

SECURITIES AND EXCHANGE COMMISSION

FORM 8-K

Current report filing

Filing Date: **2013-01-28** | Period of Report: **2013-01-25**  
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FILER

**AUDIENCE INC**

CIK: **1201663** | IRS No.: **000000000**

Type: **8-K** | Act: **34** | File No.: **001-35528** | Film No.: **13552824**

SIC: **3674** Semiconductors & related devices

Mailing Address

440 CLYDE AVENUE  
MOUNTAIN VIEW CA 94043

Business Address

440 CLYDE AVENUE  
MOUNTAIN VIEW CA 94043  
650-254-2800

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

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**FORM 8-K**

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**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): January 25, 2013**

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**AUDIENCE, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction  
of incorporation)

**001-35528**  
(Commission  
File Number)

**91-2061537**  
(IRS Employer  
Identification No.)

**440 Clyde Avenue**  
**Mountain View, CA 94043**  
(Address of principal executive offices) (Zip code)

**(650) 254-2800**  
(Registrant's telephone number, including area code)

N/A  
(Former name or former address, if changed since last report.)

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

The employment of Andrew Keane with Audience, Inc. (the “Company”) ended as of January 25, 2013. Mr. Keane served as the Vice President of Marketing of the Company. In connection with a reorganization of the Company’s marketing department, the functions previously performed by the Company’s Vice President of Marketing have been assumed by other executive officers of the Company.

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**SIGNATURES**

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

**AUDIENCE, INC.**

Date: January 28, 2013

By: /s/ Kevin S. Palatnik

Name: Kevin S. Palatnik

Title: Chief Financial Officer