

NEOMEDIA TECHNOLOGIES INC

Form 8-K

June 30, 2015

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): June 30, 2015

NeoMedia Technologies, Inc.

(Exact Name of Registrant as Specified in Charter)

Delaware

0-21743

36-3680347

(State or other jurisdiction of incorporation) (Commission File Number) (IRS Employer Identification No.)

1515 Walnut Street, Suite 100, Boulder, Colorado 80302

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(Address of principal executive offices)

(Zip code)

Registrant's telephone number, including area code: **(303) 546-7946**

Not Applicable

(Former Name or Former Address, If Changed Since Last Report)

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 13c-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.02 Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers; Compensatory Arrangements of Certain Officers.

On June 30, 2015, George O’Leary resigned as a member of the Board of Directors of NeoMedia Technologies, Inc., a Delaware corporation (the “Company”). Mr. O’Leary also served as Chairman of the Company’s Audit Committee. Mr. O’Leary has served as a Director since 2006. The Company provided Mr. O’Leary with a copy of this Current Report on Form 8-K prior to its filing with the U.S. Securities and Exchange Commission.

Item 9.01 Financial Statements and Exhibits.

(a) Not applicable

(b) Not applicable

(c) Exhibits - None.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Company has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: June 30, 2015 **NEOMEDIA
TECHNOLGIES, INC.**

By: */s/ Laura Marriott*
Name: Laura A.
Marriott
Its: Chief
Executive Officer
and Chairman of the
Board of Directors