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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

**FORM 6-K**

**REPORT OF FOREIGN PRIVATE ISSUER PURSUANT TO  
RULE 13A-16 OR 15D-16 UNDER THE SECURITIES  
EXCHANGE ACT OF 1934**

For the month of February 2023

Commission File Number: 001-41353

**Genius Group Limited**

(Translation of registrant's name into English)

**8 Amoy Street, #01-01  
Singapore 049950**

(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F  Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1): \_\_\_\_\_.

**Note:** Regulation S-T Rule 101(b)(1) only permits the submission in paper of a Form 6-K if submitted solely to provide an attached annual report to security holders.

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7): \_\_\_\_\_.

**Note:** Regulation S-T Rule 101(b)(7) only permits the submission in paper of a Form 6-K if submitted to furnish a report or other document that the registrant foreign private issuer must furnish and make public under the laws of the jurisdiction in which the registrant is incorporated, domiciled or legally organized (the registrant's "home country"), or under the rules of the home country exchange on which the registrant's securities are traded, as long as the report or other document is not a press release, is not required to be and has not been distributed to the registrant's security holders, and, if discussing a material event, has already been the subject of a Form 6-K submission or other Commission filing on EDGAR.

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This Report on Form 6-K incorporates by reference the exhibit attached hereto which was released by the Company on the date specified in the exhibit list.

**EXHIBIT INDEX**

**Exhibit**

99.1 [Press Release dated February 16, 2023.](#)

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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, thereunto duly authorized.

**GENIUS GROUP LIMITED**

Date: February 16, 2023

By: /s/ Roger James Hamilton  
Name: Roger James Hamilton  
Title: Chief Executive Officer and Chairman  
(Principal Executive Officer)

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**Genius Group Releases Lifelong Learning Prospectus  
and full 2023 Entrepreneur Curriculum**

**SINGAPORE, February 16, 2023** - Genius Group Limited (NYSE American: GNS) (“Genius Group” or the “Company”), a leading entrepreneur edtech and education group, released its Lifelong Learning Prospectus for ages 0-100 years old, and its full 2023 Entrepreneur Curriculum at its February Virtual Investor Meeting today.

Highlights of the Prospectus and Curriculum include:

- Four Campuses on GeniusU, each with personalized student pathways: School Campus, University Campus, Entrepreneur Campus, Investor Campus.
- A Partner Portal for faculty and community partners to build their global classrooms and student pathways on GeniusU with GeniusU’s AI Educator Suite.
- GEMs discounts across all four campuses for Genius Group Investors on 15<sup>th</sup> March 2023, who qualify for \$10-per-share NFT Coupons that can be redeemed for GEMs.
- Programs for parents of children from 0-7 years old including ‘Young Genius’ programs and Angel Guide Certification for parents and teachers.
- Genius School programs for 6-18 years old including ‘Teen Dynamics’ quizzes to identify talents, passions and purpose, and the Young Entrepreneur Academy.
- Genius University programs from vocational certifications to Entrepreneur MBA and Investor MBA with world class mentors combined with US accreditation.
- Entrepreneur Campus programs from Entrepreneur Dynamics assessments through to Genius Entrepreneur Metaversity and Digital Entrepreneur MBA.
- Investor Campus programs in shares, property and cryptocurrencies, from Investor Dynamics and Genius Investor Metaversity to the Digital Investor MBA.
- Entrepreneur Educator Certification from Genius Guide Certification through to Masters in Education with financial support from the US Department of Education.
- Community Partner pathway from City Hosts and Leaders to Country Partners and Translation Partners, to host high-touch, high-tech meet ups and summits globally.

The full prospectus was released and previewed at today’s Virtual Investor Meeting and will be officially launched at the Lifelong Learning Summit on March 2-3, 2023, with an expected 20,000 partners and students attending.

A recording of the Genius Group Investor Meeting can be viewed on the [Investor Relations website](#) or on the following link: <https://www.youtube.com/watch?v=YEjFVU-pIG4>.

A copy of the 2023 Prospectus can be downloaded at <https://www.geniusu.com>.

Roger Hamilton, CEO of Genius Group, said “Genius Group’s mission is to develop an entrepreneur education system that prepares students for the 21st century. We believe everyone can learn the skills to be a successful entrepreneur or investor. While GeniusU has already attracted over 4 million students to the thousands of partners and courses on our platform, we are just at the beginning of our growth ahead.”

“This prospectus gives a snapshot summary of how our campuses and curriculum connect all ages into a lifelong learning pathway, together with explaining Genius Group’s mission, learning principles and philosophy. We encourage all of our students, partners and investors to share our prospectus and curriculum with anyone in their team or family that seeks training and mentoring in entrepreneurship, investing or financial literacy.”

#### **About Genius Group**

Genius Group is a world leading entrepreneur Edtech and education group, with a mission to disrupt the current education model with a student-centered, life-long learning curriculum that prepares students with the leadership, entrepreneurial and life skills to succeed in today’s market. The group has a group user base of 4.3 million users in 200 countries, ranging from ages 0 to 100.

For more information, please visit <https://www.geniusgroup.net/>

#### **Investor Notice**

Investing in our securities involves a high degree of risk. Before making an investment decision, you should carefully consider the risks, uncertainties and forward-looking statements described in our most recent Annual Report on Form 20-F for the fiscal year ended December 31, 2021, filed with the SEC on May 13, 2022. If any of these risks were to occur, our business, financial condition or results of operations would likely suffer. In that event, the value of our securities could decline, and you could lose part or all of your investment. The risks and uncertainties we describe are not the only ones facing us. Additional risks not presently known to us or that we currently deem immaterial may also impair our business operations. In addition, our past financial performance may not be a reliable indicator of future performance, and historical trends should not be used to anticipate results in the future. See “Forward-Looking Statements” below.

#### **Forward-Looking Statements**

Statements made in this press release include forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934. Forward-looking statements can be identified by the use of words such as “may,” “will,” “plan,” “should,” “expect,” “anticipate,” “estimate,” “continue,” or comparable terminology. Such forward-looking statements are inherently subject to certain risks, trends and uncertainties, many of which the Company cannot predict with accuracy and some of which the Company might not even anticipate and involve factors that may cause actual results to differ materially from those projected or suggested. Readers are cautioned not to place undue reliance on these forward-looking statements and are advised to consider the factors listed above together with the

additional factors under the heading “Risk Factors” in the Company’s Annual Reports on Form 20-F, as may be supplemented or amended by the Company’s Reports of a Foreign Private Issuer on Form 6-K. The Company assumes no obligation to update or supplement forward-looking statements that become untrue because of subsequent events, new information or otherwise.

**Disclaimers:**

This press release shall not constitute an offer to sell securities or the solicitation of an offer to buy securities in any jurisdiction where such offer or solicitation is not permitted.

NFTs received have no economic value, royalties, equity ownership, or dividends. NFTs are for utility, collection, and display only.

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**Contacts**

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Dave Gentry

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