

Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

IDW Media Holdings, Inc.

A Delaware Corporation
11 Largo Drive South,
Stamford, CT 06907

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ezra@idwmh.com
7310

Quarterly Report For the Period Ending:01/31/2019 (the "Reporting Period")

As of 01/31/2019, the number of shares outstanding of our Common Stock was:

- Class B Common Stock 5,553,881 shares (excluded from these numbers are 519,360 shares of Class B common stock held in treasury by IDW Media Holdings, Inc.)
- Class C Common Stock 545,360 shares

As of 10/31/2018, the number of shares outstanding of our Common Stock was:

- Class B Common Stock 5,552,511 shares (excluded from these numbers are 519,360 shares of Class B common stock held in treasury by IDW Media Holdings, Inc.)
- Class C Common Stock 545,360 shares

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933 and Rule 12b-2 of the Exchange Act of 1934):

Yes: No: (Double-click and select "Default Value" to check)

Indicate by check mark whether the company's shell status has changed since the previous reporting period:

Yes: No:

Indicate by check mark whether a Change in Control of the company has occurred over this reporting period:

Yes: No:

1) Name of the issuer and its predecessors (if any)

In answering this item, please also provide any names used by predecessor entities in the past five years and the dates of the name changes.

IDW Media Holdings, Inc.

Date and state (or jurisdiction) of incorporation (also describe any changes to incorporation since inception, if applicable) Please also include the issuer's current standing in its state of incorporation (e.g. active, default, inactive):

May 8 2009, Delaware

Has the issuer or any of its predecessors ever been in bankruptcy, receivership, or any similar proceeding in the past five years?

Yes: No:

2) Security Information

Trading symbol:	IDWM
Exact title and class of securities outstanding:	Class B Common Stock
CUSIP:	44951N 106
Par or stated value:	\$0.01

Total shares authorized: Class B Common Stock – 12,000,000, Class C Common Stock – 2,500,000 as of: January 31, 2019.

Total shares outstanding: Class B Common Stock 5,553,881 shares (excluded from these numbers are 519,360 shares of Class B common stock held in treasury by IDW Media Holdings, Inc.), Class C Common Stock 545,360 shares as of: January 31, 2019.

Number of shares in the Public Float:	2,537,495	as of date: 01/31/2019
Total number of shareholders of record:	118	as of date: 01/31/2019

Transfer Agent

Name: American Stock Transfer & Trust Company, LLC
Phone: (877) 248-6417
Email: TCajuste@astfinancial.com

Is the Transfer Agent registered under the Exchange Act? Yes: No:

Describe any trading suspension orders issued by the SEC concerning the issuer or its predecessors:

N/A

List any stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization either currently anticipated or that occurred within the past 12 months:

N/A

3) Issuance History

The goal of this section is to provide disclosure with respect to each event that resulted in any direct changes to the total shares outstanding of any class of the issuer's securities **in the past two completed fiscal years and any subsequent interim period**.

Disclosure under this item shall include, in chronological order, all offerings and issuances of securities, including debt convertible into equity securities, whether private or public, and all shares or any other securities or options to acquire such securities issued for services. Using the tabular format below, please describe these events.

A. Changes to the Number of Outstanding Shares

Check this box to indicate there were no changes to the number of outstanding shares within the past two completed fiscal years and any subsequent periods:

Number of Shares outstanding as of <u>November 1, 2016</u>	Opening Balance: Common: 5,033,821 Preferred: 0		*Right-click the rows below and select "Insert" to add rows as needed.						
Date of Transaction	Transaction type (e.g. new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to (entities must have individual with voting / investment control disclosed).	Reason for share issuance (e.g. for cash or debt conversion) OR Nature of Services Provided (if applicable)	Restricted or Unrestricted as of this filing?	Exemption or Registration Type?
11/7/16	New Issuance	116,458	Restricted Shares of Class B	\$44.73	No	11,623 – Marc Knoller 11,263 – Les Rozner 16,273 – David Ozer 76,939 to selected management employees	Grants pursuant to the Company's 2009 Stock Option and Incentive Plan	1/3 are still restricted	Exempt
1/10/17	New Issuance	57,532	Restricted Shares of Class B	\$27.37	No	Theodore Adams	Granted pursuant to the Company's 2009 Stock Option and Incentive Plan	Restricted	Exempt
3/19/17 and 8/2/17 ⁽¹⁾	New Issuance	357,674	Class B	\$29.50	Yes	Please see attached appendix A.	Cash		Exempt
3/29/18	New Issuance	50,000	Restricted Shares of Class B	\$44.01	No	David Ozer	Granted pursuant to the Company's 2009 Stock Option and Incentive Plan	Restricted	Exempt

