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

FORM 6-K

REPORT OF FOREIGN PRIVATE ISSUER PURSUANT TO RULE 13a-16 OR 15d-16
UNDER THE SECURITIES EXCHANGE ACT OF 1934

For the month of April 2019

Commission File Number: 001-36582

Auris Medical Holding Ltd.
(Exact name of registrant as specified in its charter)

Clarendon House, 2 Church Street
Hamilton HM 11, Bermuda
(Address of principal executive office)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F:

Form 20-F Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Yes No

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

Yes No

EXHIBIT INDEX

Exhibit Number	Description
99.1	Notice to Shareholders dated April 4, 2019
99.2	Proxy Card for the Annual General Meeting of Shareholders

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, thereunto duly authorized.

Auris Medical Holding Ltd.

Date: April 4, 2019

By: /s/ Hernan Levett

Name: Hernan Levett

Title: Chief Financial Officer



Auris Medical Holding Ltd.

Notice of the Annual General Meeting of Shareholders

to be held on May 8, 2019 in Hamilton, Bermuda

Notice of the Annual General Meeting of Shareholders of Auris Medical Holding Ltd. (the “Company”) to be held on May 8, 2019

To the Shareholders of Auris Medical Holding Ltd.:

The Company’s annual general meeting of shareholders (“Annual General Meeting”) will be held at the following place and time. The shareholders are herewith called and cordially invited to attend the Company’s Annual General Meeting:

Date: May 8, 2019, 8:00 am local time
Place: Clarendon House, 2 Church Street, Hamilton HM 11, Bermuda

Agenda

1 Re-Election of Directors

To re-elect the following five persons as directors of the Company to hold office until the 2020 annual general meeting of shareholders (or until their respective successors are elected):

- Thomas Meyer
- Armando Anido
- Alain Munoz
- Calvin W. Roberts
- Mats Peter Blom

For details on our directors, please see “Item 6. Directors, Senior Management and Employees-A. Directors and senior management” of our Annual Report on Form 20-F filed with the U.S. Securities and Exchange Commission (“SEC”) on March 14, 2019 (the “Annual Report”).

The Board recommends that shareholders vote “FOR ALL” the nominees for director. If not otherwise specified, proxies will be voted “FOR ALL” the nominees for director.

2 Appointment of Auditors

To appoint Deloitte AG, Switzerland as the Company’s independent registered public accounting firm for the fiscal year ending December 31, 2019 and to authorize the Company’s Audit Committee of the Board of Directors to determine their remuneration (“Proposal 2”). For details on the fees paid to Deloitte AG in 2018 and 2017, please see “Item 16C. Principal Accountant Fees and Services” of our Annual Report.

The Board recommends a vote “FOR” the appointment of Deloitte AG to serve as our independent registered public accounting firm for the fiscal year ending December 31, 2019 and to authorize the Audit Committee to determine their remuneration. If not otherwise specified, proxies will be voted “FOR” Proposal 2.

3 Compensation of the Board of Directors and the Executive Officers

To approve, on a nonbinding, advisory basis, the 2018 Board of Directors and executive officers compensation (“Proposal 3”). For details on the 2018 compensation paid to our Board of Directors and executive officers, please see “Item 6. Directors, Senior Management and Employees-B. Compensation” of our Annual Report.

The Board recommends a vote “FOR” the approval of the compensation the Board of Directors and Executive Officers as disclosed in the Annual Report. If not otherwise specified, proxies will be voted “FOR” Proposal 3.

4 Other Business

To transact such other business as may properly come before the meeting, and any adjournment or postponement thereof.

The Company will also present at the Annual General Meeting the financial statements for the year ended December 31, 2018 together with the auditor’s report thereon, which will be laid before the shareholders in accordance with Bermuda law.

The Board of Directors of the Company has fixed the close of business on April 5, 2019 as the record date for determination of shareholders on the Register of Members entitled to notice of, and to vote at, the meeting and any adjournment or postponement thereof. Only shareholders of record at the close of business on the record date are entitled to notice of, and to vote at, the meeting.

Supporting Documents: A copy of this Notice to the Annual General Meeting as well as the Company’s financial statements for the year ended December 31, 2018 together with the auditor’s report thereon is available for download in the “Investors” section of our website (www.aurismedical.com).

