

Resonant Inc
Form SC 13G/A
January 07, 2016

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934
(Amendment No. 1)*

RESONANT INC.

(Name of Issuer)

COMMON STOCK, \$0.001 PAR VALUE PER SHARE

(Title of Class of Securities)

76118L 10 2

(CUSIP Number)

December 31, 2015

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- ☐ Rule 13d-1(b)
- ☐ Rule 13d-1(c)
- ☒ Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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1	Names of Reporting Persons: Neal Fenzi	
2	Check the Appropriate Box if a Member of a Group (See Instructions)	
	(a)	☐
	(b)	☐
3	SEC Use Only	
4	Citizenship or Place of Organization: United States	
Number of Shares Beneficially Owned by Each Reporting Person With:	5	Sole Voting Power: 434,012
	6	Shared Voting Power: 0
	7	Sole Dispositive Power: 434,012
	8	Shared Dispositive Power: 0
9	Aggregate Amount Beneficially Owned by Each Reporting Person: 434,012	
10	Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) ☐	
11	Percent of Class Represented by Amount in Row (9): 5.9%	
12	Type of Reporting Person (See Instructions): IN	

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Item 1(a). Name of Issuer:
Resonant Inc.

Item 1(b). Address of Issuer's Principal Executive Offices:
110 Castilian Drive, Suite 100

Goleta, California 93117

Item 2(a). Name of Person Filing:
Neal Fenzi

Item 2(b). Address of Principal Business Office or, if none, Residence:
Neal Fenzi

Resonant Inc.

110 Castilian Drive, Suite 100

Goleta, California 93117

Item 2(c). Citizenship:
United States

Item 2(d). Title of Class of Securities:
Common Stock, \$0.001 par value per share

Item 2(e). CUSIP Number:
76118L 10 2

Item 3. Not Applicable

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Item 4. Ownership:

(a) Amount beneficially owned as of December 31, 2015: 434,012*

* Consists of (i) 343,333 shares of common stock held of record by Mr. Fenzi, (ii) 7,346 shares of common stock acquired by Mr. Fenzi on January 4, 2016 and (iii) 83,333 shares of common stock issuable pursuant to outstanding warrants exercisable within 60 days of December 31, 2015.

(b) Percent of class: 5.9%

Based on 7,241,949 outstanding shares as of December 31, 2015.

(c) Number of shares as to which such person has:

(i) Sole power to vote or to direct the vote:

434,012

(ii) Shared power to vote or to direct the vote:

0

(iii) Sole power to dispose or to direct the disposition of:

434,012

(iv) Shared power to dispose or to direct the disposition of:

0

Item 5. Ownership of Five Percent or Less of a Class.

Not Applicable

Item 6. Ownership of More than Five Percent on Behalf of Another Person:

Not Applicable

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Control Person:

Not Applicable

Item 8. Identification and Classification of Members of the Group:

Not Applicable

Item 9. Notice of Dissolution of Group:

Not Applicable

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Item 10.

Certifications:

Not Applicable

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: January 7, 2016

/s/ NEAL FENZI
NEAL FENZI