

SECURITIES & EXCHANGE COMMISSION EDGAR FILING

Social Life Network, Inc.

Form: 8-K

Date Filed: 2018-11-01

Corporate Issuer CIK: 1281984

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): July 3, 2018

Social Life Network, Inc.
(Exact name of registrant as specified in its charter)

Nevada
(State or other jurisdiction
of incorporation)

333-222709
(Commission File Number)

46-0495298
(IRS Employer
Identification Number)

8100 E. Union Ave., Suite 1809 Denver, Colorado
(Address of principal executive offices)

80237
(Zip Code)

Registrant's telephone number, including area code:

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
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act

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. ☐

Social Life Network, Inc. referred to herein as “we”, “us” or “our”.

Item 3.03. Material Modifications to Rights of Security Holders

Background

On July 3, 2018, our Board of Directors (the “Board”) adopted the Certificate of Designation of Preferences, Rights and Limitations of the Class B Common Stock, including that each Class B Common Stock Share shall have ten (10) votes on all matters presented to be voted by the holders of Common Stock. Further, the Board authorized the issuance of 5,000,000 Class B Common Stock Shares to Ken Tapp, our Chief Executive Officer, in return for his services as our Chief Executive Officer from February 1, 2016 to July 2, 2018. The Class B Common Stock Shares only have voting power and have no equity, cash value or any other value

The 5,000,000 Class B Common Stock Shares were never actually issued to Ken Tapp.

Cancellation of Issuance of 5,000,000 Class B Common Stock Shares to Ken Tapp, our Chief Executive Officer

Effective as of August 16, 2018, our Board of Directors cancelled the authorization of issuing the 5,000,000 shares of Class B Common Stock to its Chief Executive Officer, Ken Tapp.

Item 8.01 Other Events

We will publicly disseminate a press release on November 1, 2018 titled “MjLink.com Announces 1.3 Million Registered Users” following the filing of this Form 8-K, which is filed herein as Exhibit 99.1.

ITEM 9.01. Exhibits

(a) Exhibits. The following exhibit is filed with this Current Report on Form 8-K:

Exhibit No.	Description
99.1	Press Release dated November 1, 2018

SIGNATURES

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

Dated November 1, 2018

Social Life Network, Inc.

By: /s/ Ken Tapp
Ken Tapp,
Chief Executive Officer

MjLink.com Announces 1.3 Million Registered Users

Expanding its member base and market share in the rapidly growing global cannabis industry.

DENVER, CO – November 1, 2018 – MjLink.com, Inc., a wholly owned subsidiary of Social Life Network, Inc. (OTCQB: WDLF), announced today that the company has a total of 1.3 million registered users on both MjLink.com (their B2B social network) and WeedLife.com (their C2C social network). The company enables business professionals and consumers to connect, share and grow their industry knowledge and brand awareness through the most active online cannabis community in the world. In addition to breaking through the one-million-member milestone, for the first time since the cannabis social networks launch in 2013, they have surpassed 50 million monthly page views.

In an 8-K that Social Life Network submitted on September 25th, 2018, the Company announced the incorporation of MjLink.com, Inc., a wholly owned subsidiary that is planning an IPO on a Canadian exchange in 2019. Executive management has now targeted a minimum of \$5M USD to be raised for that IPO, at a valuation of \$35 million for MjLink.com, Inc.

“MjLink and WeedLife registering a combined 1.3 million members on our network, and exceeding 52 million monthly page views in October, is a very significant milestone for us,” says CEO, Ken Tapp. “More importantly is the number of monthly active user sessions and the amount of time they spend on our networks each month. This past month we saw 2.6 million user sessions of which 367 thousand were active registered members. By using the latest data from Statista.com that values social network active users at \$97 a year for advertising consumption, we’ve arrived at a much more realistic value of \$35M USD for MjLink, versus using our 1.3 million registered users to value the company, given not all of them are active users each month”, added Tapp.

Mark DiSiena, CFO of Social Life Network, noted that “We are only comfortable coming up with our social networks value based on real user traffic as of today, and not the unrealized user traffic a few years from now that many of the social networking companies prefer using when coming up with a pre-IPO valuation.”

About Social Life Network, Inc.

Social Life Network, Inc. is an artificial intelligence and blockchain powered social network and e-commerce technology company based in Denver Colorado. They launched their first social network, WeedLife.com, in the cannabis and hemp industry in 2013, and have since launched niche e-commerce social networks to meet the growing demand for social technology in the residential Real Estate industry and many sports verticals including Golf, Cycling, Tennis, Soccer, Hunting & Fishing world-wide. For more information, visit <https://www.SocialNetwork.ai>

Disclaimer

This news release may include forward-looking statements within the meaning of Section 27A of the United States Securities Act of 1933, as amended, and Section 21E of the United States Securities and Exchange Act of 1934, as amended, with respect to achieving corporate objectives, developing additional project interests, the Company’s analysis of opportunities in the acquisition and development of various project interests and certain other matters. No information in this press release should be construed as any indication whatsoever of the Company’s or MjLink’s future financial results, revenues or stock price. There are no assurances that the Company will successfully take MjLink public in Canada. These statements are made under the “Safe Harbor” provisions of the United States Private Securities Litigation Reform Act of 1995 and involve risks and uncertainties which could cause actual results to differ materially from those in the forward-looking statements contained herein.

Contact:
Investor Relations
IR@Social-Life-Network.com
855-933-3277