## 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): August 8, 2023

## LOOP MEDIA, INC.

(Exact Name of Registrant as Specified in Charter)

Nevada

(State or Other Jurisdiction of Incorporation)

**001-41508** (Commission File Number) 47-3975872 (IRS Employer Identification No.)

2600 West Olive Avenue, PMB 54470 Burbank, CA (Address of Principal Executive Offices)

91505 (Zip Code)

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

N/A

(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:

"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 or to be 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, \$0.0001 par value per share	LPTV	The NYSE American, 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 2.02. Results of Operations and Financial Condition.

On August 8, 2023, Loop Media, Inc. (the "Company") issued a press release regarding financial results for the three months ended June 30, 2023. A copy of the press release is furnished as Exhibit 99.1 hereto and is incorporated by reference herein.

The information in this Item 2.02 of this Current Report on Form 8-K and Exhibit 99.1 attached hereto shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities of that Section, nor shall such information be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

#### Forward-Looking Statements

This report, including Exhibit 99.1 furnished herewith, contains forward-looking statements within the meaning of the federal securities laws. Forward-looking statements typically are identified by use of terms such as "may," "will," "should," "plan," "expect," "anticipate," "estimate" and similar words, and the opposites of such words, although some forward-looking statements are expressed differently. Forward-looking statements involve known and unknown risks and uncertainties that exist in the Company's operations and business environment, which may be beyond the Company's control, and which may cause actual results, performance or achievements to be materially different from future results, performance or achievements expressed or implied by such forward-looking statements. All statements other than statements of historical fact are statements that could be forward-looking statements. For example, forward-looking statements include, without limitation: statements regarding prospects for additional customers; market forecasts; projections of earnings, revenues, synergies, accretion or other financial information; and plans, strategies and objectives of management for future operations. The risks and uncertainties referred to above include, but are not limited to, risks detailed from time to time in the Company's filings with the Securities and Exchange Commission, including its Annual Report on Form 10-K for the year ended September 30, 2022. These risks could cause actual results to differ

materially from those expressed in any forward-looking statements made by, or on behalf of, the Company. Forward-looking statements represent the judgment of management of the Company regarding future events. Although the Company believes that the expectations reflected in such forward-looking statements are reasonable at the time that they are made, the Company can give no assurance that such expectations will prove to be correct. Unless otherwise required by applicable law, the Company assumes no obligation to update any forward-looking statements, and expressly disclaims any obligation to do so, whether as a result of new information, future events or otherwise.

#### Item 9.01. Financial Statements and Exhibits.

(d) Exhibits:

Exhibit No.	Description
<u>99.1</u>	Press Release, dated August 8, 2023.
104	Cover Page Interactive Date 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.

LOOP MEDIA, INC.

Dated: August 8, 2023

By: /s/ Jon Niermann Name: Jon Niermann Title: Chief Executive Officer



#### Loop Media Reports Fiscal Third Quarter 2023 Financial Results

Approximate 20% SG&A Expense Reduction Target Achieved Q3 Revenue up 6% QoQ to \$5.7 Million; Quarterly Active Units up 7% QoQ

Los Angeles, CA – August 8, 2023 – Loop Media, Inc. ("Loop Media" or "Loop" or the "Company") (NYSE American: LPTV), a leading multichannel digital video/TV streaming platform that provides curated music video and branded entertainment channels for businesses, is reporting financial and operating results for its fiscal third quarter ended June 30, 2023.

#### Fiscal Q3 2023 Summary

- Revenue was \$5.7 million.
- · Gross profit was \$1.8 million, with gross margin of 31.8%.
- Net loss was (7.9) million or (0.14) per share
- Adjusted EBITDA (a non-GAAP financial measure defined below) was \$(3.7) million.
- As of June 30, 2023, we had 34,898 QAUs operating on our O&O Platform. We have a total of approximately 37,000 screens across our Partner Platforms.

