

INITIAL STATEMENT OF 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* Invicta Media Investments, LLC (Last) (First) (Middle) 3069 TAFT STREET (Street) HOLLYWOOD, FL 33021 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 04/14/2020	3. Issuer Name and Ticker or Trading Symbol iMedia Brands, Inc. [IMBI]		
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)		5. If Amendment, Date Original Filed(Month/Day/Year)
		6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	1,091,070 ⁽¹⁾	D	

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

SEC 1473 (7-02)

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.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Warrants (right to buy)	05/02/2019	05/01/2024	Common stock	252,656 ⁽²⁾	\$ 15 ⁽²⁾	D	
Warrants (right to buy)	10/17/2020	04/14/2025	Common stock	122,399	\$ 2.66	D	
Warrants (right to buy)	11/23/2020	04/14/2025	Common stock	61,199	\$ 2.66	D	
Warrants (right to buy)	12/13/2020	04/14/2025	Common stock	61,199	\$ 2.66	D	
Warrants (right to buy)	01/11/2021	04/14/2025	Common stock	122,399	\$ 2.66	D	
Warrants (right to buy) ⁽¹⁾	07/11/2020	04/14/2025	Common stock	43,324	\$ 0.001	D	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Invicta Media Investments, LLC 3069 TAFT STREET HOLLYWOOD, FL 33021		X		

Signatures

/s/ Eyal Lalo, Manager	04/24/2020
<small>**Signature of Reporting Person</small>	Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

- Consists of: (i) 400,000 shares of Common Stock purchased pursuant to the Common Stock and Warrant Purchase Agreement, dated May 2, 2019; (ii) 244,798 shares of Common Stock purchased in the first tranche pursuant to the Common Stock and Warrant Purchase Agreement, dated April 14, 2020 (the "Purchase Agreement"), which closed on April 17, 2020; (iii) 122,399 shares of Common Stock to be purchased in the second tranche pursuant to the Purchase Agreement, which is set to close on May 23, 2020; (iv) 122,399 shares of Common Stock to be purchased in the third tranche pursuant to the Purchase Agreement, which is set to close on June 13, 2020; and (v) 201,474 shares of Common Stock to be purchased in the fourth tranche pursuant to the Purchase Agreement, which is set to close on July 11, 2020 (which assumes that the 19.999% blocker limitation set forth in the Purchase Agreement will be implicated and that 43,324 blocker warrants will be issued in lieu of shares of Common Stock).
- (1)
- (2) Giving effect to the 10-for-1 reverse stock split on December 11, 2019.

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

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