

CLEARSIGN COMBUSTION CORP
Form DEFR14A
April 01, 2015

SCHEDULE 14A

(RULE 14a-101)

INFORMATION REQUIRED IN PROXY STATEMENT

SCHEDULE 14A INFORMATION

**Proxy Statement Pursuant to Section 14(a) of the
Securities Exchange Act of 1934**

(Amendment No. 1)

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

Preliminary Proxy Statement

Confidential, For Use of the Commission Only (as permitted by Rule 14a-6(e)(2))

Definitive Proxy Statement

Definitive Additional Materials

Soliciting Material Pursuant to §240.14a-12

ClearSign Combustion Corporation

(Name of Registrant as Specified in Its Charter)

(Name of Person(s) Filing Proxy Statement, if Other Than the Registrant)

Payment of Filing Fee (Check the appropriate box):

No fee required.

Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

- | | |
|----|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1. | Title of each class of securities to which transaction applies: |
| 2. | Aggregate number of securities to which transaction applies: |
| 3. | Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined): |
| 4. | Proposed maximum aggregate value of transaction: |
| 5. | Total fee paid: |

Fee paid previously with preliminary materials:

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the form or schedule and the date of its filing.

- | | |
|----|-----------------------------------------------|
| 1. | Amount previously paid: |
| 2. | Form, Schedule or Registration Statement No.: |
| 3. | Filing Party: |
| 4. | Date Filed: |

ClearSign Combustion Corporation

12870 Interurban Avenue South

Seattle, WA 98168

Amendment No. 1 to

Proxy Statement, dated March 30, 2015, for the

Annual Meeting of Stockholders

to be held May 7, 2015

This amendment amends and replaces the paragraph immediately following the section of the Proxy Statement titled “Compliance with Section 16 of the Exchange Act” which appears on page 10. The revised text is as follows:

On February 13, 2014, each of the following six officers received an option to purchase shares of our common stock from the ClearSign Combustion Corporation 2011 Equity Incentive Plan, but failed to report the grant on a Form 4: James N. Harmon, Andrew U. Lee, Roberto Ruiz, Geoffrey Osler, Joseph Colannino and Richard Rutkowski, our former Chief Executive Officer.

This amendment is being mailed to our stockholders on or about March 31, 2015.