

# SECURITIES & EXCHANGE COMMISSION EDGAR FILING

## LGBTQ Loyalty Holdings, Inc.

**Form: 4**

**Date Filed: 2019-06-26**

Corporate Issuer CIK: 1510247

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person <b>Maxim Partners LLC</b>		2. Issuer Name and Ticker or Trading Symbol <b>LGBTQ Loyalty Holdings, Inc. [LFAP]</b>		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <input type="checkbox"/>	
(Last) (First) (Middle) 405 LEXINGTON AVENUE		3. Date of Earliest Transaction (Month/Day/Year) 06/04/2019			
(Street) NEW YORK, NY 10174		4. If Amendment, Date Original Filed (Month/Day/Year)		6. Individual or Joint/Group Filing (Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person	
(City) (State) (Zip)		<b>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b>			

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	06/04/2019		J(2)		120,959,996	D	\$ 0	0	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number. SEC 1474 (9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date					

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Maxim Partners LLC 405 LEXINGTON AVENUE NEW YORK, NY 10174		X		
MJR Holdings LLC 405 LEXINGTON AVENUE NEW YORK, NY 10174		X		
Rabinowitz Michael 405 LEXINGTON AVENUE NEW YORK, NY 10174		X		

**Signatures**

/s/ Michael Rabinowitz		06/26/2019
<small>Signature of Reporting Person</small>		<small>Date</small>
/s/ Michael Rabinowitz, Managing Member of MJR Holdings, LLC		06/26/2019
<small>Signature of Reporting Person</small>		<small>Date</small>
/s/ Tim Murphy, Chief Financial Officer of Maxim Partners LLC		06/26/2019
<small>Signature of Reporting Person</small>		<small>Date</small>

**Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) All of the securities reported herein were owned directly by Maxim Partners LLC ("Maxim Partners") and 79% of the securities reported herein, or 95,558,397 shares, were indirectly owned by MJR Holdings LLC ("MJR") which owns 79% of the membership interests in Maxim Partners and Michael Rabinowitz is the principal of MJR.
- Maxim Partners LLC entered into a securities exchange agreement with LGBTQ Loyalty Holdings, Inc. pursuant to which the Maxim Partners LLC exchanged 129,558,574 shares of Common Stock (2) for 129,559 shares (the "Exchange Shares") of our Series C Preferred Stock (the "Share Exchange"). At the request of the Maxim Partners LLC, the Exchange Shares were transferred and issued to Pride Partners LLC, an affiliate of Maxim Partners LLC.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person <b>Maxim Partners LLC</b>		2. Issuer Name and Ticker or Trading Symbol <b>LGBTQ Loyalty Holdings, Inc. [LFAP]</b>		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <input type="checkbox"/>	
(Last) (First) (Middle) 405 LEXINGTON AVENUE		3. Date of Earliest Transaction (Month/Day/Year) 06/04/2019			
(Street) NEW YORK, NY 10174		4. If Amendment, Date Original Filed (Month/Day/Year)		6. Individual or Joint/Group Filing (Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person	
(City) (State) (Zip)		<b>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b>			

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Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Maxim Partners LLC 405 LEXINGTON AVENUE NEW YORK, NY 10174		X		
MJR Holdings LLC 405 LEXINGTON AVENUE NEW YORK, NY 10174		X		
Rabinowitz Michael 405 LEXINGTON AVENUE NEW YORK, NY 10174		X		

**Signatures**

/s/ Michael Rabinowitz		06/26/2019
<small>Signature of Reporting Person</small>		<small>Date</small>
/s/ Michael Rabinowitz, Managing Member of MJR Holdings, LLC		06/26/2019
<small>Signature of Reporting Person</small>		<small>Date</small>
/s/ Tim Murphy, Chief Financial Officer of Maxim Partners LLC		06/26/2019
<small>Signature of Reporting Person</small>		<small>Date</small>

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