

**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): **September 19, 2022**

Loop Media, Inc.
(Exact name of registrant as specified in its charter)

Nevada
(State or Other Jurisdiction
of Incorporation)

000-55591
(Commission
File Number)

47-3975872
(I.R.S. Employer
Identification No.)

**700 N. Central Ave., Suite 430 Glendale,
CA**
(Address of Principal Executive Office)

91203
(Zip Code)

(213) 436-2100
(Registrant's telephone number, including area code)

(Former name, former address and former fiscal year, 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:

- 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
N/A	N/A	N/A

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

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 3.03. Material Modification to Rights of Security Holders.

The information contained in Item 5.03 below is incorporated by reference into this Item 3.03.

Item 5.03. Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.

On September 19, 2022, Loop Media, Inc. (the "Company," "Loop," "us" or "we") filed a Certificate of Change with the Secretary of State of the State of Nevada (the "Certificate of Change"), which effected, at 4:01 p.m. Eastern Time on September 20, 2022, a one-for-three reverse stock split (the "Reverse Stock Split") of both the Company's issued and outstanding shares of common stock, par value \$0.0001 per share (the "Common Stock") and authorized shares of Common Stock. In connection with the Reverse Stock Split, the CUSIP number for the Common Stock will change to 54352F206.

As a result of the Reverse Stock Split, every three shares of Common Stock issued and outstanding was converted into one share of Common Stock, with a proportionate 1:3 reduction in the Company's authorized Common Stock. The Reverse Stock Split affected all stockholders uniformly and did not alter any stockholder's percentage interest in the Company's equity, except to the extent that the Reverse Stock Split would have resulted in some stockholders owning a fractional share. No fractional shares were issued in connection with the Reverse Stock Split. Fractional shares will be rounded up to the nearest whole number.

The Reverse Stock Split did not change the par value of the Common Stock. All outstanding securities entitling their holders to purchase shares of Common Stock or acquire shares of Common Stock, including stock options, convertible debt and warrants, were adjusted as a result of the Reverse Stock Split, as required by the terms of those securities.

No stockholder approval of the Reverse Stock Split was required under Nevada law, and on September 18, 2022, the Board of Directors of the Company approved and authorized the Reverse Stock Split, including the filing of the Certificate of Change.

The Common Stock will begin trading on a Reverse Stock Split-adjusted basis when the market opens on September 21, 2022.

The foregoing description of the Certificate of Change is a summary of the material terms thereof, does not purport to be complete and is qualified in its entirety by reference to the full text of the Certificate of Change, which is filed with this report, including a related Certificate of Correction, as Exhibit 3.1 and is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit Number	Description
3.1 104	Certificate of Change and Certificate of Correction dated September 19, 2022. Cover Page Interactive Data File (embedded within the Inline XBRL document).

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: September 21, 2022

LOOP MEDIA, INC.

By: /s/ Jon Niermann
Jon Niermann, CEO

DocuSign Envelope ID: 49BE692E-ADF0-4310-83F5-B4F8F5B7A1EE



BARBARA K. CEGAVSKE
 Secretary of State
 202 North Carson Street
 Carson City, Nevada 89701-4201
 (775) 684-5708
 Website: www.nvsos.gov

Filed in the Office of <i>Barbara K. Cegavske</i>	Business Number E0232812015-8
Secretary of State State Of Nevada	Filing Number 2022262197
	Filed On 9/19/2022 10:00:00 AM
	Number of Pages 1

Certificate of Change Pursuant to NRS 78.209

TYPE OR PRINT - USE DARK INK ONLY - DO NOT HIGHLIGHT

INSTRUCTIONS:

1. Enter the current name as on file with the Nevada Secretary of State and enter the Entity or Nevada Business Identification Number (NVID).
2. Indicate the current number of authorized shares and par value, if any, and each class or series before the change.
3. Indicate the number of authorized shares and par value, if any of each class or series after the change.
4. Indicate the change of the affected class or series of issued, if any, shares after the change in exchange for each issued share of the same class or series.
5. Indicate provisions, if any, regarding fractional shares that are affected by the change.
6. NRS required statement.
7. This section is optional. If an effective date and time is indicated the date must not be more than 90 days after the date on which the certificate is filed.
8. Must be signed by an Officer. Form will be returned if unsigned.

