



(904) 732-6100

(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):

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

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))

Indicate by check mark whether the registrant is an emerging growth company as defined in 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. [ ]

**Explanatory Note**

On December 21, 2018, ParkerVision, Inc. (the “Company”) filed a Current Report on Form 8-K (the “Original Form 8-K”) to report material definitive agreements between the Company and Brickell Key Investments LP (“Brickell”). The Company is filing this Amendment No. 1 to the Original Form 8-K (this “Amendment”) to update the exhibits to the Original Form 8-K.

Any information required to be set forth in the Original Form 8-K which is not being amended or supplemented pursuant to this Amendment is hereby incorporated by reference. Except as set forth herein, no modifications have been made to the information contained in the Original Form 8-K and the Company has not updated any information contained therein to reflect events that have occurred since the date of the Original Form 8-K. Accordingly, this Amendment should be read in conjunction with the Original Form 8-K.

**Item 9.01.**

**Financial Statements and Exhibits.**

(d) Exhibits:

Exhibit No.	Description
10.1	Warrant Agreement between the Company and Brickell Key Investments, L.P. dated December 20, 2018 (incorporated by reference from Exhibit 10.1 to Current Report on Form 8-K filed December 21, 2018).
10.2	Right of First Offer Exercise Letter Agreement between the Company and Brickell Key Investments, L.P. dated December 21, 2018)**

\*\* Portions of this exhibit have been omitted pursuant to a request for confidential treatment filed separately with the SEC.

**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.

Dated: December 28, 2018

PARKERVISION, INC.

By /s/ Cynthia Poehlman  
Cynthia Poehlman  
Chief Financial Officer