Hamilton, Bermuda, April 4, 2019
For the Board of Directors
// Thomas Meyer, Chairman and CEO

Organizational Matters

A. Documentation

The documentation of the Annual General Meeting is available for download in the “Investors” section of our website (www.aurismedical.com).

B. Invitation and Attendance

Shareholders registered in the register of members maintained by our transfer agent, American Stock Transfer & Trust Company, LLC, at 4 pm ET on April 5, 2019 are entitled to receive notice of and vote at the Annual General Meeting. On April 8, 2019, the mailing of the invitation and proxy form will be initiated to all holders of record as at April 5, 2019.

If you wish to attend the Annual General Meeting in person, you will be required to present the enclosed proxy form and a valid government issued proof of identification.

C. Representation

Shareholders of record, who do not attend the Annual General Meeting in person, may grant a proxy in writing to another shareholder or other third party.

Proxies submitted by mail must be received by Vote Processing c/o Broadridge, 51 Mercedes Way, Edgewood NY 11717, USA, no later than 4 pm ET on May 3, 2019. Proxies received after such time will not be considered.

To vote electronically, go to proxyvote.com and follow the instructions. You will need a 16-digit control number that is included on your proxy form.

Electronic instructions must be received no later than 11:59 pm ET on May 6, 2019.

Shareholders that have granted a proxy may not vote their shares at the Annual General Meeting unless such proxy is revoked.

D. Registration as a Shareholder with Voting Rights/No Trading Restrictions

Instructions on how a “street name” holder may become a holder of record are available in the “Investors” section of our website (www.aurismedical.com). Between 4 pm ET on April 5, 2019 and 4 pm ET on May 8, 2019 no shareholder will be registered as a shareholder of record in the Company’s register of members. American Stock Transfer & Trust Company, LLC will continue to register transfers of shares in the register of members in its capacity as transfer agent.

The registration of shareholders for voting purposes does not impact trading of Auris Medical shares held by registered shareholders before, during or after the Annual General Meeting.

E. “Street Name” Holders

“Street name” holders hold their shares through a bank, brokerage firm or other nominee. The record date for “street name” holders is April 5, 2019. “Street name” holders should follow the instructions provided by their bank, broker or nominee when voting their shares. “Street name” holders who wish to vote in person at the Annual General Meeting must obtain a signed proxy from the organization that holds their shares entitling them to represent and vote the shares at the General Meeting. The proxy must be presented at the entrance together with a government issued proof of identification.

“Street name” holders who have not obtained a proxy from their broker or custodian are not entitled to vote in person or participate in the Annual General Meeting.

F. Presence Quorum Requirement

Our bye-laws provide that at any general meeting two or more persons present at the start of the meeting and representing in person or by proxy issued and outstanding voting shares in the Company shall form a quorum for the transaction of business.

G. How many Votes you Have

On each proposal to be voted upon, you have one vote for each of our common shares that you owned on the record date.

H. Required Vote

All proposals presented for approval shall be decided by the affirmative votes of a majority of the votes cast at the Annual General Meeting, whether in person or by proxy.

I. How Votes are Counted

For all proposals presented, you may vote "For", "Against", or "Abstain". Votes that abstain and broker non-votes will neither be counted as a vote for or against the proposal.

A "broker non-vote" occurs when a broker, bank, or other nominee holding shares for a beneficial owner in street name does not vote on a particular proposal because it does not have discretionary voting power with respect to that proposal and has not received instructions with respect to that proposal from the beneficial owner of those shares, despite voting on at least one other proposal for which it does have discretionary authority or for which it has received instructions.

J. Revocability of Proxy

If you are a shareholder of record, you may revoke your proxy and change your vote at any time before the respective vote at the Annual General Meeting. You may vote again on a later date via the Internet or by telephone (only your latest Internet or telephone proxy submitted prior to the Annual General Meeting will be counted), by signing and returning a new proxy card with a later date, or by attending the Annual General Meeting and voting in person. Your attendance at the Annual General Meeting will not automatically revoke your prior proxy unless you vote again at the Annual General Meeting or specifically request in writing that your prior proxy be revoked. You may also request that your prior proxy be revoked by following the steps on item C. Representation above.

If you hold your shares in street name, you will need to follow the voting instructions provided by your broker, bank or other nominee regarding how to revoke or change your vote.

