
**UNITED STATES
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): April 15, 2021

Sonim Technologies, Inc.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

001-38907
(Commission
File Number)

94-3336783
(IRS Employer
Identification No.)

6836 Bee Cave Road
Building 1, Suite 279
Austin, TX
(Address of principal executive offices)

78746
(Zip Code)

Registrant's Telephone Number, Including Area Code: (650)378-8100

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 (see General Instruction A.2 below):

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

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, par value \$0.001 per share	SONM	The Nasdaq Stock Market LLC (Nasdaq Capital Market)

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company ☒

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act: ☐

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

On April 15, 2021, the Board of Directors (the “Board”) of Sonim Technologies, Inc. (the “Company”), upon the recommendation of the Nominating and Corporate Governance Committee (the “N&CG Committee”) of the Board, appointed Ken Naumann and Michael Mulica to serve on the Board until the Company’s 2021 Annual Meeting of Stockholders and until his respective successor is duly elected and qualified, or until his earlier death, resignation or removal, with such appointments effective immediately. In connection with the appointment of Ken Naumann and Michael Mulica, the Board increased the size of the Board to seven directors. The Board also appointed (i) Ken Naumann to serve as a member of the Board’s Compensation Committee and N&CG Committee and (ii) Michael Mulica to serve as a member of the Board’s Audit Committee and N&CG Committee, in each case, effective immediately.

There are no arrangements or understandings between either of Ken Naumann and Michael Mulica and any other person pursuant to which such director was appointed to serve on the Board. Additionally, neither Ken Naumann nor Michael Mulica has a direct or indirect material interest in any transaction required to be disclosed pursuant to Item 404(a) of Regulation S-K.

Each of Ken Naumann and Michael Mulica will receive compensation for his service as director in accordance with the Company’s standard compensation policy for non-employee directors, except the Board has deferred consideration of any award of restricted stock units under such policy until a later date. The Company’s standard compensation policy for non-employee directors is described in the Company’s definitive proxy statement on Schedule 14A, as filed with the Securities and Exchange Commission (the “SEC”) on August 24, 2020. The Company will also enter into its standard form of indemnity agreement with each of Ken Naumann and Michael Mulica, which was filed as Exhibit 10.4 to the Company’s Registration Statement on Form S-1, filed with the SEC on April 15, 2019.

Item 7.01 Regulation FD Disclosure.

On April 21, 2021, the Company issued a press release announcing the appointment of Ken Naumann and Michael Mulica to the Board. A copy of the press release is furnished as Exhibit 99.1 to this Current Report on Form 8-K. The information contained in Exhibit 99.1 is being furnished and shall not be deemed “filed” for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing made by the Company under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

Item 9.01 Financial Statements and Exhibits.

(d)

<u>Exhibit Number</u>	<u>Description</u>
99.1	<u>Press Release dated April 21, 2021.</u>

SIGNATURES

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

Sonim Technologies, Inc.

Dated: April 21, 2021

By: /s/ Robert Tirva
Robert Tirva
Chief Financial Officer



Sonim Announces Appointment of Mike Mulica and Ken Naumann as Independent Directors

AUSTIN, TX – April 21, 2021 – Sonim Technologies, Inc. (Nasdaq: SONM), a leading U.S. provider of ultra-rugged mobility solutions designed specifically for task workers physically engaged in their work environments, announced that it has appointed Mike Mulica and Ken Naumann as independent directors. In connection with their appointment, Sonim increased the size of its Board to seven members.

“We are pleased to announce the addition to two highly qualified leaders to our board, both bringing extensive technology industry and revenue growth experience that we believe is relevant to Sonim’s corporate goals,” said John Kneuer, Chairman of the Board. “I look forward to working closely with Mike and Ken as we continue Sonim’s transformation process and position the company to expand into new markets and new industries with our class-leading next generation products.”

Mike Mulica has been at the nexus of mobile communications, the internet and globally scaled industry solutions for the past three decades. Mr. Mulica’s stewardship of companies in emerging technologies has ushered in new large global markets that have changed the way the world works. Mr. Mulica is known for his pioneering work in the build-out of the mobile internet worldwide while leading its origination at Openwave Systems, Inc. (formerly Phone.com). Mr. Mulica has served as a public and private company CEO and senior executive both in the United States and Internationally. His roles include leadership positions at Motorola, Inc., California Microwave, Openwave Systems Inc. (formerly Phone.com), RealNetworks, Inc. and FusionOne. Mr. Mulica is currently Executive Chairman at AlefEdge and a Board Member and global advisor to other private companies and venture capital funds.

Ken Naumann has 25 years of executive experience with various technology companies. He most recently served as Chairman and CEO of AccessData Group, Inc., a private equity-owned company that provides industry-leading solutions for over 5,000 clients in law enforcement, government agencies, corporations, service providers, and law firms, which was acquired by a strategic buyer. He was previously President, CEO and a Director of Socialware, Inc., a VC-backed SaaS, social media, compliance provider acquired by Proofpoint, Inc. Prior to his time at Socialware, Inc., Mr. Naumann was President, CEO and a Director at Ditech Networks, Inc., a Nasdaq Stock Market listed company acquired by Nuance Communications, Inc. Ditech specialized in the development of speech recognition applications and voice quality algorithms which were primarily sold into the worldwide telecommunications carrier market.

“I am excited to join the board of Sonim and look forward to working with its leadership to identify and execute on the numerous opportunities to deploy rugged mobile devices to help bring greater capabilities and efficiency to task workers,” said Mulica. “My career has focused on creating new market share opportunities through innovative technologies with clear use cases, which is exactly the opportunity Sonim is addressing with its rugged phone and handheld devices.”

“Sonim has made notable strides in its transformation process to date, restructuring its operations and opening adjacent large addressable markets with its new handheld devices,” said Naumann. “I look forward to working with the team to further scale revenue across a wide range of use cases and driving value creation opportunities aimed at maximizing overall returns to our stockholders.”

About Sonim Technologies, Inc.

Sonim Technologies is a leading U.S. provider of ultra-rugged mobility solutions designed specifically for task workers physically engaged in their work environments, often in mission-critical roles. The Sonim solution includes ultra-rugged mobile phones and handheld barcode scanner devices and tablets, a suite of industrial-grade accessories, and data and workflow applications which are collectively designed to increase worker productivity, communication and safety on the job site. For more information, visit www.sonimtech.com.

Important Cautions Regarding Forward-Looking Statements

This release contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995, as amended. These statements relate to, among other things, future performance of Sonim’s and its partners’ devices and technologies and continued market acceptance of same. These forward-looking statements are based on Sonim’s current expectations, estimates and projections about its business and industry, management’s beliefs and certain assumptions made by the Company, all of which are subject to change. Such statements involve risks and uncertainties, which could cause actual results to vary materially from those expressed in or indicated by the forward-looking statements. For a listing of factors that may cause actual results to differ materially, see the potential factors described under “Risk Factors” included in Form 10-K for the year ended December 31, 2020, and other documents on file with the Securities and Exchange Commission (available at www.sec.gov). Sonim cautions you not to place undue reliance on forward-looking statements, which reflect an analysis only and speak only as of the date hereof. Sonim assumes no obligation to update any forward-looking statements in order to reflect events or circumstances that may arise after the date of this release, except as required by law.

Sonim Technologies Contacts

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