

CLEARSIGN COMBUSTION CORP

Form 8-K

November 17, 2017

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): November 9, 2017

CLEARSIGN COMBUSTION CORPORATION

(Exact name of registrant as specified in Charter)

Washington

(State or other jurisdiction of

incorporation or organization)

001-35521

(Commission File No.)

26-2056298

**(IRS Employee
Identification No.)**

12870 Interurban Avenue South

Seattle, Washington 98168

(Address of Principal Executive Offices)

206-673-4848

(Issuer Telephone number)

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

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 2.02 Results of Operations and Financial Conditions.

On November 9, 2017, ClearSign Combustion Corporation (the “Company”) issued a press release announcing the results for the quarter ended September 30, 2017. The press release is included as Exhibit 99.1 to this Current Report and is incorporated by reference in its entirety into this Item 2.02. Also on November 9, 2017, the Company conducted, by webcast and telephone, a discussion regarding the Company’s announcement, by press release issued the same day, of its results for quarter ended September 30, 2017. A copy of the transcript of a portion of that discussion is attached hereto as Exhibit 99.2 and is incorporated by reference in its entirety into this Item 2.02.

This Item 2.02, including the exhibits attached hereto as Exhibit 99.1 and 99.2, is furnished under and shall not be deemed filed with the U.S. Securities and Exchange commission for purposes of Section 18 of the Securities Exchange Act of 1934, as amended. The information contained in this Item 2.02 shall not be incorporated by reference into any filing the Company makes regardless of general incorporation language in the filing, unless expressly incorporated by reference in such filing.

Item 9.01 Financial Statements and Exhibits

Exhibit 99.1 Press Release issued November 9, 2017

Exhibit 99.2 Transcript of Discussion of Management on November 9, 2017

SIGNATURE

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

Dated: November 17, 2017

CLEARSIGN
COMBUSTION
CORPORATION

By: /s/ Brian Fike
Brian Fike

Interim Chief
Financial
Officer