

May 15, 2014



## Genius Brands Announces \$6 Million Private Placement

BEVERLY HILLS, CA -- (Marketwired) -- 05/15/14 -- Genius Brands International, Inc. ("GBI") (OTCQB: GNUS), a global brand management company dedicated to providing entertaining "content with a purpose" for toddlers to tweens, announced today that it has signed definitive agreements to sell 6,000 newly designated shares of its Series A Convertible Preferred Stock (the "Preferred Stock") with gross proceeds to the Company of \$6 million in a private placement. The Company sold each share of Preferred Stock at a per share price of \$1,000. The Preferred Stock bears no dividend is perpetual in duration and is convertible at a fixed conversion price of \$2.00 per share.

The transaction was led by Wolverine Asset Management LLC, a global institutional investor headquartered in Chicago. Other investors included Andy and Amy Heyward, family offices, other institutional investors, friends and family.

"Since merging with A Squared Entertainment, Genius Brands has been growing rapidly. The proceeds of this placement will be used to market our brands, expand our global licensing and distribution business, and accelerate our business plan. With existing cash along with the current placement, the company is in an extremely strong position, and is very excited about bringing our brands to the marketplace. We are also very excited to be working with the Special Equities Group at Chardan, to continue to build awareness and shareholder value," said Andy Heyward, Chairman and CEO.

Chardan Capital Markets LLC acted as sole placement agent for the offering.

The private placement is subject to customary closing conditions and is expected to close by May 16, 2014

### ***About Genius Brands International***

Headquartered in Beverly Hills, California Genius Brands International (OTCQB: GNUS) is a publicly traded multimedia content and brand management company.

Led by industry veterans, Andy Heyward and Amy Moynihan Heyward, Genius Brands International includes award-winning *Baby Genius*, Warren Buffett's *Secret Millionaires Club*, *Thomas Edison's Secret Lab*, Stan Lee Comics, featuring its first movie, *Stan Lee's Mighty 7*, Gisele Bundchen's *Gisele & the Green Team*, and Martha Stewart's *Martha & Friends*. The Company provides "content with a purpose" for kids of all ages, meaning interactive content that is as entertaining as it is enriching.

### ***Forward Looking Statements:***

Certain statements in this press release constitute "forward-looking statements" within the meaning of the federal securities laws. Words such as "may," "might," "will," "should," "believe," "expect," "anticipate," "estimate," "continue," "predict," "forecast," "project," "plan," "intend" or similar expressions, or statements regarding intent, belief, or current expectations, are forward-looking statements. While the Company believes these forward-looking statements are reasonable, undue reliance should not be placed on any such forward-looking statements, which are based on information available to us on the date of this release. These forward looking statements are based upon current estimates and assumptions and are subject to various risks and uncertainties, including without limitation those set forth in the Company's filings with the [Securities and Exchange Commission](#) (the "SEC"), not limited to Risk Factors relating to its patent business contained therein. Thus, actual results could be materially different. The Company expressly disclaims any obligation to update or alter statements whether as a result of new information, future events or otherwise, except as required by law.

Contact:

Victor Roberts

RedChip Companies, Inc.

Tel: 407.644.4256, ext. 111

Email: [Email Contact](#)

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