#### **Management Commentary**

"I am pleased to report that we finished our fiscal third quarter stronger across all metrics than we initially announced in our guidance issued in May. In addition to achieving the forecasted approximate 20% SG&A expense reduction in the June quarter compared to our March quarter, we exceeded our revenue and gross profit margin forecasts. During the June quarter, we continued to focus on cost reductions while maintaining our attention on distribution. We also managed to secure a significant Partner Platform partner at the end of the quarter, which led to expansion in that business in the short-term," said Jon Niermann, CEO of Loop Media.

"The headwinds we experienced in advertising demand that began in our December quarter and that have continued during calendar 2023 have required us to revisit our cost structure and growth strategy in calendar 2023. To meet the challenges associated with this environment, we've continued to strengthen the foundation of our business while looking for ways to reduce costs and increase efficiencies. In our fiscal third quarter ending in June, we made some headcount cuts that helped strengthen our bottom line. That said, since our beginning, we've always taken pride in building a 'lean' organization, and we were able to absorb functions of eliminated personnel into existing positions. We had 73 full-time employees as of June 30, 2023. Going forward, we may need to make further tactical employee reductions in certain areas of our business, which may be offset by adding focused headcount in areas where we believe we can grow revenue and distribution. We also were deliberate with a slower pace of growth in QAUs in our O&O Platform business for the June quarter from the prior quarter as we looked to prioritize and incentivize the distribution of Loop Players in key advertising markets and geographies, as well as into more desirable out-of-home location types, like convenience stores, restaurants, bars, and other retail establishments. Thus, our result of a 7% QoQ increase in our third quarter. We also looked to reduce our presence in less desirable out-of-home locations, which offset and reduced our net distribution growth. This is part of the natural learning and development of our business – better targeting and focusing our time and investment on location types that we now know are more lucrative. We believe the focus on key markets and geographies will help deliver greater returns to us over time. Conversely, we were aggressive with our Partner Platform growth, resulting in a substantial increase of 50%, from 24,000 to 36,000 screens across our Partner Platform, at the end of Q3."

"While we achieved quarterly revenue growth and an increase of screens in our Partner Plaform in the June Q3 quarter compared to the previous March quarter, we are still seeing a challenging macroeconomic environment coupled with continued headwinds in the advertising business. We believe that our business and distribution platforms are well placed to take advantage of any macro-economic market recovery and increase in advertising spend that may occur in 2023 and beyond," said Bob Gruters, Chief Revenue Officer of Loop Media.

"We aim to have a Loop presence in and deliver our service to the most desirable geographies and advantageous locations, thereby delivering our content to the widest audience that advertisers are looking to reach with their advertisements, products and services," Gruters continued. "Most importantly, we seek to achieve growth in our distribution in the top 20 markets in the United States, which we believe will deliver desired results with advertisers going forward."

#### Fiscal Third Quarter (June 30) 2023 Financial Results

In the 2023 fiscal third quarter, revenue decreased approximately 47% to \$5.7 million compared to \$10.8 million in the same period in fiscal 2022. The decrease was primarily driven by a material slowdown in digital advertising spend due to the macroeconomic environment.

"We have more clearly learned that there still is an education process involved with many of our advertising partners that Loop is an extension of Connected Television ("CTV") and digital video budgets as opposed to just digital out-of-home ("DOOH"). We have worked with these partners extensively over the past several months to encourage them to once again open up their budgets to all forms of digital video, which will help us going forward, as it did in previous quarters," said Neil Watanabe, Chief Financial Officer of Loop Media.

Gross profit in the 2023 fiscal third quarter was \$1.8 million compared to \$3.8 million for the same period in fiscal 2022. Gross margin was 31.8% in the 2023 fiscal third quarter compared to 35% in the prior period. The decrease was primarily driven by revenue mix as well as incremental licensing costs.

