

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

FORM 8-K/A  
(Amendment No. 2)

CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): **March 12, 2018**

**Chicken Soup for the Soul Entertainment, Inc.**

(Exact Name of Registrant as Specified in Charter)

**Delaware**

(State or Other Jurisdiction  
of Incorporation)

**001-38125**

(Commission  
File Number)

**81- 2560811**

(IRS Employer  
Identification No.)

**132 E. Putnam Avenue, Floor 2W, Cos Cob, CT**

(Address of Principal Executive Offices)

**06807**

(Zip Code)

Registrant's telephone number, including area code: **(855) 398-0443**

**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 Holdco 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.

## EXPLANATORY NOTE

This Amendment No. 2 to the Current Report on Form 8-K (this "Amendment") is being filed by Chicken Soup for the Soul Entertainment, Inc., a Delaware Corporation (the "Company") for the purpose of amending Items 7.01 Regulation FD Disclosure and 9.01 Financial Statements and Exhibits of that certain Current Report on Form 8-K originally filed by the Company with the U.S. Securities and Exchange Commission ("SEC") on March 12, 2018 (the "Original Form 8-K") and the amendment thereto filed by the Company with the SEC on March 28, 2018 ("Amendment No. 1").

This Amendment is being filed to include a revised version of the investor presentation that was attached as an exhibit to Amendment No. 1.

Any information required to be set forth in the Original Form 8-K and Amendment No. 1 which is not being amended or supplemented pursuant to this Amendment is hereby incorporated by reference. Except as set forth herein, no modifications have been made to the information contained in the Original Form 8-K or Amendment No. 1 and the Company has not updated any information contained therein to reflect the events that have occurred since the date of Amendment No. 1. Accordingly, this Amendment should be read in conjunction with the Original Form 8-K and Amendment No. 1.

### ITEM 7.01. REGULATION FD DISCLOSURE.

Attached as Exhibits 99.1 to this Current Report is an investor presentation that the Company plans to use for public relations and other corporate purposes.

The information furnished under this Item 7.01, including the exhibit related thereto, shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, nor shall it be deemed incorporated by reference in any disclosure document of the Company, except as shall be expressly set forth by specific reference in such document.

### ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS.

(d) Exhibits.

<u>Exhibit No.</u>	<u>Description</u>
<a href="#">99.1</a>	<a href="#">Investor presentation.</a>

**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 hereunto duly authorized.

Dated: April 4, 2018

CHICKEN SOUP FOR THE SOUL  
ENTERTAINMENT, INC.

By: /s/ William J. Rouhana, Jr. \_\_\_\_\_  
Name: William J. Rouhana, Jr.  
Title: Chief Executive Officer

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Chicken Soup  
for the Soul.<sup>®</sup>  
Entertainment

The logo features the words "Chicken Soup" in a large, blue, serif font with a blue underline. Below it, "for the Soul." is written in a smaller, blue, serif font. At the bottom, "Entertainment" is written in a large, blue, serif font. The background of the logo area is a light blue sky with a layer of white clouds.

Investor Presentation

April 2018

Nasdaq: CSSE

# Forward-Looking Statements

This presentation (the "Presentation") relates to Chicken Soup for the Soul Entertainment, Inc. ("CSS Entertainment" or the "Company"), which completed its initial public offering in August 2017 pursuant to a qualified offering statement ("Offering Statement") filed under Regulation A as promulgated under the Securities Act of 1933, as amended (the "Act"). The offering circular ("Offering Circular") comprising in part the Offering Statement is available at [https://www.sec.gov/Archives/edgar/data/1679063/000114420417041252/v471417\\_partiandii.htm](https://www.sec.gov/Archives/edgar/data/1679063/000114420417041252/v471417_partiandii.htm). The Company completed its acquisition of Screen Media Ventures, LLC in November 2017 as further described in the Company's current report on Form 8-K, initially filed on November 6, 2017 and amended on January 16, 2018 and January 17, 2018 (the "Screen Media 8-K").

The purpose of this Presentation is to assist persons in their review of the business and plans of the Company. In addition to the information presented herein, you are advised to read the Offering Circular, which contains additional information, including information regarding the risks faced by the Company in its operations and the risks involved in an investment in the Company. The entire contents of this Presentation is qualified by the Offering Circular.

This Presentation includes "forward-looking statements" and projections. CSS Entertainment's actual results may differ from its expectations, estimates and projections and consequently, you should not rely on these forward looking statements or projections as predictions of future events. Words such as "expect," "estimate," "project," "budget," "forecast," "anticipate," "intend," "plan," "may," "will," "could," "should," "believes," "predicts," "potential," "continue," and similar expressions are intended to identify such forward-looking statements.

