

Otonomy, Inc.  
Form 8-K/A  
September 04, 2015

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, DC 20549**

**FORM 8-K/A**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of**  
**The Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported):**

**September 2, 2015**

**Otonomy, Inc.**

**(Exact name of registrant as specified in its charter)**

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

**001-36591**  
**(Commission**  
  
**File Number)**

**26-2590070**  
**(IRS Employer**  
**Identification No.)**

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**6275 Nancy Ridge Drive, Suite 100**

**San Diego, CA 92121**

**(Address of principal executive offices, including zip code)**

**(858) 242-5200**

**(Registrant's telephone number, including area code)**

**Not Applicable**

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

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

Effective August 28, 2015, Theodore R. Schroeder was appointed to the Board of Directors (the Board ) of Otonomy, Inc. (the Company ). The election of Mr. Schroeder was reported under Item 5.02 of the Company s Current Report on Form 8-K filed with the Commission on September 1, 2015.

The Company is filing this Form 8-K/A to report that on September 2, 2015, the Board appointed Mr. Schroeder as chairman of the corporate governance and nominating committee of the Board and as a member of the compensation committee of the Board, effective immediately. In accordance with Company policy, Mr. Schroeder will receive cash compensation of \$7,500 per year for his service as a chairman of the corporate governance and nominating committee and \$5,000 per year for his service as a compensation committee member, each payable quarterly in arrears on a pro-rata basis.

**SIGNATURES**

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.

**OTONOMY, INC.**

Date: September 4, 2015

By: /s/ Eric Loumeau  
Eric Loumeau

General Counsel and Chief Compliance Officer