Parametric Sound Corp Form 4/A September 30, 2010

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

OMB APPROVAL

Number:

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may continue.

See Instruction

Check this box

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

| 1. Name and Address of Reporting Person * LRAD Corp | | | 2. Issuer Name and Ticker or Trading Symbol Parametric Sound Corp [NONE] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | |
|---|----------|----------|--|--|--|--|--|
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction | (Cheek an applicable) | | | |
| 15378 AVENUE OF SCIENCE, SUITE 100 | | | (Month/Day/Year) 09/27/2010 | DirectorX 10% Owner Officer (give title below) Other (specify below) | | | |
| | (Street) | | 4. If Amendment, Date Original | 6. Individual or Joint/Group Filing(Check | | | |
| SAN DIEGO, CA 92128 | | | Filed(Month/Day/Year) 09/29/2010 | Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person | | | |

| CA | IN | DI | ECC | D. CA | 021 | 120 |
|------|----|----|------------------------|--------|-----|------|
|) /- | NI | IJ | $\mathbf{C}\mathbf{U}$ | J. C.A | 92 | L 20 |

(City)

| (City) | (State) | (Zip) Tab | le I - Non- | Derivative Secu | rities A | Acquir | ed, Disposed of, | or Beneficially | y Owned |
|--------------------------------------|--------------------------------------|---|---|--|----------|--------|--|--|---|
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities A pror Disposed of (Instr. 3, 4 and Amount | (A) or | (A) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| Common Stock (1) | 09/27/2010 | | J <u>(1)</u> | 15,306,059 | A | \$0 | 15,306,059 | D | |
| Common Stock (2) | 09/27/2010 | | J(2) | 15,306,059 | D | \$ 0 | 0 | D | |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative | 2. Conversion | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if | 4. Transacti | 5. orNumber | 6. Date Exerc Expiration D | | 7. Title Amount | | 8. Price of Derivative | 9. Nu Deriv |
|--|---------------|--------------------------------------|-------------------------------|--------------------|----------------|-------------------------------|--------------------|--|--|------------------------|---|
| Security or Exercise (Instr. 3) Price of Derivative Security | | (Month/Day/Tear) | any (Month/Day/Year) | Code (Instr. 8) | of | (Month/Day/Year) | | Underlying Securities (Instr. 3 and 4) | ying ies | Security (Instr. 5) | Secur Bene Owne Follo Repo Trans (Instr |
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title N | Amount or Number of Shares | | |

Reporting Owners

Relationships Reporting Owner Name / Address 10% Owner Officer Other Director LRAD Corp 15378 AVENUE OF SCIENCE X SUITE 100 SAN DIEGO, CA 92128

Signatures

/s/ Katherine H. 09/30/2010 **McDermott**

**Signature of Reporting Date

Explanation of Responses:

- If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- On September 27, 2010, Parametric Sound Corporation ("PSC") declared a stock dividend, which resulted in LRAD Corporation
- (1) ("LRAD") receiving an additional 15,306,059 shares of PSC Common Stock. In connection with the stock dividend, LRAD cancelled the 100 shares of PSC common stock received in the formation of PSC.
- On September 27, 2010, LRAD effected a pro rata distribution to its stockholders of all of the shares of PSC Common Stock held by it on such date. As a result of such distribution, LRAD no longer controls or owns any shares of PSC.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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