These forward-looking statements and projections include, without limitation, estimates and projections of future performance, which are based on numerous assumptions about sales, margins, competitive factors, industry performance and other factors which cannot be predicted. Therefore, the actual results of operations are likely to vary from the projections and the variations may be material and adverse. The projections should not be regarded as a representation or prediction that CSS Entertainment will achieve or is likely to achieve any particular results.

CSS Entertainment cautions readers not to place undue reliance upon any forward-looking statements and projections, which speak only as of the date made. CSS Entertainment does not undertake or accept any obligation or undertaking to release publicly any updates or revisions to any forward-looking statements to reflect any change in its expectations or any change in events, conditions or circumstances on which any such statement is based.

The Company uses a non-GAAP financial measure to evaluate its results of operations and as a supplemental indicator of our operating performance. The non-GAAP financial measure that the Company uses is Adjusted EBITDA. Adjusted EBITDA is considered a non-GAAP financial measure as defined by Regulation G promulgated by the Act, as amended. Due to the significance of non-cash and non-recurring expenses recognized in the years ended December 31, 2016 and 2015, and the likelihood of material non-cash and non-recurring expenses to occur in future periods, the Company believes that this non-GAAP financial measure will enhance the understanding of its historical and current financial results. Further, the Company believes that Adjusted EBITDA enables its board of directors and management to analyze and evaluate financial and strategic planning decisions that will directly effect operating decisions and investments. The presentation of Adjusted EBITDA should not be construed as an inference that the Company's future results will be unaffected by unusual or non-recurring items or by non-cash items. This non-GAAP financial measure should be considered in addition to, rather than as a substitute for, the Company's actual operating results included in its consolidated financial statements.

All registered or unregistered service marks, trademarks and trade names referred to in this Presentation are the property of their respective owners, and CSS Entertainment's use herein does not imply an affiliation with, or endorsement by, the owners of these service marks, trademarks or trade names.

*The securities of CSS Entertainment are highly speculative. Investing in shares of CSS Entertainment involves significant risks, including those described in the Offering Circular.*

# Investment Considerations

Entertainment industry is being disrupted by streaming video

Chicken Soup for the Soul is a globally-recognized, positive brand with a unique, actively engaged fan base

Core production and distribution business provides a strong foundation for faster growing online video on-demand networks

Transformative acquisition of Screen Media substantially enhances portfolio of assets, advances strategy, and increases revenue and EBITDA visibility

Rapidly growing and diversified revenue streams and solid balance sheet

2018 guidance of \$36 million in revenue and \$18 million in EBITDA <sup>(1)</sup>

<sup>(1)</sup> Guidance was affirmed on 3/27/2018 as part of the company's FY 2017 earnings release

# Chicken Soup for the Soul Entertainment Overview

Chicken Soup for the Soul Entertainment ("CSS Entertainment") provides online video on-demand ("VOD") entertainment with brand consistent, positive content that is advertising-supported and subscription-based.

CSS Entertainment supports this business through traditional distribution and production of television series.

## Online Video On-Demand Networks

- Advertiser supported and subscription-based
- Popcornflix: ("VOD") network with rights to >3,000 films & 60 TV series
- A Plus: positive journalism, online network sharing written and video stories

popcornflix  
MOVIES.TV.FREE

a plus

Chicken Soup  
for the Soul

Nasdaq: CSSE

## Traditional Distribution

- Worldwide Television series and films
- Rights to more >1,200 TV series and feature films
- One of the largest independently-owned content libraries in the world
- Assets valued at \$31M

## Production

- Television and online video series that bring out the best in the human spirit
- Funded by outside parties covering more than the production costs

# Our Vision

Accelerating our core, traditional media business to build a powerful portfolio of online, VOD networks and assets



# Brand Strength

Chicken Soup for the Soul stands for hope, comfort and positivity with a highly-prized female demographic.

A Plus provides positive journalism.

