

**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): **March 9, 2023**

RESERVOIR MEDIA, INC.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction
of incorporation)

001-39795

(Commission
File Number)

83-3584204

(I.R.S. Employer
Identification No.)

**200 Varick Street
Suite 801A
New York, New York**

(Address of principal executive offices)

10014

(Zip Code)

(212) 675-0541

(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:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common stock, \$0.0001 par value per share	RSVR	The Nasdaq Stock Market LLC
Warrants, each whole warrant exercisable for one share of common stock at an exercise price of \$11.50 per share	RSVRW	The Nasdaq Stock Market LLC

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.

Item 7.01 Regulation FD Disclosure.

On March 9, 2023, Reservoir Media, Inc., a Delaware corporation (the “*Company*”), made available an investor fact sheet on its website at <https://investors.reservoir-media.com/>. A copy of the investor fact sheet is attached as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated by reference herein.

The information contained in this Current Report on Form 8-K, including Exhibit 99.1 attached hereto, shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “*Exchange Act*”), or otherwise subject to the liabilities of Section 18 of the Exchange Act, nor shall it be deemed incorporated by reference in any filing by the Company with the U.S. Securities and Exchange Commission under the Securities Act of 1933, as amended, or the Exchange Act, unless the Company expressly sets forth by specific reference in such filing that such information is to be considered “filed” or incorporated by reference therein.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit No.	Description
99.1	Investor Fact Sheet, dated March 9, 2023
104	The cover page from this Current Report on Form 8-K, formatted in Inline XBRL.

SIGNATURES

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

RESERVOIR MEDIA, INC.

Date: March 9, 2023

By: /s/ Golnar Khosrowshahi
Name: Golnar Khosrowshahi
Title: Chief Executive Officer

INVESTOR FACT SHEET

NASDAQ: RSVR | Q3'FY23



First U.S.-based publicly traded and female-founded independent music company

Since its founding in 2007, Reservoir has grown to represent over 140,000 copyrights and 36,000 master recordings with titles dating as far back as 1900, and hundreds of #1 releases worldwide.

RESERVOIR SNAPSHOT

New York, NY Headquarters	~\$400M Market Capitalization	64M Shares Outstanding	March 31st Fiscal Year End
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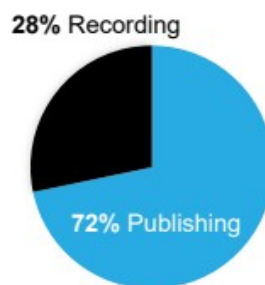
Q3 Financial Performance

	Q3'FY23	Q3'FY22
Revenue	\$29.9M	\$25.8M
Operating Income	\$4.6M	\$2.7M
Adj. EBITDA	\$10.9M	\$8.9M

Overview

- Leading, diversified music publishing and recorded music business
- Highly accomplished, respected and award-winning platform
- Led by an experienced mgmt. team of music professionals with decades of experience at major music companies

TTM Revenue Breakout*



*For the period ended 12.31.22

INVESTMENT HIGHLIGHTS

- Leading Independent Music Company with Proven Platform
- Competitive Advantages & Value Enhancement Capabilities
- Proven M&A Platform
- Evergreen Catalog & Contemporary Hits
- Growing Industry, Supported by Powerful Secular Tailwinds
- Strong Growth & Operating Leverage Model

