

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 28, 2019**

SIMPLICITY ESPORTS AND GAMING COMPANY
(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation)

001-38188

(Commission File Number)

82-1231127

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

1345 Avenue of the Americas, 15th Floor
New York, New York 10105
(Address of Principal Executive Offices)

(212) 878-3684

Registrant's telephone number, including area code

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 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 28, 2019, Simplicity Esports and Gaming Company (the “Company”) issued a press release regarding certain business updates. A copy of the press release is furnished as Exhibit 99.1 to this Current Report on Form 8-K.

In accordance with General Instruction B.2 of Form 8-K, the information in this Item shall not be deemed “filed” for the purpose of Section 18 of the Securities Exchange Act of 1934, as amended, nor shall it be deemed incorporated by reference in any filing.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

Exhibit No.	Description of Exhibits
<u>99.1</u>	<u>Press release of the registrant issued March 28, 2019.</u>

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.

Simplicity Esports and Gaming Company

Date: March 28, 2019

By: /s/ Jed Kaplan
Chief Executive Officer

Simplicity Esports and Gaming Company Announces Commencement of Franchise Strategy and Acceleration of Esports Center Openings

New York, NY – March 28, 2019 – Simplicity Esports and Gaming Company (OTCQB: WINR) (the “Company”), announced it has identified locations for its first five corporate owned retail Esports Gaming Centers. The five locations are throughout Florida, with the first in Boca Raton expected to have its grand opening in April 2019. These 5 locations will represent approximately 9,000 square feet of gaming space and over 150 gaming stations. The Gaming Centers will feature cutting edge technology including high performance PCs, as well as multiple gaming consoles to create a dynamic customer experience. Jed Kaplan, CEO, stated, “I am excited to announce the opening of our first Esports Gaming Center and the locations of our next four. Our goal is to open 15 locations by year end and a total of 50 nationwide in the next 24 months. Additionally, we offer attractive opportunities for advertisers and sponsors to connect with our audience via our digital and physical real estate.”

As a result of numerous inquiries and requests for franchising opportunities, the Company has commenced the rollout of its Franchise Partner Program. Franchising will further expand the Company’s geographic footprint, while promoting the Simplicity brand. For further information regarding the franchise partner program contact the Company at the email address below.

About Simplicity Esports and Gaming Company:

Simplicity Esports and Gaming Company (OTCQB: WINR), Simplicity is an established brand in the Esports industry with an engaged fan base competing in popular games across different genres, including PUBG, Gears of War, Smite, Guns of Boom, and multiple EA Sports titles. Additionally, the Simplicity stream team encompasses a unique group of casters, influencers, and personalities all of whom connect to Simplicity’s dedicated fan base. Simplicity also operates Esports Gaming Centers providing the public an opportunity to experience and enjoy gaming and Esports in a social setting, regardless of skill or experience.

FORWARD-LOOKING STATEMENTS

This press release contains statements that constitute “forward-looking statements.” Forward-looking statements are subject to numerous conditions, many of which are beyond the control of the Company, including those set forth in the Risk Factors section of the Company’s definitive proxy statement filed with the SEC on September 19, 2018, as amended. Copies are available on the SEC’s website, www.sec.gov. The Company undertakes no obligation to update these statements for revisions or changes after the date of this release, except as required by law.

CONTACT:**Simplicity Esports and Gaming Company**

Roman Franklin

Roman@SimplicityEsports.com

855-345-9467