## BRAND FACTS

**>250 Book Titles**

Published over 25 years

**25,000+ Stories**

Published

**500M Books**

Sold worldwide

**10-12 New Titles**

Published each year

Combined Content Views

- >88 content views<sup>(a)</sup> for 2017
- ~1.15 B content views<sup>(a)</sup> in November 2017
- Content views increased 8x since September 2016

Combined Social Media

- 3.7M combined highly-engaged Facebook fans
- 80% of social media followers are female

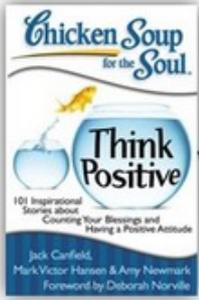


CSS Brand Awareness

89%

(a) Includes impressions, video views, and podcast downloads

# CSS Entertainment Ecosystem



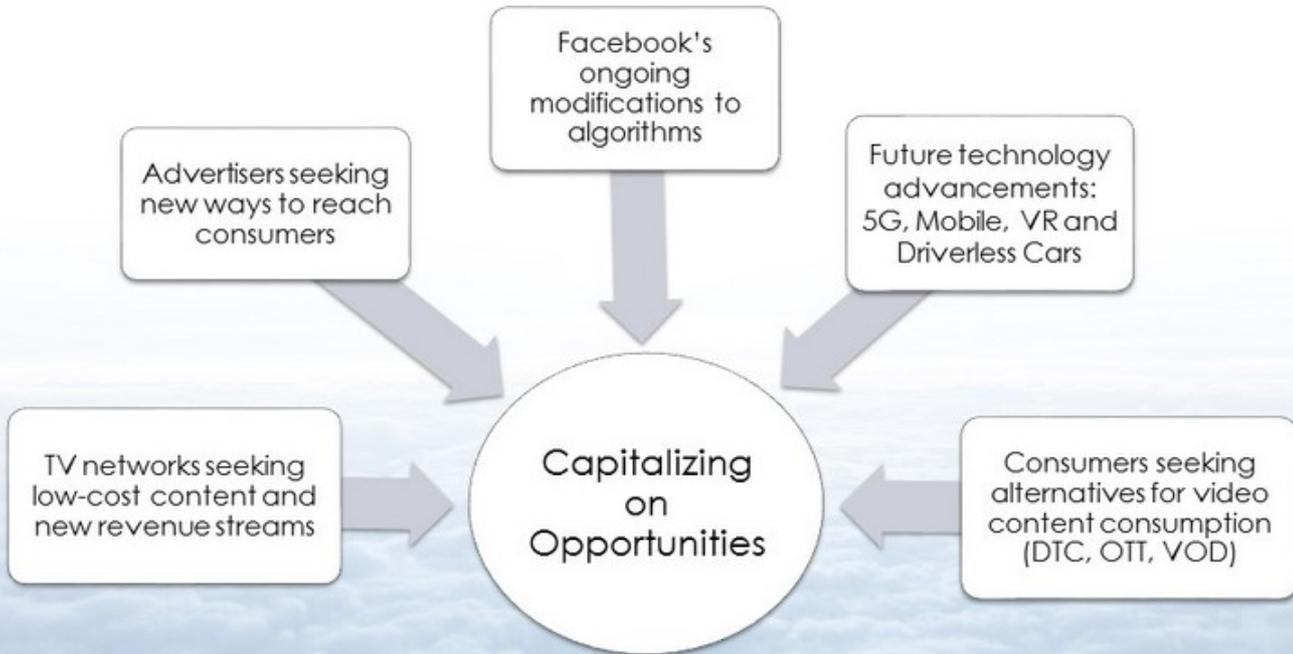
**Chicken Soup**  
for the Soul.  
Entertainment  
**Our Ecosystem**



# Opportunity

Technology has fundamentally disrupted the structure and economics of the entertainment and media industry.

Consumers are going online for video consumption.



# Growth Plan

**Build and expand online video on-demand networks while using traditional distribution and series production to generate current revenue and EBITDA**

## Monetize through Production & Traditional Distribution

- Continue producing TV series using profitable business model
- Create content for online video on-demand networks
- Lower content costs
- Generate revenue and profit as networks grow

## Expand Online VOD Offerings

- Grow online video on-demand networks under CSS brand
- Library has grown to over 111 30-minute original episodes to date

