
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, DC 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)
April 7, 2025**

SONOS, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation)

001-38603
(Commission File Number)

03-0479476
(IRS Employer
Identification No.)

**301 Coromar Drive
Santa Barbara, California 93117**
(Address of principal executive offices, including zip code)

(805) 965-3001
(Registrant's telephone number, including area code)

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):

- ☐ 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))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, \$0.001 par value	SONO	The Nasdaq Stock Market LLC

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

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

On April 7, 2025, the board of directors (the “Board”) of Sonos, Inc. (“Sonos” or the “Company”) appointed Hugo Barra to the Board, effective immediately. Mr. Barra was appointed as a Class III director for a term expiring at the 2027 Annual Meeting of Stockholders or until his successor is duly elected or qualified. Mr. Barra has not been appointed to any committees of the Board at this time.

There is no arrangement or understanding between Mr. Barra and any other person pursuant to which he was appointed as a director. There are no transactions in which Mr. Barra has an interest requiring disclosure under Item 404(a) of Regulation S-K. The Board affirmatively determined that Mr. Barra is independent within the meaning of Nasdaq Listing Standards.

Mr. Barra will receive the standard compensation available to the Company’s non-employee directors, which is discussed in the Company’s Proxy Statement filed with the Securities and Exchange Commission on January 27, 2025. The Company will also enter into its standard form of indemnification agreement with Mr. Barra.

In addition, on April 7, 2025, Michelangelo Volpi informed the Board of his resignation as a member of the Board and of the Nominating and Corporate Governance Committee of the Board, effective immediately. There were no disagreements with the Company on any matter relating to the Company’s operations, policies or practices that led to Mr. Volpi’s resignation.

Item 7.01 Regulation FD Disclosure.

On April 10, 2025, Sonos issued a press release announcing the appointment of Mr. Barra and the resignation of Mr. Volpi. A copy of the press release is furnished hereto as Exhibit 99.1 and is incorporated herein by reference.

The information furnished under this Item 7.01, including Exhibit 99.1, shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934 (the “Exchange Act”) or incorporated by reference in any filing under the Securities Act of 1933 or the Exchange Act, regardless of any general incorporation language in such filing.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit No.

99.1	Press release dated April 10, 2025.
104	Cover Page Interactive Data File (embedded within the Inline XBRL document).

SIGNATURE

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.

SONOS, INC.

Date: April 10, 2025

By: /s/ Eddie Lazarus
Eddie Lazarus
Chief Legal and Strategy Officer

Sonos Appoints Hugo Barra to Board of Directors; Mike Volpi Steps Down

SANTA BARBARA, Calif. -- Apr. 10, 2025 -- Sonos, Inc. (Nasdaq: SONO) today announced that it has appointed Hugo Barra to its Board of Directors effective April 7, 2025. Mr. Barra is the co-founder and head of product at /dev/agents, a software company building a next-generation operating system for AI agents.

“Hugo is a world-class technologist with senior executive experience at several of the most important and successful consumer tech companies,” said Julius Genachowski, Chair of the Sonos Board. “He has a proven ability to turn cutting-edge innovation into great products - a great fit for Sonos. With his deep expertise, including in AI, we’re excited to have him on the Board, engaging with the leadership team and adding value.”

Prior to his current role at /dev/agents/, Mr. Barra was co-founder and CEO at Detect, a biotech startup focused on ultra low-cost molecular diagnostics. Previously, Mr. Barra led the Oculus VR division at Meta as Vice President. Before Meta, Mr. Barra was Vice President at Xiaomi overseeing global operations and the company's expansion beyond China to become the world's 3rd largest smartphone manufacturer. Prior to Xiaomi, Mr. Barra was Vice President for Android product management at Google and led the Android ecosystem from nascency through its first billion users.

“It’s an honor to join the Sonos Board,” Mr. Barra said. “This is a company which makes delightful products that have brought me and my family many thousands of hours of joy over the years. I look forward to working with the team and focusing on the large opportunities ahead.”

Sonos further announced that Mike Volpi, its longest serving director, was stepping off the Board.

“Mike’s contributions over his 15 years as a director of Sonos have been enormous, many and varied,” Mr. Genachowski said. “He is one of the world’s very best early-stage investors who also has deep experience with great scaled companies, and we’re very fortunate and deeply grateful for his dedicated service to Sonos.”

“Sonos is a unique and exciting company, and I’m grateful for our 15 years together,” Mike Volpi said. “I look forward to seeing Sonos flourish in the years ahead.”

About Sonos

Sonos (Nasdaq: SONO) is one of the world’s leading sound experience brands. As the inventor of multi-room wireless home audio, Sonos innovation helps the world listen better by giving people access to the content they love and allowing them to control it however and wherever they choose. Known for delivering an unparalleled sound experience, thoughtful design aesthetic, simplicity of use, and an open platform, Sonos makes the breadth of audio content available to anyone. Sonos is headquartered in Santa Barbara, California. Learn more at www.sonos.com.

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Source: Sonos