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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 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): May 22, 2019**

**Veritone, Inc.**

(Exact name of Registrant as Specified in Its Charter)

**Delaware**  
(State or Other Jurisdiction  
of Incorporation)

**001-38093**  
(Commission File Number)

**47-1161641**  
(IRS Employer  
Identification No.)

**575 Anton Boulevard, Suite 100**  
**Costa Mesa, California**  
(Address of Principal Executive Offices)

**92626**  
(Zip Code)

**Registrant's Telephone Number, Including Area Code: (888) 507-1737**

**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 Instructions 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))

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.

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

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

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

**(b)** *Resignation of Director.*

On May 22, 2019, Mr. Nathaniel L. Checketts provided notice of his resignation as a member of the Board of Directors (the “Board”) of Veritone, Inc. (the “Company”) effective as of that date. Mr. Checketts was appointed to the Board in 2014 and has served continuously since that time. His resignation does not involve any disagreement with the Company on any matter relating to the Company’s operations, policies or practices.

**(d)** *Appointment of Director.*

On May 23, 2019, Mr. Richard H. Taketa was appointed as a member of the Board of the Company, filling the vacancy in Class I of the Board that resulted from Mr. Checketts’ resignation. As a Class I director, Mr. Taketa will serve on the Board for an initial term expiring at the Company’s 2021 annual meeting of stockholders. The Board has not made any determinations as to the appointment of Mr. Taketa to any committees of the Board at this time.

For his service on the Board, Mr. Taketa will receive the regular cash compensation paid and equity compensation awarded by the Company to non-employee directors as described under the heading “Director Compensation” in the Company’s Amendment No. 1 to Annual Report on Form 10-K/A for the year ended December 31, 2018, which was filed with the Securities and Exchange Commission on April 29, 2019. In addition, the Company has entered into a Director and Officer Indemnification Agreement with Mr. Taketa, effective May 23, 2019, in substantially the form previously filed as Exhibit 10.17 to the Company’s Registration Statement on Form S-1/A (No. 333-216726) filed with the Securities and Exchange Commission on April 28, 2017.

A copy of the press release issued by the Company announcing the appointment of Mr. Taketa as a director is attached to this report as Exhibit 99.1.

**Item 9.01. Financial Statements and Exhibits.**

**(d) Exhibits.**

<b>Exhibit No.</b>	<b>Description</b>
99.1	<a href="#"><u>Press release issued by the Company dated May 23, 2019.</u></a>

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**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.

Date: May 23, 2019

**Veritone, Inc.**

By: /s/ Jeffrey B. Coyne  
Jeffrey B. Coyne  
Executive Vice President, General Counsel  
and Secretary

## Veritone Appoints Richard H. Taketa to Board of Directors

*- Taketa Brings Decades of Leadership and Operational Experience to Veritone -*

COSTA MESA, CA – May 23, 2019 – [Veritone, Inc. \(NASDAQ: VERI\)](#), a leading provider of artificial intelligence (AI) technology and solutions, today announced the appointment of Richard H. (Rick) Taketa, 47, to its Board of Directors. Mr. Taketa was selected based on his extensive experience in financing, developing and managing high growth, technology-enabled companies. He replaces Nate Checketts, CEO of Rhone Apparel, who is transitioning to an advisory board role.

“Rick has a proven track record of leading and scaling mid-sized and large organizations,” said Chairman and CEO of Veritone Chad Steelberg. “His diverse areas of experience, including operations, finance, law, innovation, mergers and acquisitions, public policy, and operating in regulated markets such as insurance and healthcare, give him a unique perspective that will be very valuable to the Board. Rick led York Risk Services to be one of the leading providers of tech-enabled, integrated insurance services, growing the company to over \$750 million in revenue and approximately 5,500 employees. In addition, he is an attorney and has regulatory and public policy experience that will be key to Veritone as we work to expand our business in Government markets.”

“With my personal passion for emerging technologies such as artificial intelligence, as well as for product innovation, strategic customer relationships, and market positioning, I am excited to join Veritone as it scales its business,” said Taketa. “I look forward to using my experience to help the Company drive growth and build shareholder value.”

Steelberg added, “We would like to thank Nate Checketts for his service and many contributions to the Veritone Board - he has been a key contributor to our Company since its founding in 2014, helping to guide us through our startup phase, our IPO and our first two years as a public company. Nate has led Rhone to be a fast-growing leader in the premium men’s activewear market, and this transition will give him more time to focus on continuing to build that business. We wish Nate and his family all the best in the future.”

### **About Richard H. Taketa**

Most recently, Mr. Taketa served as President and CEO of York Risk Services, Inc., an insurance services company, where he oversaw all strategic, capital markets, financial, operational, governance, sales and client activities. He joined York after its acquisition of Southern California Risk Management Associates, where he was CEO. During his tenure, York acquired over 30 businesses and was sold three times at successively higher valuations. Previously, Taketa was a co-founder and managing director of a private equity firm and a corporate securities lawyer with DLA, after spending four years as a lobbyist in Washington, D.C., where he helped lead non-governmental organizations to accomplish public policy goals.

Taketa serves as a director of Palomar Insurance (NASDAQ: PLMR), Alphaeon Corporation, and the Hoag Hospital Foundation. Other current and prior board service includes private equity backed companies Axiom Medical Consulting, Veracity Research Corporation, and Trumpet Behavioral Health. Rick earned a bachelor’s degree from Colgate University and a law degree from Stanford Law School.

With the appointment of Taketa, Veritone’s board continues to consist of nine members, including Chad Steelberg, Chairman and CEO of Veritone; Jeff P. Gehl, Managing Partner of RCP Advisors; G. Louis Graziadio, III, President and CEO of Second Southern Corp.; Paul A. Krieger, Revenue Manager, Hortonworks; Knute P. Kurtz, former Managing Partner of the Orange County office of PricewaterhouseCoopers LLP; Nayaki Nayyar, President of Digital Services Management at BMC Software; Christopher J. Oates, Founder and Managing Director of RimLight, LLC; and Ryan Steelberg, Co-Founder and President of Veritone.

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**About Veritone**

Veritone (Nasdaq: VERI) is a leading provider of artificial intelligence (AI) technology and solutions. The company's proprietary operating system, aiWARE™, orchestrates an expanding ecosystem of machine learning models to transform audio, video and other data sources into actionable intelligence. aiWARE can be deployed in a number of environments and configurations to meet customers' needs. Its open architecture enables customers in the media and entertainment, legal and compliance, and government sectors to easily deploy applications that leverage the power of AI to dramatically improve operational efficiency and effectiveness. Veritone is headquartered in Costa Mesa, California with over 300 employees, and has offices in Denver, London, New York, San Diego and Seattle. To learn more, visit [Veritone.com](http://Veritone.com).

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