## Acquisitions

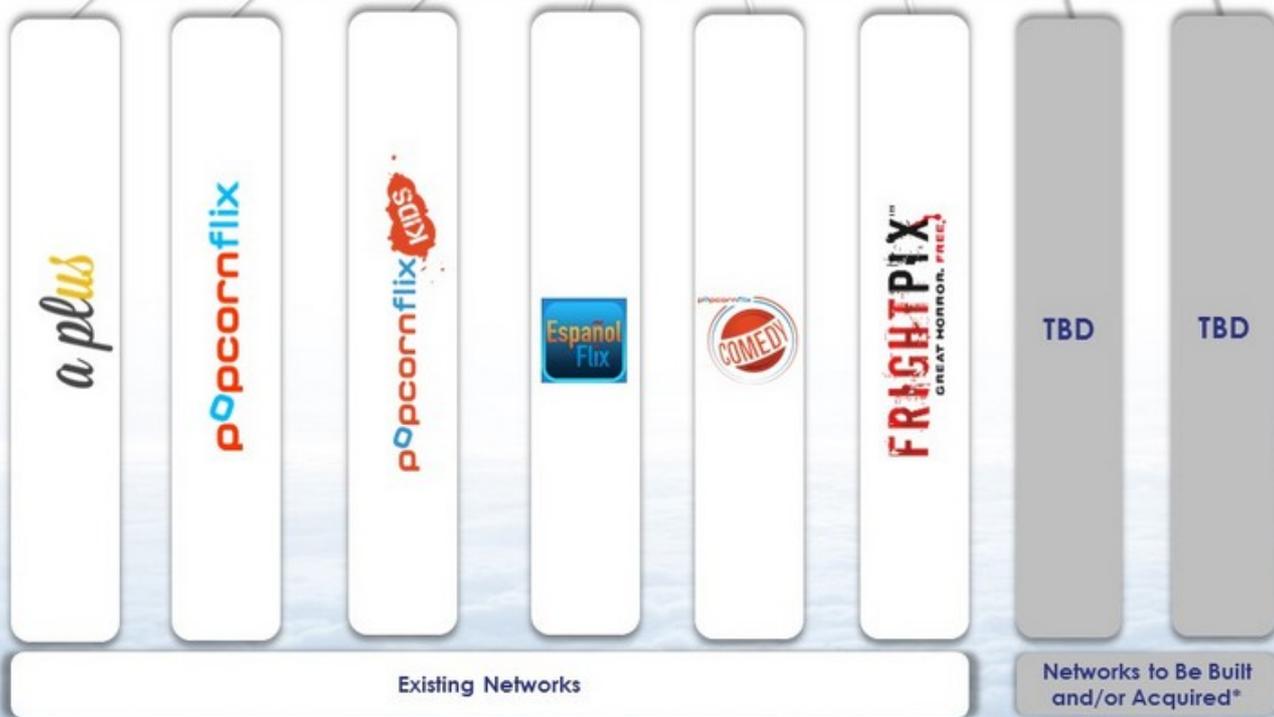
- Accelerate VOD growth by selectively acquiring:
- Content libraries
  - Digital publishers with related content
  - Stand-alone video on-demand networks

## Operating Metrics

- Consumers: ad-supported and subscription-based
- Advertising minutes filled
- eCPM
- Subscription price

# Video On-Demand Online Network: Overview

## CSS Network



# Video On-Demand Online Networks: Overview

**Build and expand online video on-demand networks to create a network of networks**

**Network defined as video service and/or app delivered over the internet available for all screens**

- Offer advertising-supported and subscription-based online video on-demand networks
- Market across multiple networks to grow audience and lower customer acquisition costs
- Share technology costs
- Segment and reuse content to create critical content at a lower cost

## Existing Networks

**popcornflix**  
MOVIES. TV. FREE.

Advertising-supported online video on-demand network with five channels

*a plus*

Advertising-supported online video on-demand network delivering positive journalism

## Themes for Networks to be Built and/or Acquired

- Animals/Pets
- Education
- Food & DIY
- Inspirational Movies
- Family, Kids, Relationships
- Wellness/Self Help
- Travel
- Live Theater

Chicken Soup  
of the Soul

Nasdaq: CSSE

# Video On-Demand Online Networks: Popcornflix



## Active and growing consumer engagement

Active Users 15M

App Downloads 25M+

Countries 56

Ad Requests 180M+  
85% sell-out rate in 2017

- Advertising-based direct-to-consumer ("DTC") video network
- Has a critical mass of content
- Five advertising-based DTC video on-demand networks
- Available online and through Apple iOS, Android, Roku, Amazon, YouTube, and more
- eCPMs increasing
- Also delivers CSS Entertainment-produced content



Chicken Soup  
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Nasdaq: CSSE

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# Video On-Demand Online Networks: APlus.com

a plus

- Network devoted to spreading the message of positive journalism and storytelling through articles and videos that focus on our shared humanity
- Co-founded in 2014 by Ashton Kutcher
- CSS Entertainment has exclusive distribution agreement for all content
- Extensive distribution reach online and through social media
- Develops premium written and video content for leading brands