1. Entity Information:	Name of entity as on file with the Nevada Secretary of State: <input style="width: 100%;" type="text" value="Loop Media, Inc."/>		
	Entity or Nevada Business Identification Number (NVID): <input style="width: 100%;" type="text" value="E0232812015-8"/>		
2. Current Authorized Shares:	The current number of authorized shares and the par value, if any, of each class or series, if any, of shares before the change: Common Stock-316,666,667, par value \$.0001		
3. Authorized Shares After Change:	The number of authorized shares and the par value, if any, of each class or series, if any, of shares after the change: Common Stock-105,555,556, par value \$.0001		
4. Issuance:	The number of shares of each affected class or series, if any, to be issued after the change in exchange for each issued share of the same class or series: Common Stock-51,179,865		
5. Provisions:	The provisions, if any, for the issuance of fractional shares, or for the payment of money or the issuance of scrip to stockholders otherwise entitled to a fraction of a share and the percentage of outstanding shares affected thereby: Fractional shares will be rounded up to the nearest whole share		
6. Provisions:	The required approval of the stockholders has been obtained.		
7. Effective date and time: (Optional)	Date: <input style="width: 150px;" type="text" value="09/20/2022"/>	Time: <input style="width: 150px;" type="text" value="4:01 p.m. EDT"/>	
	(must not be later than 90 days after the certificate is filed)		
8. Signature: (Required)	Docsigned by: <input checked="" type="checkbox"/> <i>Jon Niermann</i> Signature of Officer		Title: <input style="width: 150px;" type="text" value="CEO"/> Date: <input style="width: 150px;" type="text" value="9/19/2022"/>

This form must be accompanied by appropriate fees.
 If necessary, additional pages may be attached to this form.



BARBARA K. CEGAVSKE
 Secretary of State
 202 North Carson Street
 Carson City, Nevada 89701-4201
 (775) 684-5708
 Website: www.nvsos.gov

Filed in the Office of <i>Barbara K. Cegavske</i>	Business Number E0232812015-8
Secretary of State State Of Nevada	Filing Number 20222623675
	Filed On 9/19/2022 3:46:00 PM
	Number of Pages 1

Certificate of Correction

NRS 78, 78A, 80, 81, 82, 84, 86, 87, 87A, 88, 88A, 89 and 92A

(Only one document may be corrected per certificate.)

TYPE OR PRINT - USE DARK INK ONLY - DO NOT HIGHLIGHT

INSTRUCTIONS:

1. Enter the current name as on file with the Nevada Secretary of State and enter the Entity or Nevada Business Identification Number (NVID).
2. Name of document with inaccuracy or defect.
3. Filing date of document with inaccuracy or defect.
4. Brief description of inaccuracy or defect.
5. Correction of inaccuracy or defect.
6. Must be signed by Authorized Signer. Form will be returned if unsigned.

1. Entity Information:	Name of entity as on file with the Nevada Secretary of State: <input type="text" value="Loop Media, Inc."/>
	Entity or Nevada Business Identification Number (NVID): <input type="text" value="E0232812015-8"/>
2. Document:	Name of document with inaccuracy or defect: <input type="text" value="Certificate of Change Pursuant to NRS 78.209"/>
3. Filing Date:	Filing date of document which correction is being made: <input type="text" value="09/19/2022"/>
4. Description:	Description of inaccuracy or defect: <input type="text" value="The Certificate of Change must include number of outstanding shares of common stock before and after the stock split and the formula for the reverse stock split which is required in connection with FINRA regulations"/>
5. Correction:	Correction of inaccuracy or defect: <input type="text" value="The following is added to item 4: The issued shares shall be decreased by a ratio of one-for-three. Prior to the split the outstanding shares consist of 153,539,596 shares and post split 51,179,865."/>
6. Signature: (Required)	<div style="display: flex; justify-content: space-between;"> <div style="width: 60%;"> <p>DocuSigned by: X <i>Jon Nermann</i> 2A059A8FBFC4A4D5 Signature</p> </div> <div style="width: 35%;"> <p><input type="text" value="9/19/2022"/> Date</p> </div> </div>

This form must be accompanied by appropriate fees.