Total sales, general, and administrative ("SG&A") expenses (excluding stock-based compensation and depreciation and amortization) in the 2023 fiscal third quarter were \$6.3 million compared to \$5.9 million for the same period in fiscal 2022 and \$7.8 million for the 2023 fiscal second quarter. The year-over-year increase was primarily due to greater customer acquisition and retention expenses and stock compensation expenses, partially offset by decreased payroll costs. The quarter-over-quarter decrease was primarily due to a reduction in marketing spend and other operating expenses. Net loss in the 2023 fiscal third quarter was \$(7.9) million or \$(0.14) per share, compared to a net loss of \$(5.7) million or \$(0.11) per share for the same period in fiscal 2022.

Adjusted EBITDA in the fiscal 2023 third quarter was \$(3.7) million compared to \$(1.9) million for the same period in fiscal 2022.

On June 30, 2023, cash and cash equivalents were \$6.4 million compared to \$4.7 million on March 31, 2023. The increase was primarily driven by proceeds of \$8.3 million from equity offerings under the Company's equity at-the-market ("ATM") sales program. As of June 30, 2023, the Company had total debt of \$10.1 million compared to \$9.1 million as of March 31, 2023.

#### **Conference Call**

The Company will conduct a conference call today, August 8, 2023, at 5:00 p.m. Eastern Daylight Time to discuss financial and operating results for its third quarter ended June 30, 2023.

Loop's management will host the conference call, followed by a question and answer period.

Date: August 8, 2023 Time: 5:00 p.m. Eastern Standard Time Participant registration link: <u>here</u>

Below are the details for those participants who would like to dial in and ask questions.

Conference ID: 7218531 Participant Toll-Free Dial-In Number: 1 (800) 715-9871 Participant International Dial-In Number: 1 (646) 307-1963

The conference call will also be available for replay on the investor relations section of the Company's website atwww.loop.tv/investors.

#### About Loop Media, Inc.

Loop Media, Inc. ("Loop Media") (NYSE American: LPTV) is a leading digital out-of-home ("DOOH") TV and digital signage platform optimized for businesses, providing free music video, news, sports and entertainment channels through its Loop TV service. Loop Media is the leading company in the U.S. licensed to stream music videos to businesses through its proprietary Loop Player.

Loop Media's digital video content reaches millions of viewers in DOOH locations including bars/restaurants, office buildings, retail businesses, college campuses, airports and on free ad-supported TV platforms and at local gas stations on GSTV terminals in the United States.

Loop is fueled by one of the largest and most important short form entertainment libraries that includes music videos, movie trailers and live performances. Loop Media's nonmusic channels cover a multitude of genres and moods and include sports highlights, news, lifestyle and travel videos, viral videos and more. Loop Media's streaming services generate revenue from advertising, sponsorships, integrated marketing, branded content and from subscriptions.

To learn more about Loop Media products and applications, please visit us online atLoop.tv

Follow us on social:

Instagram: @loopforbusiness

X (Twitter): @loopforbusiness

LinkedIn: https://www.linkedin.com/company/loopforbusiness/

#### Safe Harbor Statement and Disclaimer

This news release includes "forward-looking statements" within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended, including, but not limited to, Loop Media's expected performance, ability to compete in the highly competitive markets in which it operates, statements regarding Loop Media's ability to develop talent and attract future talent, the success of strategic actions Loop Media is taking, and the impact of strategic transactions. Forward-looking statements give our current expectations, opinion, belief or forecasts of future events and performance. A statement identified by the use of forward-looking words including "will," "may," "expects," "projects," "anticipates," "plans," "believes," "estimate," "should," and certain of the other foregoing statements may be deemed forward-looking statements. Although Loop Media believes that the expectations reflected in such forward-looking statements are reasonable, these statements involve risks and uncertainties that may cause actual future activities and results to be materially different from those suggested or described in this news release. Investors are cautioned that any forward-looking statements are not guarantees of future performance and actual results or developments may differ materially from those projected. The forward-looking statements in this press release are made as of the date hereof. Loop Media takes no obligation to update or correct its own forward-looking statements, except as required by law, or those prepared by third parties that are not paid for by Loop Media. Loop Media's Securities and Exchange Commission filings are available at www.sec.gov.

