BARNES JAMES A

Form 4

September 16, 2011

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

3235-0287 Number: January 31, Expires:

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may continue.

See Instruction

if no longer

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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 * BARNES JAMES A			2. Issuer Name and Ticker or Trading Symbol Parametric Sound Corp [PAMT]	5. Relationship of Reporting Person(s) to Issuer		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check all applicable)		
			(Month/Day/Year)	Director 10% Owner		
1941 RAMROD AVENUE, #100			09/15/2011	_X_ Officer (give title Other (specify below) CFO, Treasurer and Secretary		
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
HENDERSON	, NV 89014		Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of Securities Ownership Indirect (Instr. 3) Form: Code (D) Beneficially Beneficial (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned Direct (D) Ownership Following or Indirect (Instr. 4) Reported (A) Transaction(s) (Instr. 4) (Instr. 3 and 4) Code V Amount (D) Price By Sunrise Common Management P 09/15/2011 500 \$ 0.6 230,500 I Stock **Profit Sharing** Plan By Sunrise Management Common 09/16/2011 P 2.823 A 233,323 Ι Stock **Profit Sharing** Plan By Sunrise Common Management P 1,677 A Ι 09/16/2011 235,000 Stock **Profit Sharing** Plan

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Common Stock	22,000	I	By Sunrise Capital, Inc.
Common Stock	241,836 (1)	I	By Syzygy Licensing LLC
Common Stock	215,000	I	By Family Trust
Common Stock	3,000	I	by personal retirement plan
Common Stock	2,750	I	by spouse's personal retirement plan (2)

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

> 9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of	3. Transaction Date (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. orNumber of Derivative	6. Date Exerc Expiration Da (Month/Day/Y	ite	7. Title Amoun Underly Securit	t of ying	8. Price of Derivative Security (Instr. 5)
	Derivative Security			Securities Acquired			(Instr. 3	3 and 4)	
	Security			(A) or					
				Disposed of (D)					
				(Instr. 3, 4, and 5)					
							1	Amount	
						Expiration Date		or Number	
			Code V	(A) (D)	LACICISADIC	Date		of Shares	

Reporting Owners

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer	Other	

BARNES JAMES A 1941 RAMROD AVENUE, #100 HENDERSON, NV 89014

CFO, Treasurer and Secretary

Relationshins

Reporting Owners 2

Signatures

/s/ JAMES A BARNES 09/16/2011

**Signature of Reporting Date

Person

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).
- (1) Represents Mr. Barnes indirect pecuniary interest in shares owned by Syzygy Licensing, LLC.
- (2) Mr. Barnes disclaims any beneficial interest in the shares held by spouse's personal retirement plan.

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.

Signatures 3