

**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

September 13, 2019

Date of Report (Date of earliest event reported)

DESTINY MEDIA TECHNOLOGIES INC.

(Exact name of registrant as specified in its charter)

NEVADA
(State or other jurisdiction of incorporation)

000-28259
(Commission File Number)

84-1516745
(IRS Employer Identification No.)

1110 - 885 West Georgia
Vancouver, British Columbia, Canada
(Address of principal executive offices)

V6C 3E8
(Zip Code)

(604) 609-7736
Registrant's telephone number, including area code)

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 pursuant to Section 12(b) of the Act: None

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

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 3.03 Material Modification to Rights of Security Holders.

As previously announced, the Board of Directors (the "Board") of Destiny Media Technologies Inc. (the "Company") approved a reverse stock split of the Company's common stock, par value \$0.001 (the "Common Stock") at a ratio of 1 for 5 (the "Consolidation"). The Consolidation is effective at 12:01 a.m. Pacific Time on September 13, 2019 (the "Effective Date"), and will begin trading on a split-adjusted basis at the open of business on the Effective Date. There will be no change to the Company's stock symbol.

On the Effective Date, every five shares of the Company's pre-consolidation common shares will be automatically converted into one post-consolidation common share. Any fractional shares resulting from the Consolidation will be rounded up to the nearest whole share. There will be no change in the par value per share. The Consolidation will also proportionately reduce the number of authorized shares of common stock from 100,000,000 common shares to 20,000,000 common shares.

Immediately after the Consolidation, each stockholder's percentage ownership interest in the Company and proportional voting power will remain unchanged except for minor adjustments resulting from the rounding up of fractional shares into whole shares. The rights and privileges of the holders of Common Stock will be unaffected by the Consolidation. All options, warrants, or other convertible securities of the Company outstanding immediately prior to the Consolidation will be proportionately adjusted.

On September 12, 2019, the Company filed Articles of Amendment (the "Amendment") with the Secretary of State of the State of Nevada to effect the Consolidation. The Amendment will become effective at the Effective Date as provided in the Amendment. The Consolidation was approved by the Board of Directors of the Company and given effect pursuant to and in accordance with NRS 78.207 and, as such, no stockholder approval of the Consolidation is required. A copy of the Amendment is attached as Exhibit 3.1 and is incorporated herein by reference.

In connection with the Consolidation, the Company's CUSIP number for its Common Stock will also change to 25063G 303.

Stockholders holding their shares in electronic form at a brokerage firm do not need to take any action in connection with the Consolidation. The effect of the Consolidation will automatically be reflected in their brokerage account. Stockholders holding paper certificates may, but are not required, to send the certificates to the Company's transfer agent, Transfer Online, Inc. at 512 SE Salmon St., Portland, OR 97214. The transfer agent will issue a new share certificate reflecting the Consolidation upon such request of the stockholder.

Item 5.03 Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year

The information set forth in Item 3.03 of this Current Report on Form 8-K is hereby incorporated by reference into this Item 5.03. A copy of the Certificate is filed as Exhibit 3.1 to this Current Report on Form 8-K.

Item 7.01 Regulation FD Disclosures.

The Company issued a press release announcing the Consolidation and a Normal Course Issuer Bid on September 12, 2019, a copy of which is furnished herewith as Exhibit 99.1. Exhibit 99.1 is being furnished and shall not be deemed "filed" for the purposes of Section 18 of the Securities and Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that Section.

Item 8.01 Other Events.

The Normal Course Issuer Bid will commence effective September 16, 2019 and terminate on or about September 15, 2020. Pursuant to the Normal Course Issuer Bid, the Company may purchase up to a maximum of 550,140 post-Consolidation Shares, representing approximately 5% of the then-outstanding common shares. No more than 2% of the outstanding common shares will be purchased in any 30-day period. Purchases pursuant to the Normal Course Issuer Bid will be made from time to time by RBC Dominion Securities Inc. on behalf of the Company through the facilities of the TSX Venture Exchange at the market price at the time of purchase, subject to daily limits and compliance with the applicable rules of the TSX Venture Exchange and Canadian securities laws. Shares purchased will be paid for with cash available from the Company's working capital. No insiders of the Company intend to participate in the Normal Course Issuer Bid.

Item 9.01. Financial Statements and Exhibits.