#### **Non-GAAP Measures**

Loop Media uses non-GAAP financial measures, including adjusted EBITDA and quarterly active units or QAUs, as supplemental measures of the performance of the Company's business. Use of these financial measures has limitations, and you should not consider them in isolation or use them as substitutes for analysis of Loop Media's financial results under generally accepted accounting principles in the United States of America ("U.S. GAAP"). The tables below provide a reconciliation of adjusted EBITDA to the most nearly comparable measure under U.S. GAAP.

The Company defines an "active unit" as (i) an ad-supported Loop Player (or DOOH location using our ad-supported service through our "Loop for Business" application or using a DOOH venue-owned computer screening our content) that is online, playing content, and has checked into the Loop analytics system at least once in the 90-day period or (ii) a DOOH location customer using our paid subscription service at any time during the 90-day period. The Company uses "QAU" to refer to the number of such active units during such period.

Loop Media Investor Contact James Cerna, Head of Capital Markets ir@loop.tv

Loop Media Press Contact Jon Phillips jon@phillcomm.global

#### LOOP MEDIA, INC. CONSOLIDATED STATEMENTS OF OPERATIONS (UNAUDITED)

		Three months ended June 30,			Nine months ended June 30,			
			2023	2022		2023		2022
Revenue		\$	5,734,976	\$ 10,804,083	\$	25,954,038	\$	18,679,956
Cost of revenue								
Cost of revenue - Advertising and Legacy and other revenue			3,132,568	6,742,460		14,767,807		11,045,440
Cost of revenue - depreciation and amortization			779,165	275,823		2,091,876		933,037
Total cost of revenue			3,911,733	 7,018,283		16,859,683		11,978,477
Gross profit			1,823,243	 3,785,800		9,094,355		6,701,479
	Gross margin %		31.8%	35.0%		35.0%		35.9%
Operating expenses								
Sales, general and administrative			6,284,514	5,942,793		22,011,961		14,956,990
Stock-based compensation			2,592,369	1,479,774		6,858,983		4,202,286
Depreciation and amortization			295,008	130,864		717,733		195,666
Restructuring costs			146,672	 		146,672		
Total operating expenses			9,318,563	 7,553,431		29,735,349		19,354,942
Loss from operations			(7,495,320)	(3,767,631)		(20,640,994)		(12,653,463)
Other income (expense)								
Interest income				_		_		200
Interest expense			(962,718)	(978,435)		(2,889,745)		(1,976,941)
Loss on extinguishment of debt			—	(944,614)		—		(944,614)
Gain on extinguishment of debt			_	—		—		490,051
Change in fair value of derivatives			—	18,395		—		164,708
Employee retention credits			648,543	—		648,543		—
Other expense			(65,643)	 		(68,267)		
Total expense			(379,818)	(1,904,654)	_	(2,309,469)		(2,266,596)
Loss before income taxes			(7,875,138)	(5,672,285)		(22,950,463)		(14,920,059)
Income tax (expense)/benefit			(394)			(1,624)		(1,051)
Net loss		\$	(7,875,532)	\$ (5,672,285)	\$	(22,952,087)	\$	(14,921,110)
Basic and diluted net loss per common share		\$	(0.14)	\$ (0.11)	\$	(0.41)	\$	(0.32)
Weighted average number of basic and diluted common shares	outstanding		56,604,812	51,172,644		56,455,743		47,061,092

#### LOOP MEDIA, INC. EBITDA RECONCILIATION (UNAUDITED)

	Three months ended June 30,			Nine months ended June 30,				
		2023		2022		2023		2022
GAAP net loss	\$	(7,875,532)	\$	(5,672,285)	\$	(22,952,087)	\$	(14,921,110)
Adjustments to reconcile to EBITDA:								
Interest expense		962,718		978,435		2,889,745		1,976,941
Interest income				_		_		(200)
Depreciation and amortization expense*		1,074,173		406,687		2,809,608		1,128,702
		394		_		1,624		1,051
Income tax expense (benefit)								
EBITDA	\$	(5,838,247)	\$	(4,287,163)	\$	(17,251,110)	\$	(11,814,616)

\* Includes amortization of content assets and for cost of revenue and operating expenses and ATM facility.

