

# SECURITIES AND EXCHANGE COMMISSION

## FORM 8-K

Current report filing

Filing Date: **2023-10-12** | Period of Report: **2023-10-11**  
SEC Accession No. [0000929638-23-002753](#)

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### FILER

#### Spark Networks SE

CIK: [1705338](#) | IRS No.: **000000000** | State of Incorp.: **2M** | Fiscal Year End: **1231**  
Type: **8-K** | Act: **34** | File No.: [001-38252](#) | Film No.: **231322754**  
SIC: **7200** Personal services

| Mailing Address                                 | Business Address                                                   |
|-------------------------------------------------|--------------------------------------------------------------------|
| KOHLFURTER STRASSE 41/<br>43<br>BERLIN 2M 10999 | KOHLFURTER STRASSE 41/<br>43<br>BERLIN 2M 10999<br>011491624265474 |

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**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 11, 2023**

**Spark Networks SE**

(Exact name of registrant as specified in its charter)

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**Germany**

(State or other jurisdiction  
of incorporation)

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**001-38252**

(Commission  
File Number)

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**00-0000000**

(IRS Employer  
Identification No.)

**KOHLFURTER STRASSE 41/43  
BERLIN, Germany 10999**

(Address of principal executive offices, including zip code)

**(+49) 30-868000**

(Registrant's telephone number, including area code)

**Not Applicable**

(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 (see General Instruction A.2. below):

- ☐ 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 (§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 3.01 Notice of Delisting or Failure to Satisfy a Continued Listing Rule or Standard; Transfer of Listing.**

On October 11, 2023, The Nasdaq Stock Market (“Nasdaq”) announced that it would delist the securities of Spark Networks SE (the “Company”). As previously disclosed, the Company’s American Depositary Shares (“ADS”) were suspended on September 8, 2023 and have not been traded on Nasdaq since that time. The Company’s ADSs currently trade on the OTCQX Best Market under the ticker symbol “LOVLY”.

On October 12, 2023, Nasdaq filed a Form 25 with the Securities and Exchange Commission to complete the delisting. The delisting becomes effective ten days after the Form 25 is filed.

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## 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.

### Spark Networks SE

Dated: October 12, 2023

By: /s/ Frederic Beckley  
Frederic Beckley  
General Counsel & Chief Administrative Officer

**Document and Entity  
Information**

**Oct. 11, 2023**

**Cover [Abstract]**

|                                                    |                          |
|----------------------------------------------------|--------------------------|
| <u>Document Type</u>                               | 8-K                      |
| <u>Amendment Flag</u>                              | false                    |
| <u>Document Period End Date</u>                    | Oct. 11, 2023            |
| <u>Entity File Number</u>                          | 001-38252                |
| <u>Entity Registrant Name</u>                      | Spark Networks SE        |
| <u>Entity Central Index Key</u>                    | 0001705338               |
| <u>Entity Incorporation, State or Country Code</u> | 2M                       |
| <u>Entity Tax Identification Number</u>            | 00-0000000               |
| <u>Entity Address, Address Line One</u>            | KOHLFURTER STRASSE 41/43 |
| <u>Entity Address, City or Town</u>                | BERLIN                   |
| <u>Entity Address, Country</u>                     | DE                       |
| <u>Entity Address, Postal Zip Code</u>             | 10999                    |
| <u>City Area Code</u>                              | 30                       |
| <u>Local Phone Number</u>                          | 868000                   |
| <u>Entity Emerging Growth Company</u>              | false                    |
| <u>Written Communications</u>                      | false                    |
| <u>Soliciting Material</u>                         | false                    |
| <u>Pre-commencement Tender Offer</u>               | false                    |
| <u>Pre-commencement Issuer Tender Offer</u>        | false                    |

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