K. Cost of Proxy Preparation and Solicitation

We pay the cost of proxy preparation and solicitation, including the reasonable charges and expenses of brokers, banks or other nominees for forwarding proxy materials to street name holders.

We are soliciting proxies primarily by mail. In addition, our directors, officers and regular employees may solicit proxies by telephone, facsimile, mail, other means of communication or personally. These individuals will receive no additional compensation for such services.

We will ask brokers, banks, and other nominees to forward the proxy materials to their principals and to obtain their authority to execute proxies and voting instructions. We will reimburse them for their reasonable charges and expenses.

Questions:

Please contact Auris Medical at the address below:

Auris Medical Holding Ltd.
Attn. Investor Relations
Clarendon House, 2 Church Street, Hamilton HM 11, Bermuda
investors@aurismedical.com

AURIS MEDICAL HOLDING LTD.
 CLARENDON HOUSE
 2 CHURCH STREET
 HAMILTON HM11
 BERMUDA

VOTE BY INTERNET - www.proxyvote.com

Use the Internet to transmit your voting instructions and for electronic delivery of information. Vote by 11:59 P.M. ET on 05/08/2019. Have your proxy card in hand when you access the web site and follow the instructions to obtain your records and to create an electronic voting instruction form.

ELECTRONIC DELIVERY OF FUTURE PROXY MATERIALS

If you would like to reduce the costs incurred by our company in mailing proxy materials, you can consent to receiving all future proxy statements, proxy cards and annual reports electronically via e-mail or the Internet. To sign up for electronic delivery, please follow the instructions above to vote using the Internet and, when prompted, indicate that you agree to receive or access proxy materials electronically in future years.

VOTE BY MAIL

Mark, sign and date your proxy card and return it in the postage-paid envelope we have provided or return it to Vote Processing, c/o Broadridge, 51 Mercedes Way, Edgewood, NY 11717.

TO VOTE, MARK BLOCKS BELOW IN BLUE OR BLACK INK AS FOLLOWS:

KEEP THIS PORTION FOR YOUR RECORDS
 DETACH AND RETURN THIS PORTION ONLY

THIS PROXY CARD IS VALID ONLY WHEN SIGNED AND DATED.

The Board of Directors recommends you vote FOR the following:

- To re-elect the following five persons as directors of the Company to hold office until the 2020 annual general meeting of shareholders

Nominees

	For	Against	Abstain		For	Against	Abstain
1A Thomas Meyer	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	3 To approve, on a nonbinding, advisory basis, the 2018 Board of Directors and executive officers compensation.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
1B Armando Anido	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				
1C Alain Munoz	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				
1D Calvin W. Roberts	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				
1E Mats Peter Blom	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				

NOTE: To transact such other business as may properly come before the meeting, and any adjournment or postponement thereof.

The Board of Directors recommends you vote FOR proposals 2 and 3.

	For	Against	Abstain
2 To appoint Deloitte AG, Switzerland as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2019 and to authorize the Company's Audit Committee of the Board of Directors to determine their remuneration.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Please sign exactly as your name(s) appear(s) hereon. When signing as attorney, executor, administrator, or other fiduciary, please give full title as such. Joint owners should each sign personally. All holders must sign. If a corporation or partnership, please sign in full corporate or partnership name by authorized officer.

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Signature [PLEASE SIGN WITHIN BOX] Date

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Signature (Joint Owners) Date

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Important Notice Regarding the Availability of Proxy Materials for the Annual Meeting: The materials is/are available at www.proxyvote.com

**AURIS MEDICAL HOLDING LTD.
Annual Meeting of Shareholders
May 8, 2019 8:00 AM
This proxy is solicited by the Board of Directors**

The shareholder(s) hereby appoint(s) Thomas Meyer and Raoul Dias, or either of them, as proxies, each with the power to appoint his substitute, and hereby authorizes them to represent and to vote, as designated on the reverse side of this ballot, all of the common shares of AURIS MEDICAL HOLDING LTD. that the shareholder(s) is/are entitled to vote at the Annual Meeting of shareholder(s) to be held at 08:00 AM local time on 5/8/2019, at Clarendon House, 2 Church Street, Hamilton HM 11, Bermuda, and any adjournment or postponement thereof.

This proxy, when properly executed, will be voted in the manner directed herein. If no such direction is made, this proxy will be voted in accordance with the Board of Directors' recommendations.

Continued and to be signed on reverse side