

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 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 25, 2017

GENIUS BRANDS INTERNATIONAL, INC.

(Name of registrant as specified in its charter)

Nevada

*(State or other jurisdiction of
Incorporation or organization)*

000-54389

(Commission File Number)

20-4118216

*(I.R.S. Employer
Identification Number)*

**301 N. Canon Drive, Suite 305
Beverly Hills, CA**

(Address of principal executive offices)

90210

(Zip Code)

*Registrant's telephone number, including area code: (310) 273-4222
(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):

- 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.

ITEM 7.01 REGULATION FD DISCLOSURE.

On September 26, 2017, Genius Brands International, Inc. (the “Company”) distributed to its shareholders the letter attached hereto as Exhibit 99.1.

The information disclosed under this Item 7.01, including Exhibit 99.1 hereto, is being furnished and shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, nor shall it be incorporated by reference into any registration statement or other document pursuant to the Securities Act of 1933, as amended, except as expressly set forth in such filing.

ITEM 8.01 OTHER EVENTS.

On September 25, 2017, the Company issued a press release announcing the launch of *Kid Genius Cartoons Plus!* subscription streaming service on Amazon Channels. A copy of the press release is attached hereto as Exhibit 99.2.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS

(d) Exhibits.

The exhibit listed in the following Exhibit Index is filed as part of this Current Report on Form 8-K.

Exhibit No.	Description
99.1	Genius Brands International, Inc. Letter to Shareholders, dated September 26, 2017.
99.2	Genius Brands International, Inc. Press Release, dated September 25, 2017.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

GENIUS BRANDS INTERNATIONAL, INC.

Date: September 27, 2017

By: /s/ Andy Heyward
Name: Andy Heyward
Title: Chief Executive Officer



Dear Friends and Shareholders,

Yesterday morning Amazon and Genius Brands International (GNUS) announced that Amazon Channels will offer an exclusive kid's animation subscription streaming channel, ***Kid Genius Cartoons Plus!***, to all 80 million+ subscribers of Amazon Prime. It is the most important transaction in the history of Genius Brands, and its value to the company cannot be overstated. The agreement between Amazon and Genius Brands is a multi-year deal, which will be offered at \$3.99/month per subscriber. The launch of ***Kid Genius Cartoons Plus!*** this Thursday, September 28, is nothing short of transformational for the company.

There are several key points associated with the agreement with Amazon.

1. Monthly subscriber fees enable Genius Brands to immediately monetize the investment, which has already been made to create its valuable children's catalogue of animation over the last four years.
2. Industry analysts project that Amazon Prime's subscriber base is forecast to double within the next five years. Genius Brands will participate in the growth of that through our channel.
3. Amazon Prime carries only one other major kids program service, PBS Kids. However, PBS Kids is a service that programs to toddler and preschooler children, whereas ***Kid Genius Cartoons Plus!*** programs to all kids, from toddlers through tweens.

4. Kid Genius has a unique profile, which distinguishes it from other kid's content services and which made it particularly attractive to Amazon: It is content which has enrichment or as we like to say, "content with a purpose." Thus, most of our shows have a positive curriculum basis to them amidst fun and adventure. For example, in Warren Buffett's *Secret Millionaires Club* kids learn lessons in financial literacy; *Thomas Edison's Secret Lab*, kids learn science; *Baby Genius* provides valuable childhood development messages all inside engaging fun stories. There is no violence, no negative stereotypes and no inappropriate messaging.

5. Warren Buffett was quoted in the announcement stating, "I am thrilled *Secret Millionaires Club* is available on Amazon Channels, allowing kids, along with their parents, to learn valuable lessons about finance and business to inspire them to be the best they can be."

The creation and launch of the channel represents the work of so many talented people inside Genius Brands, in particular Deb Pierson, President of the *Kid Genius Cartoons Plus!* Channel and Margaret Loesch, Executive Chairman, who has successfully launched multiple kid's channels, including the Fox Kids Network, which was subsequently sold to the Walt Disney Company for \$5.4 billion dollars.

Wednesday morning at 10 A.M. E.T., myself and our CFO, Rebecca Hershinger, will host an investor conference call to discuss the channel further as well as answer any questions.*

We couldn't possibly be more excited about this transformational event for Genius Brands.

Welcome to *Kid Genius Cartoons Plus!*

Sincerely,



Andy Heyward
Chairman & CEO
Genius Brands International, Inc.

***Conference Call Information:**

When: Wednesday, September 27 at 10 AM ET/7 AM PT.

Dial-in: U.S.: 877-407-8291 and International: 201-689-8345



GENIUS BRANDS INTERNATIONAL TO LAUNCH *KID GENIUS CARTOONS PLUS!* SUBSCRIPTION STREAMING SERVICE ON AMAZON CHANNELS, AVAILABLE ON SEPTEMBER 28, 2017

Amazon Prime Members Can Add Kid Genius Cartoons Plus! to Their Membership for \$3.99 Per Month After 7-day Free Trial

Kid Genius Cartoons Plus! Delivers “Content with a Purpose,” Including Warren Buffett’s Secret Millionaires Club, Baby Genius and Thomas Edison’s Secret Lab, Available Via The Amazon Video App on TVs and Mobile Devices or to Download for Offline Viewing

BEVERLY HILLS, CA -- September 25, 2017: Genius Brands International, Inc. “Genius Brands” (NASDAQ: GNUS) today announced the launch of *Kid Genius Cartoons Plus!*, a premium subscription streaming channel for families available on Amazon Channels--a service that gives Prime members the ability to watch over 100 on-demand channels—no cable required, cancel anytime, and no additional apps to download. *Kid Genius Cartoons Plus!* is available for \$3.99 per month, after 7-day free trial.