6/15/18	New Issuance	1,000	Restricted Shares of Class B	\$43.67	No	Lydia Antonini	Granted pursuant to the Company's 2009 Stock Option and Incentive Plan	334 shares are restricted	Exempt
8/1/18	New Issuance	89,243	Warrant to Purchase Class B common stock	\$42.02	No	Howard Jonas	In connection with \$5 million loan to the Company	Unrestricted	Exempt
10/12/18	Cancellation	55,425	Class B common stock	\$44.01		David Ozer			
12/24/18	New Issuance	1,370	Class B common stock	\$36.50	No	Katherine Lingg	Employment services	restricted	Exempt
Shares Outstanding on <u>March 18, 2019</u> :	<u>Ending Balance:</u> Common Class A: 545,360 Common Class B: 5,553,881								

(1) See Appendix A for a full listing of individuals and shares

B. Debt Securities, Including Promissory and Convertible Notes

Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder	Reason for Issuance (e.g. Loan, Services, etc.)
<u>08/21/2018</u>	<u>5,000,000</u>	<u>5,000,000</u>	<u>193,333</u>	<u>08/20/2022</u>	Warrant to purchase up to 89,243 shares of the Company's Class B Common Stock at a price per share of \$42.02	<u>Howard S. Jonas</u>	<u>Loan</u>
<u>09/21/2018</u>	<u>12,000,000</u>	<u>26,000,000</u>	<u>385,770</u>	<u>03/31/2019</u>	<u>N/A</u>	<u>Howard S. Jonas</u>	<u>Loan</u>

4) Financial Statements

A. The following financial statements were prepared in accordance with:

- U.S. GAAP
 IFRS

B. The financial statements for this reporting period were prepared by (name of individual):

Name: Ira Nicoll, CPA

Title: Director or Accounting
Relationship to Issuer: Employee of CTM

Provide the financial statements described below for the most recent fiscal year or quarter. For the initial disclosure statement (qualifying for Pink Current Information for the first time) please provide reports for the two previous fiscal years and any subsequent interim periods.

- C. Balance sheet;
- D. Statement of income;
- E. Statement of cash flows;
- F. Financial notes; and
- G. Audit letter, if audited

You may either (i) attach/append the financial statements to this disclosure statement or (ii) file the financial statements through OTCIQ as a separate report using the appropriate report name for the applicable period end. ("Annual Report," "Quarterly Report" or "Interim Report").

If you choose to publish the financial statements in a separate report as described above, you must state in the accompanying disclosure statement that such financial statements are incorporated by reference. You may reference the document(s) containing the required financial statements by indicating the document name, period end date, and the date that it was posted to OTCIQ in the field below.

Quarterly Report- IDW Media Holdings, Inc – Financial Report Q1 2019

Period End Date: January 31, 2019

Posted Date: March 18, 2019

Financial statement information is considered current until the due date for the subsequent report (as set forth in the qualifications section above). To remain qualified for Current Information, a company must post its Annual Report within 90 days from its fiscal year-end date and Quarterly Reports within 45 days of each fiscal quarter-end date.

5) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations. In answering this item, please include the following:

- A. Summarize the issuer's business operations (If the issuer does not have current operations, state "no operations")

IDW Entertainment

IDWE sold the U.S. broadcast rights to *Wynonna Earp*, a live-action television series based on the IDW Publishing comic, to the Syfy Network where season one's 13 one-hour episodes aired in fiscal 2016, season two's 12 one-hour episodes aired in fiscal 2017 and season three's 12 episodes were delivered in 2018. IDWE is the worldwide distributor of the series and Dynamic TV is handling foreign sales for seasons 1 and 2 of the series, and has sold the broadcast rights to the series in the UK and other territories to Spike TV (a Viacom company) and Netflix for multiple international territories. The Company is in active discussions regarding foreign sales commitments for seasons 3, 4 or 5.

IDWE has sold the world wide broadcast rights to three live-action television series, *V-Wars*, *October Faction*, and *Locke and Key* to Netflix. These series began production in the third quarter of fiscal 2018, with delivery for *V-Wars* in the first quarter of fiscal 2019, *October Faction* in the second quarter of fiscal 2019 and *Locke & Key* in the first quarter of fiscal 2020.

IDWE, in partnership with Ideate Media, sold the U.S. broadcast and subscriber-video-on-demand rights to *Dirk Gently*, a live-action series based on the Douglas Adams novels, which have also been published as comic books by IDW Publishing, to BBC America with an initial order of 8 one-hour episodes. The series premiered October 22, 2016 in the U.S. and December 11, 2016 worldwide on Netflix, as a co-production with AMC Studios. Season 2 has already

been produced and aired on BBC America, with Netflix currently airing globally outside the U.S. WME/IMG is handling foreign sales for the series. No additional seasons of *Dirk Gently* have currently been greenlit for production.

During the three months ended January 31, 2019 and January 31, 2018, 100% of IDW Entertainment's revenue was derived from the domestic and foreign licensing of the television broadcasting rights to productions delivered during those periods.

IDWE also has theatrical film projects in development, including in association with IDW Publishing, Chris Ryall and Ashley Wood's *Zombies vs. Robots* with Michael Bay's Platinum Dunes and Sony, and *Aleystair Arcane* with Amblin Entertainment and Jim Carrey.

IDW Publishing

IDW Publishing, which will celebrate its 20th anniversary in 2019, is an award-winning publisher of comic books, original graphic novels and art books as well board and tabletop games. Renowned for its extensive and diverse catalog of licensed and independent titles, IDW Publishing publishes some of the most globally recognized and popular brands in the industry, including *Star Wars*, *Teenage Mutant Ninja Turtles*, *Sonic the Hedgehog*, *Star Trek*, *Disney's Classic Characters*, and Hasbro's *Transformers*, *My Little Pony* and *G.I. Joe*.

IDW Publishing, including its renowned imprint, Top Shelf, was the fourth largest publisher in its category in 2018. IDW Publishing and Top Shelf titles have won 44 Eisner Awards, the highest honor bestowed in comic book publishing, and 27 Harvey Awards. Top Shelf's series *March*, about Congressman John Lewis and the Civil Rights movement, is the only graphic novel to win the National Book Award and is considered one of the most influential non-fiction books in the history of the medium.

IDW Publishing is also the home to the Library of American Comics imprint, which publishes classic comic strip reprints of favorite characters like *Dick Tracy*, *Bloom County*, *Spider-Man*, *Superman*, and numerous others; Yoe! Books, a partnership with Yoe! Studio, and the multiple award-winning Artist's Edition imprint. IDW Games produces card and tabletop games including games based on *The Godfather*, *Teenage Mutant Ninja Turtles*, *Sonic the Hedgehog*, *X-files*, and international bestsellers like *Dragonball Z*.

IDW Publishing's comic book and trade paperback publications are primarily distributed through three channels: (i) to comic book specialty stores on a non-returnable basis (the "direct market") (ii) to traditional retail outlets, including bookstores and mass market stores, on a returnable basis (the "non-direct market") and (iii) to ebook distributors ("digital publishing"). In addition, IDW Publishing provides clients with custom comic books and artwork/graphic design services ("creative services").

IDW Games have greatly expanded the number of distributors and accounts that IDW Publishing sells to directly and also has a small, but important direct to consumer business through its website and other forms of direct marketing.

