

AMERICAN TECHNOLOGY CORP /DE/  
Form 8-K  
June 29, 2007

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**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): 06/29/2007**

**American Technology Corporation**

(Exact name of registrant as specified in its charter)

**Commission File Number: 000-24248**

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

**87-0361799**  
(IRS Employer  
Identification No.)

**15378 Avenue of Science, Ste 100,**  
San Diego, California 92128  
(Address of principal executive offices, including zip code)

**(858) 676-1112**  
(Registrant's telephone number, including area code)

(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 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Information to be included in the report

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

On June 25, 2007, Karen Jordan resigned as Controller/Chief Accounting Officer of American Technology Corporation (the "Company"). Ms. Jordan's resignation is effective June 29, 2007. Ms. Jordan had no disagreements with the Company, its Board of Directors or its management in any matter relating to the Company's operations, policies or practices.

On June 28, 2007, the Company announced the appointment of Katherine H. McDermott as the Company's new Controller/Chief Accounting Officer effective June 25, 2007. Prior to her appointment, Ms. McDermott was the chief financial officer for National Pen from 2005 to 2006 and the vice president of finance for Lantronix from 2000 to 2005. Ms. McDermott served in a variety of senior financial positions with Bausch & Lomb from 1988 to 1999 and began her career holding a series of financial positions with a \$1.2 billion component division of General Motors from 1982 to 1988. Ms. McDermott holds a bachelor's degree in Business Administration from St. Bonaventure University and an MBA from the William E. Simon School of Business Administration at the University of Rochester.

Ms. McDermott's annual salary will be \$140,000. She is also entitled to participate in the Company's incentive bonus plan and to receive all rights and benefits for which she is eligible under the Company's standard benefits and compensation plans. Ms. McDermott is also eligible, subject to approval by the Compensation Committee of the Company's Board of Directors, to receive an option to purchase 50,000 shares of the Company's Common Stock. Her employment with the Company is at-will.

There are no family relationships between Ms. McDermott and any director or executive officer of the Company which would require disclosure under Item 401(d) of Regulation S-K. Other than with respect to her employment with the Company, there are no transactions between Ms. McDermott or any of her immediate family members and the Company or any of its subsidiaries which would require disclosure under Item 404(a) of Regulation S-K.

On June 28, 2007, the Company issued a press release announcing, among other things, the appointment of Ms. McDermott as Controller/Chief Accounting Officer, a copy of which is attached hereto as Exhibit 99.1 and incorporated herein by this reference.

**Item 9.01. Financial Statements and Exhibits**

- (d) Exhibits  
99.1 Press Release, dated June 28, 2007, issued by American Technology Corporation.

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**Signature(s)**

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.

American Technology Corporation

Date: June 29, 2007

By: /s/ Thomas R. Brown

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Thomas R. Brown  
Chief Executive Officer, President and Interim Chief Financial Officer

**Exhibit Index**

<b><u>Exhibit No.</u></b>	<b><u>Description</u></b>
EX-99.1	Press Release, dated June 28, 2007