INDUSTRY & RESERVOIR ORGANIC REVENUE GROWTH

Growing Industry, Supported By Powerful Secular Tailwinds

Reservoir Consistently Outperformed The Industry

7% ⁽¹⁾

Industry Organic Revenue CAGR

Fiscal 2018 - 2022

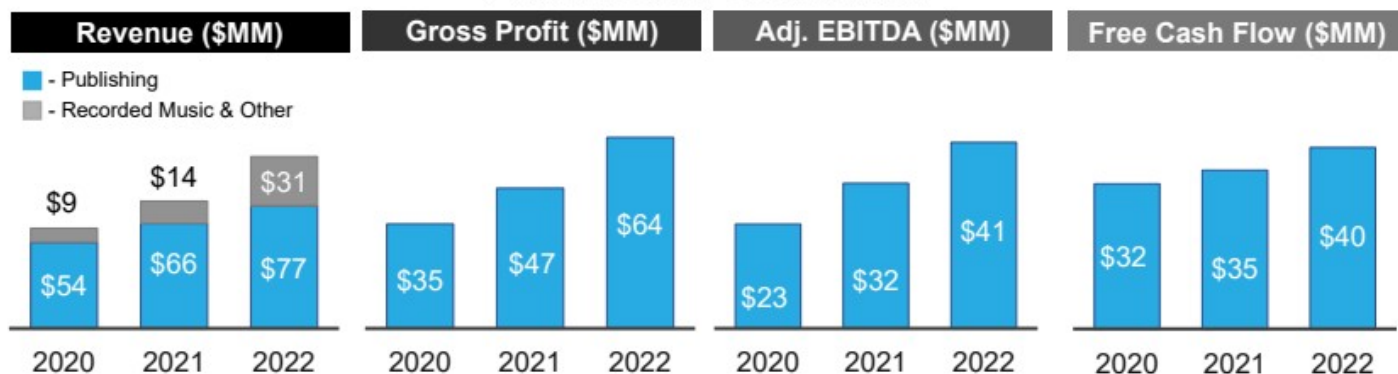
(1) Wall Street Research

15%

Reservoir Organic Revenue CAGR

Fiscal 2018 - 2022

FINANCIAL SUMMARY



Investor Contact: Alpha IR Group - Jackie Marcus or Alec Buchmelter- RSVR@alpha-ir.com

INVESTOR FACT SHEET

NASDAQ: RSVR | Q3'FY23



SECULAR GROWTH DRIVERS

- 1** Rise of Digital & Availability of Streaming
 - Digital CAGR: 13% (2010-20) vs. 12% (2020-30)
- 2** Growth of Paid Streaming Subscribers
 - Paid Subs CAGR: 49% (2010-20) vs. 11% (2020-30)
- 3** Growth of Streaming in Emerging Markets
 - EM to contribute 43% of streaming revenue by 2030 vs. mid-double digits today
- 4** Expansion of Emerging Music Monetization Platforms
 - TikTok, Triller, Supernatural, Roblox
- 5** Increased Government Intervention
 - Curb piracy and improved monetization rates for content owners
- 6** Recovery in Process Across Impacted Royalty Streams
 - Gym/Bars/Restaurants, Synch, Music Releases, Live Music

MUSIC PUBLISHING

- **140K+** Copyrights
- **97%** Catalog retention for over **10** years
- No musical composition accounts for more than **3%** of revenue

RECORDED MUSIC

- **36K+** Sound recording copyrights
- **100%** Ownership of Each Master Recording typically
- No master recording accounts for more than **9%** of Net Label Share

PIPELINE & DEAL FLOW

232 NEW DEALS
CONSIDERED
IN **FY2022**

96 OFFERS
MADE
41%¹

60 DEALS INTO
EXCLUSIVITY
26%¹

52 DEALS
CLOSED
22%¹

220+ M&A Targets in Current Pipeline as of 12/31/22 totaling **\$2.3B**

>88% of Acquired Gross Profit Should Fall to Adj. EBITDA³

\$695M Capital Deployed since inception²

12% Unlevered IRR since 2007⁴

NOTABLE DEALS IN Q3'FY23

Dion



Leroy Clampitt



Gully Gang's MC Altaf, D'Evil & Stunnah Beatz



¹ Based on total offers made, deals into exclusivity, and deals closed as a percentage of new deals considered in FY2022, respectively

² As of 12-31-22

³ For the period FY18-FY22

⁴ IRR represents a net return on invested capital since inception (2007) by the majority shareholder marking the investment to market upon close of SPAC merger