For the three months ended January 31, 2019 and January 31, 2018, direct market revenue accounted for 39.8% and 34.3%, respectively. Non-direct market revenue accounted for 31.0% and 30.2% of IDW Publishing's revenue in the three months ended January 31, 2019 and January 31, 2018, respectively. IDW Publishing's revenue from IDW Games accounted for 9.6% and 9.6% of IDW Publishing's revenue for the three months ended January 31, 2019 and January 31, 2018, respectively. Digital publishing revenue accounted for 8.4% and 9.6% of IDW Publishing's revenue for the three months ended January 31, 2019 and January 31, 2018, respectively. Other publishing revenue, which includes sales to specialty retailers, non-profit organizations and universities, accounted for 3.0% and 11.7% of IDW Publishing's revenue for the three months ended January 31, 2019 and January 31, 2018, respectively. Licensing and royalty revenue accounted for 3.1% and 2.8% of IDW Publishing's revenues for the three months ended January 31, 2019 and January 31, 2018, respectively. IDW Publishing's other sources of revenue include direct to consumer sales, creative services revenue, conventions and other, which accounted for 5.2% and 1.8% of IDW Publishing's revenues for the three months ended January 31, 2019 and January 31, 2018, respectively.

IDW Publishing's primary customers are Diamond Comic Distributors, Inc. ("Diamond") and Penguin Random House, both unaffiliated entities. Diamond handles the vast majority of comic publishers' direct market distribution and Penguin Random House is one of the largest book distributors in the world. Diamond and Penguin Random House purchase IDW Publishing's publications and subsequently sell them to IDW Publishing's markets; the non-direct

market for Penguin Random House, the direct market for Diamond. Retail stores are also non-direct IDW Publishing customers.

IDW Publishing's publications are widely available digitally via handheld devices, including Apple iPhones, iPod Touch, iPads, Amazon Kindle, Nokia, XBOX, Blackberry and Google Android devices. IDW Publishing titles are also available direct-to-desktop via several websites including IDWpublishing.com. IDW Publishing faces significant competition from other publishers such as Marvel Comics and DC Comics, which are substantially larger than IDW Publishing and own, as oppose to license, the vast majority of their own intellectual property, and have much greater resources than IDW Publishing.

CTM

CTM Media Group, Inc. ("CTM") develops and distributes print-based advertising and information in targeted tourist markets. Advertisers include entertainment venues, tourist attractions, and cultural sites as well as their related service providers including dining, lodging, and transport services. CTM services its regional network and partner locations of more than 19,000 diverse locations to distribute printed brochures, magazines and rack cards to the traveling public.

CTM also develops and distributes digital advertising and information through its affiliate Etractions Inc.'s website, *visitorfun.com*, which was renamed from *etractions.com* in December 2017 to be more easily searched and accessed, and its ExploreBoard network of inter-active touch screen kiosks throughout its market areas.

In January 2018, CTM launched a refreshed branding and marketing platform to ensure its communications with customers and host partners accurately reflected the audience and value their services deliver. As CTM has entered its 35th year of business, it has leveraged the re-branding to communicate its position in the market place as a current and impactful media company. Management believes that the changes made and being implemented will better connect CTM with current and potential customers and enhance their selling position.

CTM has grown both geographically and by developing related lines of business. Geographic growth had been driven both by organic expansion to new territories and through selective purchases of regional businesses.

On October 9, 2017, CTM acquired the assets of an additional brochure distribution company in Cape Cod, Massachusetts which expanded CTM's network and provided CTM with additional exposure within the marketplace.

CTM's client base includes advertisers in 32 states and provinces in the United States and Ontario, Canada. Its distribution territory in the United States includes the Northeast, Southeast, Mid-Atlantic and Midwestern states, as well as Southeast Florida. CTM is a brochure distribution market leader in each of the following greater metro areas: New York City, Boston, Toronto, Ottawa, Miami, Ft. Lauderdale, Philadelphia, Chicago, St. Louis, Kansas City, Minneapolis/St. Paul, Pittsburgh, Detroit, Milwaukee, Cleveland and Atlanta.