EXHIBIT NO. DESCRIPTION

<u>Exhibit 3.1</u>	<u>Articles of Amendment dated September 12, 2019 and effective September 13, 2019</u>
<u>Exhibit 99.1</u>	<u>Press Release dated September 12, 2019</u>

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.

DESTINY MEDIA TECHNOLOGIES INC.

Date: September 13, 2019

By: /s/ FRED VANDENBERG
FRED VANDENBERG
Chief Executive Officer, President and Secretary

BARBARA K. CEGAVSKE
Secretary of State

KIMBERLEY PERONDI
*Deputy Secretary for
Commercial Recordings*

STATE OF NEVADA



OFFICE OF THE
SECRETARY OF STATE

Commercial Recordings Division
202 N. Carson Street
Carson City, NV 89701
Telephone (775) 684-5708
Fax (775) 684-7135
North Las Vegas City Hall
2250 Las Vegas Blvd North, Suite 400
North Las Vegas, NV 89030
Telephone (702) 486-2880
Fax (702) 486-2888

Business Entity - Filing Acknowledgement

09/12/2019

Work Order Item Number: W2019091201211-98687
Filing Number: 20190154931
Filing Type: Amendment After Issuance of Stock
Filing Date/Time: 9/12/2019 1:25:00 PM
Filing Page(s): 3

Indexed Entity Information:

Entity ID: E0510682014-7

Entity Name: DESTINY MEDIA
TECHNOLOGIES INC.

Entity Status: Active

Expiration Date: None

Commercial Registered Agent

PARACORP INCORPORATED

318 N CARSON ST #208, Carson City, NV 89701, USA

The attached document(s) were filed with the Nevada Secretary of State, Commercial Recording Division. The filing date and time have been affixed to each document, indicating the date and time of filing. A filing number is also affixed and can be used to reference this document in the future.

Respectfully,

A handwritten signature in cursive script that reads "Barbara K. Cegavske".

BARBARA K. CEGAVSKE
Secretary of State

Page 1 of 1

Commercial Recording Division
202 N. Carson Street



BARBARA K. CEGAVSKE
 Secretary of State
 202 North Carson Street
 Carson City, Nevada 89701-4201
 (775) 684-6708
 Website: www.nvsos.gov

Filed in the Office of <i>Barbara K. Cegavske</i>	Business Number E0510682014-7
Secretary State Of Nevada	Filing Number 20190154931
	Filed On 9/12/2019 1:25:00 PM
	Number of Pages 3

Profit Corporation:
Certificate of Amendment (PURSUANT TO NRS 78.380 & 78.385/78.390)
Certificate to Accompany Restated Articles or Amended and Restated Articles (PURSUANT TO NRS 78.403)
Officer's Statement (PURSUANT TO NRS 80.030)

TYPE OR PRINT - USE DARK INK ONLY - DO NOT HIGHLIGHT

1. Entity information:	Name of entity as on file with the Nevada Secretary of State: <input type="text" value="DESTINY MEDIA TECHNOLOGIES INC."/> Entity or Nevada Business Identification Number (NVID): <input type="text" value="E0510682014-7"/>
2. Restated or Amended and Restated Articles: (Select one) (If <u>amending and restating only</u> , complete section 1, 2, 3, 5 and 6.)	<input type="checkbox"/> Certificate to Accompany Restated Articles or Amended and Restated Articles <input type="checkbox"/> Restated Articles - No amendments; articles are restated only and are signed by an officer of the corporation who has been authorized to execute the certificate by resolution of the board of directors adopted on: _____ The certificate correctly sets forth the text of the articles or certificate as amended to the date of the certificate. <input type="checkbox"/> Amended and Restated Articles * Restated or Amended and Restated Articles must be included with this filing type.
3. Type of Amendment Filing Being Completed: (Select only one box) (If amending, complete section 1, 3, 5 and 6.)	<input type="checkbox"/> Certificate of Amendment to Articles of Incorporation (Pursuant to NRS 78.380 - Before Issuance of Stock) The undersigned declare that they constitute at least two-thirds of the following: (Check only one box) <input type="checkbox"/> incorporators <input type="checkbox"/> board of directors The undersigned affirmatively declare that to the date of this certificate, no stock of the corporation has been issued <input checked="" type="checkbox"/> Certificate of Amendment to Articles of Incorporation (Pursuant to NRS 78.385 and 78.390 - After Issuance of Stock) The vote by which the stockholders holding shares in the corporation entitling them to exercise at least a majority of the voting power, or such greater proportion of the voting power as may be required in the case of a vote by classes or series, or as may be required by the provisions of the articles of incorporation* have voted in favor of the amendment is: 0 <input type="checkbox"/> Officer's Statement (foreign qualified entities only) - Name in home state, if using a modified name in Nevada: <input type="text"/> Jurisdiction of formation: <input type="text"/> Changes to takes the following effect: <input type="checkbox"/> The entity name has been amended. <input type="checkbox"/> Dissolution <input type="checkbox"/> The purpose of the entity has been amended. <input type="checkbox"/> Merger <input type="checkbox"/> The authorized shares have been amended. <input type="checkbox"/> Conversion <input type="checkbox"/> Other: (specify changes) _____ * Officer's Statement must be submitted with either a certified copy of or a certificate evidencing the filing of any document, amendatory or otherwise, relating to the original articles in the place of the corporations creation.

