

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): February 28, 2017

B2 Digital, Incorporated

(Exact name of registrant as specified in its charter)

Delaware 0-11882 84-0916299
(State or other jurisdiction Of Incorporation) (Commission File Number) (IRS Employer Identification No.)

B2 Digital 25 N. Longmore, Mesa, Az. 85201
(Address of principal executive Offices) (Zip Code)

Registrant's telephone number, including areas code: (602) 625-7653

(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 Instructions A.2 below):

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting materials 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))

Item 1.01 On February 28, 2017, B2 Digital, Inc. Board of Directors Authorized the Companies change in "Primary SIC Code from 4841 Business List - SIC Code 4841 - Cable and other Pay Television Services"; change to "SIC Code 7941 Professional Sports Clubs and Promoters" and has directed the OTC to change the information on the OTC Website.

On February 28, 2017, B2 Digital, Inc. Board of Directors Authorized the Companies change in "Primary SIC Code from 4841 Business List - SIC Code 4841 - Cable and other Pay Television Services"; change to "SIC Code 7941 Professional Sports Clubs and Promoters" and has directed the OTC to change the information on the OTC Website.

Website: www.b2digitalotc.com

SIC CODE 7941 Description

Establishments primarily engaged in operating and promoting professional and semiprofessional athletic clubs; promoting athletic events, including amateur; and managing individual professional athletes. Stadiums and athletic fields are included only if the operator is actually engaged in the promotion of athletic events.

SIC CODE 7941 Illustrative Examples

Arenas, boxing and wrestling (sports promotional); professional, Athletic field operation (sports promotion), Baseball club, professional or semi-professional, Basketball club, professional or semi-professional, Football club, professional or semi-professional, Ice hockey clubs, professional or semi-professional, Managers of individual professional athletes, Professional or semiprofessional sports clubs, Promoters, sports events, Soccer clubs, professional or semi-professional, Sports field operation (sports promotion), Sports promotion: baseball, football, boxing, etc. Stadiums (sports promotion)

Other than with respect to the transaction, there is no material relationship between the Company or any director and or officer of the Company, or any associate of any such director or officer.

As of this date the B2 Digital, Inc. has not issued a Press Release concerning this matter.

Financial Statements and Exhibits can be found for B2 Digital on: www.octmarkets.com Posted July 20, 2016, Quarterly Report – B2 Digital Quarterly Report June 30, 2016 Updated.

(d) Exhibits

<u>Exhibit</u>	<u>Description</u>
----------------	--------------------

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

Date: February 28, 2017

B2 Digital, Incorporated

/s/ Greg P. Bell – Chairman & C.E.O.

/s/ Paul D.H. LaBarre Co-Chairman

/s/ Andrew Georgens Secretary