Throughout its operating region, CTM operates four integrated and complimentary business lines: Brochure Distribution, Digital Distribution, Publishing and VisitorFun Card (formerly RightCard).

Brochure and Print Distribution

CTM distributes client brochures, magazines and other print material through its network of more than 19,000 strategically located display stations and diverse partner locations. Brochure and print distribution is CTM's largest line of business generating approximately 80.1% and 80.5% of CTM's revenues for the three months ended January 31, 2019 and January 31, 2018, respectively.

CTM's extensive distribution, display station and partner location network are the key value drivers and the differentiator in the CTM's distribution line of business. The large quantity and diversity of its display station locations allows CTM to segment its visitor audience and tailor targeted marketing programs for its clients. Locations are typically hosted within facilities serving the travel, tourism and entertainment industry, including hotels and other lodgings, corporate and community venues, transportation terminals and hubs, tourist attractions and entertainment venues. CTM also has agreements with public transportation authorities, business improvement districts, public tourism authorities and high volume retail chains to host a small percentage of its brochure display stations.

CTM has developed strong relationships with its display station hosts and its regional client advertisers. These relationships constitute a significant barrier to entry that CTM believes provides it with a competitive advantage over new entrants into the industry or movement by other industry participants into certain metropolitan markets.

As of January 31, 2019, CTM remained one of the largest travel and tourism brochure display companies in the Eastern and Midwestern United States, and the second largest nationally. Privately held Certified Folder Display ("Certified") is the national market leader with over 22,000 display stations, primarily in the Western and Central United States and Western Canada. Certified's key metropolitan areas include San Francisco, Seattle, Los Angeles, Phoenix and Las Vegas. An estimated 20 to 30 other distribution companies competing from smaller regional bases comprise the remainder of the brochure distribution and display industry.

Digital Distribution

CTM's digital marketing platform is offered in association with CTM's affiliate, Etractions Inc. The Etractions Digital Distribution program offers CTM's customers a multi-channel marketing platform that includes its website *visitorfun.com*, mobile internet and the ExploreBoard interactive touch screens of varying sizes. Digital distribution revenues accounted for approximately 11.6% and 11.5% of CTM's revenues for the three months ended January 31, 2019 and January 31, 2018, respectively.

Digital revenue is primarily generated from sales of digital campaigns published electronically to 480 ExploreBoard interactive touch screens in service as of January 31, 2019 compared to 461 touch screens in service as of January 31, 2018.

ExploreBoards delivered 1,435,468 total user engagements to in-market visitors for the three months ended January 31, 2019 compared to 1,816,615 for the three months ended January 31, 2018. In addition, the *visitorfun.com* website supporting in-market screen touch content recorded 51,867 page views and 31,116 visitors for the three months ended January 31, 2019 compared 45,740 page views and 18,748 visitors for the three months ended January 31, 2018.

Publishing, Design & Print

CTM publishes maps with integrated display advertising and identified tourist locations. Current maps cover key metropolitan areas within CTM's distribution territory including Boston/New England, Chicago, Kansas City, Minneapolis/St. Paul, New York City, Philadelphia, Southeast Florida, St. Louis, and Toronto. CTM also leveraged its in-house design team and large print volumes to provide clients with cost-effective custom design and print referral services, and earns a referral fee for this service. Publishing, Design & Print accounted for approximately 5.9% and 5.7% of CTM's revenues for the three months ended January 31, 2019 and January 31, 2018, respectively.

VisitorFun Card (Formerly RightCard)

CTM designs and prints the VisitorFun Card – pocket-sized cards in a consistent format distributed through a network of specialized display stations in high-traffic areas. The VisitorFun Card content format can include a discount or value offer, map and contact information. The VisitorFun Card program contributed approximately 2.4% and 1.9% of CTM's revenues for the three months ended January 31, 2019 and January 31, 2018, respectively.

- B. Describe any subsidiaries, parents, or affiliated companies, if applicable, and a description of their business contact information for the business, officers, directors, managers or control persons. Subsidiary information may be included by reference

This list does not include entities which may be under common control, but are not part of the Company's business operations.

