

Warner Music Group Corp.
Form 8-K
October 01, 2018

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): October 1, 2018 (October 1, 2018)

Warner Music Group Corp.

(Exact name of Registrant as Specified in its Charter)

Delaware
(State or other jurisdiction
of incorporation)

001-32502
(Commission File Number)

13-4271875
(I.R.S. Employer

Identification No.)

1633 Broadway

10019

Edgar Filing: Warner Music Group Corp. - Form 8-K

New York, NY

(Address of principal executive offices)

(Zip Code)

Registrant's Telephone number, including area code: (212) 275-2000

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))
Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 under the Securities Act (17 CFR 230.405) or Rule 12b-2 under the Exchange Act (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 7.01 Regulation FD Disclosure.

On October 1, 2018, Warner Music Group Corp. (Warner Music Group) announced that, through its wholly owned subsidiary WMG Acquisition Corp. (the Company), it has commenced a private offering of 200,000,000 in aggregate principal amount of senior secured notes.

On October 1, 2018, the Company issued a press release, attached as Exhibit 99.1 and incorporated herein by reference.

In connection with the private offering, Warner Music Group is making the following information available.

Warner Music Group is currently evaluating instituting a regular quarterly dividend beginning with the first quarter of fiscal 2019 whereby it would intend to pay modest regular quarterly dividends in each of its first three fiscal quarters and a variable dividend in the fourth fiscal quarter in an amount commensurate with cash generated from operations in such fiscal year, in each case, after taking into account other potential uses for cash, including investment in its business and repayment of indebtedness. Any establishment of a formal dividend policy or declaration of dividends will be at the discretion of the board of directors.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

**Exhibit
Number**

99.1 Press Release dated October 1, 2018, issued by Warner Music Group Corp.

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.

WARNER MUSIC GROUP CORP.

Date: October 1, 2018

By: /s/ Paul M. Robinson

Name: Paul M. Robinson

Title: Executive Vice President, General Counsel and Secretary