C Residential
- C Other Real Estate

# C Retailing

C Restaurants

#### Technology

- C Computers
- **C** Telecommunications
- Other Technology

#### Travel

- C Airlines & Airports
- C Lodging & Conventions
- C Tourism & Travel Services
- C Other Travel

#### • Other

#### 5. Issuer Size

Reve	nue Range	Aggregate Net A	Asset Value Range	
$oldsymbol{eta}$	No Revenues	C No Agg	regate Net Asset Value	
С	\$1 - \$1,000,000	C \$1 - \$5,0	000,000	
С	\$1,000,001 - \$5,000,000	C \$5,000,0	001 - \$25,000,000	
С	\$5,000,001 - \$25,000,000	C \$25,000	,001 - \$50,000,000	
С	\$25,000,001 - \$100,000,000	C \$50,000	,001 - \$100,000,000	
С	Over \$100,000,000	C Over \$1	100,000,000	
С	Decline to Disclose	C Decline	to Disclose	
С	Not Applicable	C Not App	plicable	

# 6. Federal Exemption(s) and Exclusion(s) Claimed (select all that apply)

Rule 504(b)(1) (not (i), (ii) or (iii))	Rule 505
Rule 504 (b)(1)(i)	₩ Rule 506(b)
Rule 504 (b)(1)(ii)	Rule 506(c)
Rule 504 (b)(1)(iii)	Securities Act Section 4(a)(5)
	Investment Company Act Section 3(c)

# 7. Type of Filing Image: New Notice Date of First Sale 2015-05-22 Image: First Sale Yet to Occur Image: Amendment

C Yes C No

# 8. Duration of Offering

Does the Issuer intend this offering to last more than one year?

 

 9. Type(s) of Securities Offered (select all that apply)

 □
 Pooled Investment Fund Interests
 Image: Comparison of the comparison of t

# 10. Business Combination Transaction

Is this offering being made in connection with a business combination transaction, such as a merger, acquisition or exchange offer?  $\bullet$  Yes  $\bullet$  No

Clarification of Response (if Necessary)

The Issuer entered into the Merger Agreement with its whollyowned subsidiary, Akoustis Acquisition Corp., and Akoustis, Inc. dated as of May 22, 2015.

11. Minimum Investment			
Minimum investment accepted from any outside investor	\$ 0	USD	

12. Sales Compensation	
Recipient	Recipient CRD Number
(Associated) Broker or Dealer 🔲 None	(Associated) Broker or Dealer CRD None
Street Address 1	Street Address 2
City Stat	e/Province/Country ZIP/Postal Code
State(s) of Solicitation	All States

# 13. Offering and Sales Amounts

Total Offering Amount	\$ 8250009	USD	🗖 Indefinite
Total Amount Sold	\$ 8250009	USD	
Total Remaining to be Sold	\$ 0	USD	🗖 Indefinite

**Clarification of Response (if Necessary)** 

Represents aggregate value of the shares of the Issuer's common stock issued to shareholders of Akoustis, Inc. in connection with the merger

# 14. Investors

offering

2

Select if securities in the offering have been or may be sold to persons who do not qualify as accredited investors, Number of such non-accredited investors who already have invested in the

_	
1	

Regardless of whether securities in the offering have been or may be sold to persons who do not qualify as accredited investors, enter the total number of investors who already have invested in the offering:

18		

# 15. Sales Commissions & Finders' Fees Expenses

Provide separately the amounts of sales commissions and finders' fees expenses, if any. If the amount of an expenditure is not known, provide an estimate and check the box next to the amount.

Sales Commissions \$	0	USD	<b>Estimate</b>
Finders' Fees \$	0	USD	<b>Estimate</b>
Clarification of Response (if Necessary)			

# 16. Use of Proceeds

Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to

any of the persons required to be named as executive officers, directors or promoters in response to Item 3 above. If the amount is unknown, provide an estimate and check the box next to the amount.

	\$ 0	U	SD 🔽 Estimate		
Clarification of Response (if Necessary)					
Signature and Submission					

Please verify the information you have entered and review the Terms of Submission below before signing and clicking SUBMIT below to file this notice.

#### Terms of Submission

In submitting this notice, each Issuer named above is:

- Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, the information furnished to offerees.
- Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of the State in which the Issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against it in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.
- Certifying that, if the issuer is claiming a Regulation D exemption for the offering, the issuer is not disqualified from relying on Regulation D for one of the reasons stated in Rule 505(b)(2)(iii) or Rule 506(d).

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

Issuer	Signature	Name of Signer	Title	Date
Akoustis Technologies, Inc.	/s/ Jeffrey B. Shealy	Lettrey R. Shealy	Chief Executive Officer	2015-06-03