This form must be accompanied by appropriate fees.



BARBARA K. CEGAVSKE
 Secretary of State
 202 North Carson Street
 Carson City, Nevada 89701-4201
 (775) 684-5708
 Website: www.nvsos.gov

Profit Corporation:
Certificate of Amendment (PURSUANT TO NRS 78.380 & 78.385/78.390)
Certificate to Accompany Restated Articles or Amended and
Restated Articles (PURSUANT TO NRS 78.403)
Officer's Statement (PURSUANT TO NRS 80.030)

4. Effective Date and Time: (Optional) Date: **September 13, 2019** Time: **12:01 a.m. PT**
 (must not be later than 90 days after the certificate is filed)

5. Information Being Changed: (Domestic corporations only)

Changes to takes the following effect:

- The entity name has been amended.
- The registered agent has been changed. (attach Certificate of Acceptance from new registered agent)
- The purpose of the entity has been amended.
- The authorized shares have been amended.
- The directors, managers or general partners have been amended.
- IRS tax language has been added.
- Articles have been added.
- Articles have been deleted.
- Other.

The articles have been amended as follows: (provide article numbers, if available)
 Article 3 has been amended to reduce authorized shares and effect a 5:1 reverse split

(attach additional page(s) if necessary)

6. Signature: (Required)

X **PRESIDENT**
 Signature of Officer or Authorized Signer Title

X **SECRETARY**
 Signature of Officer or Authorized Signer Title

*If any proposed amendment would alter or change any preference or any relative or other right given to any class or series of outstanding shares, then the amendment must be approved by the vote, in addition to the affirmative vote otherwise required, of the holders of shares representing a majority of the voting power of each class or series affected by the amendment regardless to limitations or restrictions on the voting power thereof.

Please include any required or optional information in space below:
 (attach additional page(s) if necessary)

See Exhibit A attached hereto.

EXHIBIT A

Article 3 is hereby amended to read as follows:

Authorized Stock:	20,000,000	Par value per share:	\$0.001	Number of shares without par value:	0
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Effective as of 12:01 a.m. Pacific time on September 13, 2019 (the "Effective Time"), each five (5) shares of the common stock, par value \$0.001 per share, of Destiny Media Technologies Inc. (the "Corporation") issued and outstanding or held in treasury as of the Effective Time (the "Old Common Stock"), shall be reclassified as and changed into one (1) share of common stock, par value \$0.001 per share, of the Corporation (the "New Common Stock"), without any action by the holders thereof (the "Reverse Split"). Any fractional share that would otherwise be issuable as a result of the Reverse Split shall be rounded up to the nearest whole share of New Common Stock. From and after the Effective Time, certificates representing shares of Old Common Stock shall represent only that number of shares of New Common Stock into which the shares of Old Common Stock shall have been combined, subject to the elimination of fractional share interests as described above.

SECRETARY OF STATE



NEVADA STATE BUSINESS LICENSE

DESTINY MEDIA TECHNOLOGIES INC.

Nevada Business Identification # NV20141628019

Expiration Date: 10/31/2019

In accordance with Title 7 of Nevada Revised Statutes, pursuant to proper application duly filed and payment of appropriate prescribed fees, the above named is hereby granted a Nevada State Business License for business activities conducted within the State of Nevada.