Operating Entities:

Entity and Addresses	Officers
CTM Media Group, Inc. (NY)	Officers: Chairman: H. Jonas

11 Largo Drive South Stamford, CT 06907	CEO: M. Knoller CFO & S: L. Rozner P: P. Magaro Directors: H. Jonas M. Knoller
IDW, Inc. (DE) 11 Largo Drive South Stamford, CT 06907	Officers: T&S: E. Rosensaft Directors: M. Knoller R. Robbins
IDW Entertainment, LLC (CA) 11969 Ventura Blvd Studio City, CA 91604	P: L. Antonini

C. Describe the issuers' principal products or services, and their markets

Please see responses to A above.

6) Issuer's Facilities

The goal of this section is to provide a potential investor with a clear understanding of all assets, properties or facilities owned, used or leased by the issuer.

In responding to this item, please clearly describe the assets, properties or facilities of the issuer, give the location of the principal plants and other property of the issuer and describe the condition of the properties. If the issuer does not have complete ownership or control of the property (for example, if others also own the property or if there is a mortgage on the property), describe the limitations on the ownership.

If the issuer leases any assets, properties or facilities, clearly describe them as above and the terms of their leases.

IDW Publishing is headquartered in 18,344 square feet of leased space at 2765/2785 Truxtun Road, San Diego, CA. In addition, IDW Publishing leases 18,000 square feet of warehouse space at 4937 Market Street, San Diego CA and 2,000 square feet of office space at 215 SE 9th Avenue, Portland OR. As of January 31, 2019 IDW Publishing had 61 full time employees.

IDW Entertainment is headquartered at 4450 Lakeside Drive, Suite 200, Burbank, CA and as of January 31, 2019 had 6 full time employees.

CTM is headquartered at 11 Largo Drive South, Stamford, CT. As of January 31, 2019, CTM had 162 employees, including 153 full time employees and 9 part time employees, and leases 19 field offices and about 40 distribution facilities within its territory. CTM's strategically located display stations are managed by a dedicated organization utilizing about 40 leased warehouses, branded delivery vans, and uniformed distribution and delivery teams.

7) Officers, Directors, and Control Persons

The goal of this section is to provide an investor with a clear understanding of the identity of all the persons or entities that are involved in managing, controlling or advising the operations, business development and disclosure of the issuer, as well as the identity of any significant or beneficial shareholders.

Using the tabular format below, please provide information regarding any person or entity owning 5% of more of the issuer, as well as any officer, and any director of the company, regardless of the number of shares they own. **If any listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information of an individual representing the corporation or entity in the note section.**

Name of Officer/Director and Control Person	Affiliation with Company (e.g. Officer/Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
Howard Jonas	Chairman of the Board, Director and CEO	3020 Palisade Ave Bronx, NY 10463-1000	1,428,400 Class B Common 545,360 Class C Common	Class B Common and Class C Common	Class B Common-26% Class C Common-100%	
Stephen Brown	Vice Chairman of the Board and Director	390 Oak Avenue Cedarhurst, NY 11516	0	N/A	0%	
Ezra Rosensaft	Chief Financial Officer, Treasurer and Corporate Secretary	3515 Henry Hudson Parkway Apt 5C Bronx NY 10462	0	N/A	0%	
Davidi Jonas	Chief Strategy Officer	487 Salem Street Paramus, NJ 07652-5626	71,398	Class B Common	Class B Common-1%	
Perry Davis	Director	131 Riverside Drive, Apt 8c New York, NY 10024	0	N/A	0%	
Irwin Katsof	Director	11 Baker Lane Suffern, NY 10901	0	N/A	0%	
Marc Knoller	Director	680 Camperdown Ave Teaneck, NJ 07666-2056	109,309	Class B Common	Class B Common-2%	
William Martin Raging Capital Master Fund, Ltd	Beneficial owners of more than 5%	10 Princeton Avenue, Rocky Hill, NJ 08553	832,279	Class B Common	Class B Common-15%	
Adam Wyden ADW Capital Management, LLC	Beneficial owners of more than 5%	1133 Broadway Suite 719 New York, NY 10010 United States	575,000	Class B Common	Class B Common-7%	

8) Legal/Disciplinary History

A. Please identify whether any of the persons listed above have, in the past 10 years, been the subject of:

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);

None

2. The entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or banking activities;

None

3. A finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated; or

None

4. The entry of an order by a self-regulatory organization that permanently or temporarily barred, suspended, or otherwise limited such person's involvement in any type of business or securities activities.