Kid Genius Cartoons Plus! offers exclusive access to stream full seasons of enriching and entertaining content for toddlers to tweens via the Amazon Video app for TVs, connected devices, including Fire TV, mobile devices and online at www.amazon.com/channels.com. *Kid Genius Cartoons Plus!* features series that support science, technology, engineering and math (STEM) skills, as well as social-emotional development and literacy skills. Award-winning “content with a purpose” from Genius Brands’ catalog available on *Kid Genius Cartoons Plus!* includes *Warren Buffett’s Secret Millionaires Club*, featuring 26 half-hour episodes and 26 shorts created and produced in partnership with and starring legendary financier Warren Buffett, *Baby Genius*, *Thomas Edison’s Secret Lab*, *SpacePOP Stan Lee’s Mighty 7*, *Martha Stewart’s Martha & Friends*, and *Gisele Bündchen’s Gisele & The Green Team*.

Warren Buffett said, “I am thrilled *Secret Millionaires Club* is available on Amazon Channels, allowing kids, along with their parents, to learn valuable lessons about finance and business to inspire them to be the best they can be.”

“Amazon’s commitment to quality family programming that both entertains and educates is perfectly aligned with Genius Brands’ mission to provide enriching ‘content with a purpose,’ as demonstrated by such original content offerings as *Baby Genius*, *Warren Buffett’s Secret Millionaires Club* and *Thomas Edison’s Secret Lab*, as well as distinctive series our experts have selected from other similarly committed program creators around the world,” explained Genius Brands International Chairman & CEO Andy Heyward. “We are thrilled to offer a diverse selection of *Kid Genius Cartoons Plus!* content on Amazon Channels and look forward to building a long and mutually rewarding relationship as we provide enriched content for toddlers through tweens to watch with their parents, which is not available on other family program services.”

Executive Chairman of the *Kid Genius Cartoon Channel* Margaret Loesch and Debra Pierson, SVP of Global Content Distribution and Marketing & President of *Kid Genius Cartoon Channel* at Genius Brands, jointly stated, “Amazon Channels provides a stellar, commercial-free platform for the specifically curated *Kid Genius Cartoons Plus!* content that provides positive role models within a safe, friendly and happy environment which stimulates children’s natural curiosity, encourages learning and exploration. Parents, grandparents and caregivers can rest assured that *Kid Genius Cartoons Plus!* programming is the smart choice, as it entertains as well as enriches the lives of their children.”

In addition to Genius Brands' programming available on *Kid Genius Cartoons Plus!*, the channel will also offer a slate of family programming including fan favorites *Inspector Gadget*, *Liberty's Kids*, *Dino Squad*, *Eddie is a Yeti*, *Carl Squared*, *La Golda* and *Heads Up*, as well as preschool series such as *The Day Henry Met*, *So Smart!*, *Baby Prodigy*, *Happy Kids* and more.

All episodes from series are also available to download for offline viewing on iPads, iPhones, Android phones and tablets and Fire tablets at no additional cost—meaning subscribers can enjoy *Kid Genius Cartoons Plus!* titles even when they don't have an internet connection available.

"We are excited to announce this new deal with Genius Brands International, which will make *Kid Genius Cartoons Plus!* the exclusive home for award-winning series that have won the hearts of our customers and their kids," said Brad Beale, Vice President of Worldwide Television Acquisition for Amazon. "From our award-winning Amazon Original Series to amazing licensed content developed under the auspices of the legendary family entertainment veteran Margaret Loesch, we're committed to making Prime Video the best destination for kids and family programming that will both educate and entertain."

About Genius Brands International

Headquartered in Beverly Hills, California, Genius Brands International, Inc. (NASDAQ: GNUS) is a leading global media company developing, producing, marketing and licensing branded children's entertainment properties and consumer products for media distribution and retail channels. Led by award-winning creators and producers, Genius Brands distributes its content worldwide in all formats, as well as a broad range of consumer products based on its characters. In the children's media sector, its portfolio of "content with a purpose" includes new preschool properties *Rainbow Rangers* for Nick Jr. and *Llama Llama* for Netflix; tween music-driven YouTube brand *SpacePOP*; award-winning toddler brand *Baby Genius*; adventure comedy series *Thomas Edison's Secret Lab*, and Warren Buffett's *Secret Millionaires Club*, created with and starring iconic investor Warren Buffett. The Company is also co-producing an all-new adult animated series, *Stan Lee's Cosmic Crusaders*, with Stan Lee's Pow! Entertainment and The Hollywood Reporter. Genius Brands' *Kid Genius Cartoon Channel* is currently available in approximately 60 million households. For additional information please visit www.gnusbrands.com.

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Forward Looking Statements:

Certain statements in this press release constitute "forward-looking statements" within the meaning of the federal securities laws. Words such as "may," "might," "will," "should," "believe," "expect," "anticipate," "estimate," "continue," "predict," "forecast," "project," "plan," "intend" or similar expressions, or statements regarding intent, belief, or current expectations, are forward-looking statements. While the Company believes these forward-looking statements are reasonable, undue reliance should not be placed on any such forward-looking statements, which are based on information available to us on the date of this release. These forward looking statements are based upon current estimates and assumptions and are subject to various risks and uncertainties, including without limitation those set forth in the Company's filings with the Securities and Exchange Commission (the "SEC"), not limited to Risk Factors relating to its patent business contained therein. Thus, actual results could be materially different. The Company expressly disclaims any obligation to update or alter statements whether as a result of new information, future events or otherwise, except as required by law.

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