# LOOP MEDIA, INC. ADJUSTED EBITDA RECONCILIATION (UNAUDITED)

	Three months ended June 30,		Nine months e	nded June 30,
	2023	2022	2023	2022
GAAP net loss	\$ (7,875,532)	\$ (5,672,285)	\$ (22,952,087)	\$ (14,921,110)
Adjustments to reconcile to Adjusted EBITDA:				
Interest expense	962,718	978,435	2,889,745	1,976,941
Interest income	_	_	_	(200)
Depreciation and amortization expense*	1,074,173	406,687	2,809,608	1,128,702
Income tax expense (benefit)	394	-	1,624	1,051
Stock-based compensation**	2,592,369	1,479,774	6,858,983	4,202,286
Non-recurring expense	209,287	-	209,287	
Gain on extinguishment of debt	_	_	_	(490,051)
Loss on obligations	_	944,614	_	944,614
Change in fair value of derivative	_	(18,395)	_	(164,708)
Employee retention credits	(648,543)	· - ·	(648,543)	_
Other expense	3,027	_	5,651	_
Adjusted EBITDA	\$ (3,682,107)	\$ (1,881,170)	\$ (10,825,732)	\$ (7,322,475)

\* Includes amortization of content assets and for cost of revenue and operating expenses and ATM facility. \*\* Includes options, Resticted Stock Units ("RSUs") and warrants.

## LOOP MEDIA, INC. CONDENSED CONSOLIDATED BALANCE SHEETS

		une 30, 2023	Se	ptember 30, 2022
ASSETS	(U	NAUDITED)		
Current assets				
Cash	\$	6,386,288	\$	14,071,914
Accounts receivable, net		5,500,412		12,590,970
Prepaid expenses and other current assets		1,413,512		1,496,566
Content assets - current		2,462,777		745,633
Total current assets		15,762,989		28,905,083
Non-current assets		- , - ,		- , , ,
Deposits		64,036		63,889
Content assets - non current		579,869		678,659
Deferred offering costs		471,473		_
Property and equipment, net		2,913,159		1,633,169
Operating lease right-of-use assets		_		76,696
Intangible assets, net		506,000		590,333
Total non-current assets		4,534,537		3,042,746
Total assets	\$	20,297,526	\$	31,947,829
LIABILITIES AND STOCKHOLDERS' EQUITY	-	.,	-	
Current liabilities				
Accounts payable	\$	5,204,563	\$	7,453,801
Accrued liabilities		2,721,627		5,620,873
Accrued royalties and revenue share		3,810,862		4,559,088
Payable on acquisition				250,125
License content liabilities - current		568,906		1,092,819
Deferred Income		_		140,764
Lease liability - current				75,529
Non-revolving line of credit, related party		5,493,289		
Non-revolving line of credit		1,967,157		—
Total current liabilities	_	19,766,404	_	19,192,999
Non-current liabilities				
Non-revolving line of credit		409,632		1,494,469
Non-revolving line of credit, related party		—		2,575,753
Revolving line of credit		2,246,060		3,030,516
Total non-current liabilities		2,655,692		7,100,738
Total liabilities		22,422,096		26,293,737
		<u> </u>		<u> </u>
Commitments and contingencies		—		_
Stockholders' equity				
Common Stock, \$0.0001 par value, 105,555,556 shares authorized, 59,183,668 and 56,381,209 shares issued and outstanding as of				
June 30, 2023, and September 30, 2022, respectively		5,918		5,638
Additional paid in capital		117,143,464		101,970,318
Accumulated deficit		(119,273,952)		(96,321,864)
Total stockholders' equity		(2,124,570)		5,654,092
Total liabilities and stockholders' equity	\$	20,297,526	\$	31,947,829
	φ	20,277,520	φ	51,777,829