~919M  
Content Views in  
Nov 2017

480M+  
Combined  
Followers

70%  
Millennial  
Audience



Ashton Kutcher



Nicki Minaj



Adam Levine



Lil Wayne



Flo Rida



Britney Spears



Bode Miller



Anthony Anderson



Omar Epps



Thomas Rhett

# Traditional Distribution Overview



- **Distributing television series and films worldwide**
- **Monetize content** through theatrical, home video, pay-per-view, free, cable and pay television, video-on-demand, and new digital media platforms
- **One of the largest independently owned content libraries** in the world with rights to more than 1,200 TV series and feature films

# Production Overview

## WHAT WE DO

Video stories that bring out the best of the human spirit.



- ***Profitable***, de-risked business model
- Third-party ***committed funding secured prior to production***: sponsorships, advertising, and product integration from corporations, foundations, and networks (cable, broadcast, online)
- Hire independent producers to ***produce for a fixed fee***
- ***Retain and monetize*** valuable back-end rights
- Use produced content to ***grow online video on-demand networks***

# Production: TV Series

## Currently On-Air / In Production



Title	Theme	Network
Chicken Soup for the Soul's Hidden Heroes	Kindness	The CW
Being Dad	Parenting	Coming Soon
Vacation Rental Potential	Travel, Home	A&E, FYI
The New Americans	Compassion	The CW, APlus.com

## In Development

A growing pipeline of long- and short-form projects in various stages of development covering a variety of themes including, but not limited to:

### Working title

The Fixer  
RAK'd  
Hero House  
Animal Rescue Live  
Cities, Burbs or Sticks  
Secret Life of Babies  
Weird History of Cool Stuff  
Brighter Things  
MoneyCenter  
Behind the Seams  
New Leash on Life  
No Restaurant Required  
Pet Caves  
American Women  
Late Night Snack

### Theme

Millennials, Finance  
Social Experiment, Kindness  
Home, Veterans  
Pets  
Real Estate, Travel, Home  
Parenting, Comedy  
Lifestyle, History, Science  
News  
Magazine, Finance  
Social Experiment, Documentary  
Pets  
Epicurean, Travel  
Pets  
Social Experiment  
Epicurean, Home

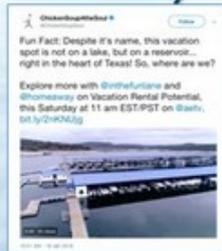
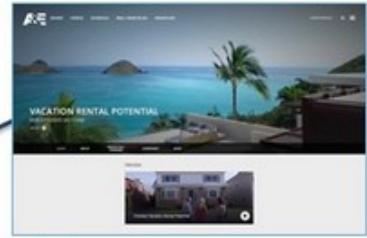
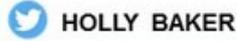
# Production: Sponsors

Sponsorship from **household names** is an important source of funding that is **secured prior to production...**

Consumers recognize brands in a positive light when associated with uplifting, authentic content.



# Production: Case Study



Nasdaq: CSSE

# Financial Summary

\$ in millions



(1) 2017 pro forma results include Screen Media as if it had been owned for the full year  
(2) Guidance was affirmed by the company on March 27, 2018

# Summary Balance Sheets

## Solid balance sheet and significant liquidity as of 12/31/17

\$ in millions

### Total Assets

### Total Liabilities

### Total Equity



- \$2.2M in cash

- Minimal debt
- \$3M undrawn line of credit

- ~11.8M fully diluted shares

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# Experienced Management Team

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**William J. Rouhana, Jr. Chairman and Chief Executive Officer, CSS Entertainment**

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- Leader in the media, entertainment and communications industries for more than 35 years
- Acquired CSS in 2008 and became CEO
- Founder and CEO of Winstar Communications, a wireless broadband pioneer with \$1 billion revenue, and Winstar New Media 1993-2001
- Acquired media companies including Virgin Vision, a Virgin Group global film distribution venture
- As an entertainment and finance lawyer, developed new film financing models for major producers such as Blake Edwards
- Founder of The Humpty Dumpty Institute, Global Creative Forum and International Film Exchange
- B.A., Colby College, currently trustee emeritus; J.D., Georgetown Law School

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**Scott W. Seaton Vice Chairman and Chief Strategy Officer, CSS Entertainment**