None

- B. Describe briefly any material pending legal proceedings, other than ordinary routine litigation incidental to the business, to which the issuer or any of its subsidiaries is a party or of which any of their property is the subject. Include the name of the court or agency in which the proceedings are pending, the date instituted, the principal parties thereto, a description of the factual basis alleged to underlie the proceeding and the relief sought. Include similar information as to any such proceedings known to be contemplated by governmental authorities.

None

9) Third Party Providers

Please provide the name, address, telephone number and email address of each of the following outside providers:

Securities Counsel

Legal Counsel

Name: Jillian Walsh

Firm: Schwell Wimpfheimer & Associates LLP

Address 1: 1430 Broadway, Suite 1615

Address 2: New York, NY 10018

Phone: (973) 438-4495

Email: jwalsh@swalegal.com

Accountant or Auditor

Name: Jack Zwick

Firm: Zwick & Banyai P.L.L.C.

Address 1: 20750 Civic Center Dr., Suite 418

Address 2: Southfield, MI 48075

Phone: (248) 356-2330

Email: jackz@zwickcpa.com

Investor Relations Consultant

Name:

Firm:

Address 1:

Address 2:
Phone:
Email:

Other Service Providers

Provide the name of any other service provider(s), including, counsel, advisor(s) or consultant(s) **that assisted, advised, prepared or provided information with respect to this disclosure statement**, or provided assistance or services to the issuer during the reporting period.

Name:
Firm:
Nature of Services:
Address 1:
Address 2:
Phone:
Email:

10) Issuer Certification

The issuer shall include certifications by the chief executive officer and chief financial officer of the issuer (or any other persons with different titles but having the same responsibilities).

The certifications shall follow the format below:

We, Howard S. Jonas and Ezra Y. Rosensaft certify that:

1. We have reviewed this quarterly disclosure statement of IDW Media Holdings, Inc.;
2. Based on our knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on our knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

March 18, 2019 [Date]

/s/ Howard S. Jonas [CEO's Signature]

/s/ Ezra Y. Rosensaft, CFA [CFO's Signature]

Appendix A

Name:	Shares Issued on First Closing: July 19, 2017	Shares Issued on Second Closing: August 2, 2017
Howard Jonas	183,051	
Raging Capital Master Fund, Ltd. (William Martin)	55,085	18,420
William Martin	175	
Marc Knoller	7,325	1,225
Leslie Rozner	1,326	
Andrew D. Kaufman	258	200
Dachao Cui	446	200
David Polonitza	2,372	
Mark Collins	1,990	
Greenhaven Road Capital Fund (Scott Miller)	3,192	1,068
Simon Lermer	200	200
Timothy P. & Kathleen K. McCollum	520	200
Nantahala Capital Partners LP (Dan Mack)	1,947	
Nantahala Capital Partners II LP (Dan Mack)	2,824	
Nantahala Capital Partners SI, LP (Dan Mack)	29,515	13,206
Blackwell Partners LLC Series A (Dan Mack)	3,742	
Silver Creeks CS SAV, L.L.C. (Dan Mack)	1,465	
David Colburn	3,211	536
Lisa Y. Shui and Ya Zhou	330	
David Ozer	1,000	
William Osler Apex Partners Investment Club. (William Oser)	749	250
Old West Investment Management, LLC. (Joe Boskovich)	10,265	3,432
Kahn Brothers Value Fund LP. (Andrew Kahn)	5,485	917

Daniel Morris Wolf	512	200
Jonathan Reich	190	100
Kirk Anderson	345	