#### LOOP MEDIA, INC. CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS (UNAUDITED)

		Nine months ended Ju			
		2023		2022	
CASH FLOWS FROM OPERATING ACTIVITIES	· · · · · · · · · · · · · · · · · · ·				
Net loss	\$	(22,952,087)	\$	(14,921,110)	
Adjustments to reconcile net loss to net cash used in operating activities: Amortization of debt discount		1,842,003		1,532,792	
Depreciation and amortization expense		717,733		1,552,792	
Amortization of content assets		2,091,876		933,036	
Amortization of right-of-use assets		76,696		118,719	
Bad debt expense				20,000	
Gain on extinguishment of debt		—		(490,051)	
Loss on early extinguishment of convertible debt		_		944,614	
Change in fair value of derivative Warrants issued for consulting services		—		(164,708)	
Stock-based compensation		6,858,983		4,202,286	
Option exercise		38,410		_	
Warrants issued in conjunction with debt		136,103			
Payment in kind for interest stock issuance				177,000	
Change in operating assets and liabilities:					
Accounts receivable		7,090,558		(10,049,799)	
Prepaid income tax				(1,842)	
Inventory		4,397		210,494 (741,364)	
Prepaid expenses Deposit		78,632 (147)		(741,364) (29,590)	
Accounts payable		(2,605,012)		2,558,353	
Accrued liabilities		(2,899,246)		5,269,758	
Accrued royalties and revenue share		(748,226)		2,683,245	
Licensed content liability		(4,132,894)		(1,109,750)	
Operating lease liabilities		(75,529)		(123,453)	
Deferred income		(140,764)		(47,252)	
NET CASH USED IN OPERATING ACTIVITIES		(14,618,514)		(8,832,956)	
CASH FLOWS FROM INVESTING ACTIVITIES					
Purchase of property and equipment		(1,483,498)		(956,889)	
NET CASH USED IN INVESTING ACTIVITIES		(1,483,498)		(956,889)	
CASH FLOWS FROM FINANCING ACTIVITIES					
Proceeds from issuance of common stock		8,318,110		1,250,000	
Proceeds from issuance of convertible debt		8,518,110		2,079,993	
Proceeds from non-revolving line of credit				6,222,986	
Proceeds from line of credit		37,974,347		—	
Payments from line of credit		(36,262,546)			
Debt issuance costs		(538,381)			
Issuance costs for stock uplist		(179,380)		(500.000)	
Deferred offering costs Payment of acquisition related consideration		(646,840) (250,125)		(500,092)	
Repayment of convertible debt		(230,123)		(2,715,865)	
Short swing profit recovery		1,201		(2,715,005)	
NET CASH PROVIDED BY FINANCING ACTIVITIES		8,416,386		6,337,022	
		(7.605.600)		(2.452.022)	
Change in cash and cash equivalents		(7,685,626)		(3,452,823)	
Cash, beginning of period Cash, end of period	\$	14,071,914 6,386,288	\$	4,162,548 709,725	
cush, end of period	\$	0,380,288	φ	109,125	
SUPPLEMENTAL DISCLOSURES OF CASH FLOW STATEMENTS					
Cash paid for interest	\$	945,939	\$	153,009	
Cash paid for income taxes	\$	1,624	\$	1,051	
CURDI EMENTAL DICCI OCUDEC OF NON CACH INTEGTING AND PINANONO A OTRUPPE					
SUPPLEMENTAL DISCLOSURES OF NON CASH INVESTING AND FINANCING ACTIVITIES Payment in kind common stock payment	¢		¢	177.000	
Early extinguishment of convertible debt	\$		\$	177,000	
	\$		\$	944,614	
Warrants issued in conjunction with debt	\$	136,103	\$	3,036,970	
Beneficial conversion feature recorded as discounted debt	\$		\$	2,079,993	
Unpaid deferred offering costs	\$	157,731	\$	40,017	
Unpaid additions to property and equipment	\$	412,256	\$		