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- 25 years of media and telecommunications investment banking experience
- Joined Chicken Soup for the Soul as COO in 2012
- Managing Director – Credit Suisse First Boston, Bank of America, Oppenheimer & Co.
- Past Board of Directors – Mediacom Communications Corp.
- A.B., Stanford University; M.B.A., Harvard University

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**Dan Pess Chief Financial Officer, CSS**

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- 35 years financial experience in public and private companies
- Completed 4 IPO's and several mergers and acquisitions
- Joined Chicken Soup for the Soul as Chief Financial Officer in 2012
- B.S., Long Island University
- Certified Public Accountant

# Experienced Management Team

## **Elana Sofko**

### **Chief Operating Officer, CSS Entertainment**

- 25 years of experience across multiple media platforms
- Vice President, Digital Business Development and Operations at World Wrestling Entertainment before joining CSS in 2016
- Previous experience at ESPN, Nokia, A&E Television Networks, Sirius Satellite Radio and News America Marketing
- B.A., University of Albany; MBA, University of Connecticut

## **Susan Kravitz**

### **Executive Vice President of Sales and Strategic Sponsorships, CSS Entertainment**

- 20+ years of experience as an accomplished sales leader and revenue generator
- Joined CSS Entertainment in 2018
- Former SVP of National Digital Sales at Townsquare
- Held senior sales roles at Discovery Communications, Meredith, OMD, Brightline
- Emmy award winner for her TV show "Aperture"
- B.A., Corporate Communications, Ithaca College

## **Michael Winter**

### **Senior Vice President of Development and Programming, CSS Entertainment**

- More than 15 years of experience in the television industry, specifically the development and production of successful unscripted television programming
- Director of Programming at Scripps Networks
- Previous experience at Jupiter Entertainment, Leopard Films, Versus Outdoor Life Network, MTV, TLC, VH1, DreamWorks and ABC
- B.A., American University

## **Lou Occhicone**

### **Senior Vice President of Business Affairs and Distribution, CSS Entertainment**

- 20+ years of programming, distribution and operations experience
- Joined CSS Entertainment in 2017
- Held senior consultative and executive positions at production and distribution companies driving content distribution globally
- M.A., Education, University of Connecticut

# Accomplished Board Members

## Fred Cohen

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- 35-year media and entertainment veteran and industry icon
- Chairman of the International Academy of Television Arts & Sciences (Emmys); Chairman of its Foundation
- Former President of King World International Productions, EVP CBS Broadcast International, President HBO International
- Currently serves as strategic advisor to Harpo Productions on the international distribution of DR. OZ
- Director of Hopskoch.com, transmedia online marketing and game platform
- Chair Emeritus of PCI – Media Impact, a New York based international NGO
- B.A., The University of Michigan; M.S., Stanford University

## Peter Dekom

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- Over 40 years of media and entertainment legal, consulting and entrepreneurial experience
- Forbes top 100 lawyers in the United States; Premiere Magazine 50 most powerful people in Hollywood
- Formerly "of counsel" with Weissmann Wolff Bergman Coleman Gradin & Evall; partner with Bloom, Dekom, Hergott and Cook
- Clients include and have included George Lucas, Paul Haggis, Keenen Ivory Wayans, John Travolta, Ron Howard, Rob Reiner, Andy Davis, Robert Towne and Larry David; corporate clients include Sears, Pacific Telesis and Japan Victor Corporation (JVC)
- Prior Director of Imagine Films Entertainment, Will Vinton Studios, and Cinebase Software
- Member of the Academy of Television Arts and Sciences and Academy Foundation
- B.A., Yale; J.D., UCLA School of Law

## Amy Newmark

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- 30 years of media and telecommunications industry and investment banking experience
- Current Publisher, Editor-in-Chief and Author of Chicken Soup for the Soul
- Published more than 150 Chicken Soup for the Soul books since 2008
- Founded and managed successful hedge fund
- Managing Director – CJ Lawrence, top ranked telecom analyst
- 10 years of experience on various technology company boards
- A.B., Harvard University; CFA

## Christina Weiss Lurie

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- Multi-faceted career spans the worlds of sports, entertainment and philanthropy
- Owner of Philadelphia Eagles and founder of Eagles Charitable Foundation
- Two-time Oscar award-winning film producer
- Co-founder of independent film company, Tango Pictures
- B.A., Yale University

## Diana Wilkin

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- Over 20 years of experience in the media industry
- Managing Director of Twelve 24 Media, a broadcast and media consulting firm
- Former President of CBS Affiliate Relations, responsible for network agreements with all major broadcast television station groups
- B.S., University of Southern California