

Genius Brands International, Inc.
Form 8-K
August 24, 2012

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): August 23, 2012

GENIUS BRANDS INTERNATIONAL, INC.

(Name of registrant as specified in its charter)

Nevada

(State or other jurisdiction of

Incorporation or organization)

5820 Oberlin Drive, Suite 203

(Address of principal executive offices)

20-4118216

(I.R.S. Employer

Identification Number)

000-54389

(Commission File Number)

92121

(Zip Code)

Registrant's telephone number, including area code: (858) 450-2900

PACIFIC ENTERTAINMENT CORPORATION

(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))

Item 8.01 Other Events

On August 23, 2012, Genius Brands International, Inc. (the “Company”), posted a letter on its website to its shareholders, which is also being mailed to its shareholders, providing shareholders with an update as to events occurring with the Company. A copy of the letter is attached hereto as Exhibit 99.1.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

99.1 Letter to Shareholders

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.

GENIUS BRANDS INTERNATIONAL, INC.

Date: August 24, 2012 By: /s/ Klaus Moeller
Name: Klaus Moeller
Title: Chief Executive Officer

3

lid black; border-top-width: 0; border-left-width: 1; border-right-width: 1; border-bottom-width: 1"> Stock Option \$
23.53 12/01/2013⁽²⁾12/01/2018 Common Stock 1,500 1,500 D Stock Option \$ 28.5
12/02/2014⁽³⁾12/02/2019 Common Stock 2,000 2,000 D Stock Option \$ 27.04 08/26/2015⁽⁴⁾08/26/2020
Common Stock 4,000 4,000 D Stock Option \$ 25.64 08/25/2016⁽⁵⁾08/25/2021 Common Stock 3,500 3,500
D Stock Option \$ 25.51 08/25/2017⁽⁶⁾08/25/2022 Common Stock 3,500 3,500 D

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FEITLER ROBERT 333 W. ESTABROOK BOULEVARD GLENDALE, WI 53212			X	

Signatures

/s/Robert Feitler 12/01/2016

__Signature of Date
Reporting Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) 25% per year for 4 years beginning 12/01/2012
- (2) 25% per year for 4 years beginning 12/01/2013
- (3) 25% per year for 4 years beginning 12/02/2014
- (4) 25% per year for 4 years beginning 08/26/2015
- (5) 25% per year for 4 years beginning 08/25/2016
- (6) 25% per year for 4 years beginning 08/25/2017

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.