Valid until the expiration date listed unless suspended, revoked or cancelled in accordance with the provisions in Nevada Revised Statutes. License is not transferable and is not in lieu of any local business license, permit or registration.

License must be cancelled on or before its expiration date if business activity ceases. Failure to do so will result in late fees or penalties which, by law, cannot be waived



Certificate Number: B20190912216056

You may verify this certificate
online at <http://www.nvsos.gov>

IN WITNESS WHEREOF, I have hereunto set my
hand and affixed the Great Seal of State, at my
office on 09/12/2019.

Barbara K. Cegavske

BARBARA K. CEGAUSKE
Secretary of State

Destiny Media Technologies Inc. Provides Update on Share Consolidation and Normal Course Issuer Bid

VANCOUVER, Sept. 12, 2019 /CNW/ - Destiny Media Technologies Inc. (TSXV:DSY)(OTCQB:DSNY) ("**Destiny**" or the "**Company**") is pleased to provide an update further to its news release dated August 21, 2019, regarding the proposed consolidation of its outstanding shares of common stock ("**Shares**") on the basis of five (5) pre-consolidation Shares for one (1) post-consolidation Share (the "**Consolidation**") and proposed normal course issuer bid (the "**Bid**").

The Consolidation received regulatory approval today and will be effective as of market open on September 13, 2019, and the Bid will commence effective September 16, 2019 and terminate on or about September 15, 2020.

Fractional shares issuable in connection with the Consolidation will be rounded as appropriate, and accordingly no fractional Shares will be issued upon the Consolidation. Shareholders holding Shares through brokers, banks or other intermediaries should consult with their broker, bank or other intermediary with respect to their post-Consolidation shareholdings. There will be no change to the Company's stock symbol. Upon completion of the Consolidation, it is expected that there will be a total of approximately 11,002,774 Shares issued and outstanding.

Pursuant to the Bid, the Company may purchase up to a maximum of 550,140 post-Consolidation Shares, representing approximately 5% of the then-outstanding Shares. No more than 2% of the outstanding Shares will be purchased in any 30-day period.

Purchases pursuant to the Bid will be made from time to time by RBC Dominion Securities Inc. on behalf of the Company through the facilities of the TSX Venture Exchange. Shares purchased will be paid for with cash available from the Company's working capital. No insiders of the Company intend to participate in the Bid.

About Destiny Media Technologies, Inc.

Destiny provides software as service (SaaS) solutions to businesses in the music industry solving critical problems in distribution and promotion. The core service, Play MPE® (www.plaympe.com), provides promotional music marketing to engaged networks of decision makers in radio, film, TV, and beyond. More information can be found at www.dсны.com.

Forward Looking Information

Certain statements contained in this press release may constitute forward-looking information under applicable securities laws, including statements related to the anticipated outstanding share capital following completion of the Consolidation and the proposed Bid and the number of Shares to be acquired thereunder. This information is based on management's reasonable assumptions and beliefs in light of the information currently available to us and are made as of the date of this news release.

In making the forward-looking statements included in this news release, the Company has applied several material assumptions, including, but not limited to, the completion of the Consolidation and Bid and that general economic and business conditions will not change in a materially adverse manner. Although the forward-looking information contained in this news release is based upon assumptions that management of the Company believes are reasonable based on currently available information, there can be no assurance that actual results will be consistent with the forward-looking information. Actual results may differ materially from the forward looking information due to known and unknown risks and uncertainties, many of which are beyond the Company's control, including, among other things, general economic conditions; availability of equity and debt financing; the performance of the Shares or the stock exchanges generally; and other risks and factors described from time to time in the documents filed under the Company's profile at www.sedar.com. Readers are urged to consider the risks, uncertainties and assumptions carefully in evaluating the forward-looking information and are cautioned not to place undue reliance on such information. Except as required by applicable securities laws, the Company does not undertake to update or revise publicly any forward-looking information, whether as a result of new information, future events or otherwise, after the date on which the statements are made.

Neither the TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.

FOR FURTHER INFORMATION PLEASE CONTACT:

DESTINY MEDIA TECHNOLOGIES INC.

Fred Vandenberg, CEO

Tel: (604) 609 7736 x236