

Research Solutions, Inc.
Form SC 13D/A
November 29, 2017

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934

(Amendment No. 1)*

Research Solutions, Inc.
(Name of Issuer)
Common Stock, par value \$0.001 per share
(Title of Class of Securities)
761025105
(CUSIP Number)

with a copy to:

James Gilmore	Peter D. Greene, Esq.
12 West Capital Management LP	Lowenstein Sandler LLP
90 Park Avenue, 41st Floor	1251 Avenue of the Americas, 17th Floor
New York, New York 10016	New York, New York 10020
646.216.7044	646.414.6908
(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)	

November 7, 2017
(Date of Event Which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box. []

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See § 240.13d-7 for other parties to whom copies are to be sent.

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 761025 105

Names of Reporting Persons. I.R.S.
Identification Nos. of above persons
(entities only):

1. 12 West Capital Management LP

45-3076594
Check the
2. Appropriate Box if (a)
a Member of a Group (b)
3. SEC Use Only
4. Source of Funds (See Instructions): AF
5. Check if Disclosure of Legal Proceedings
Is Required Pursuant to Items 2(d) or
2(e):
Not Applicable
6. Citizenship or Place of
Organization: Delaware, United States

Number of 7. Sole
Voting 7,591,000**
Power:

Shares 8. Shared
Beneficially Voting 0
Power:

Owned by 9. Sole
Each Reporting Dispositive 7,591,000**
Power:

Person With 10. Shared
Dispositive 0
Power:

11. Aggregate Amount
Beneficially Owned by 7,591,000**
Each Reporting Person:
Check if the Aggregate Amount in Row
12. (11) Excludes Certain Shares (See
Instructions):
Not Applicable
Percent of Class
13. Represented by Amount in
Row (11): 29.6%**
14. Type of Reporting Person
(See Instructions): IA

** 12 West Capital Management LP (the "Reporting Person") serves as the investment manager to 12 West Capital Fund LP, a Delaware limited partnership ("12 West Onshore Fund"), and 12 West Capital Offshore Fund LP, a Cayman Islands exempted limited partnership ("12 West Offshore Fund," and together with 12 West Onshore Fund, the "Funds"), and possesses the sole power to vote and the sole power to direct the disposition of all securities of Research Solutions, Inc. (the "Issuer") held by the Funds. The general partner of the Reporting Person is 12 West Capital Management, LLC, a Delaware limited liability company (the "General Partner"). Joel Ramin, as the sole member of the General Partner, possesses the voting and dispositive power with respect to all securities beneficially owned by the Reporting Person.

As of the date of filing of this Schedule 13D Amendment No. 1 (the "Filing Date"), 12 West Onshore Fund holds 3,574,839 shares of common stock of the Issuer, par value \$0.001 per share (the "Shares"), and a five-year warrant to purchase up to an additional 880,500 Shares (the "Warrants"), and 12 West Offshore Fund holds 2,516,161 Shares and a Warrant to purchase up to an additional 619,500 Shares.

Based on information disclosed in the Issuer's Periodic Report on Form 8-K filed with the Securities and Exchange Commission on November 22, 2017, there were 24,134,992 Shares deemed issued and outstanding as of November 22, 2017. As a result of the foregoing, for purposes of Reg. Section 240.13d-3, the Reporting Person is deemed to beneficially own 7,591,000 Shares, or 29.6% of the Shares deemed issued and outstanding as of the Filing Date.

Explanatory Note

This Schedule 13D Amendment No. 1 (the "Amendment") amends the Schedule 13D filed by 12 West Capital Management LP (the "Reporting Person") with the Securities and Exchange Commission (the "SEC") on June 23, 2016 (the "Schedule 13D"). Except as specifically provided herein, this Amendment does not modify any of the information previously reported in the Schedule 13D. Capitalized terms used herein shall have the meanings ascribed to them in the Schedule 13D.

Item 1. Security and Issuer

Item 1 of the Schedule 13D is hereby amended by deleting it in its entirety and substituting the following in lieu thereof:

The class of equity securities to which this Schedule 13D Amendment No. 1 relates is the common stock, \$0.001 par value per share (the "Shares"), of Research Solutions, Inc., a Nevada corporation (the "Issuer"). The principal executive offices of the Issuer are located at 15821 Venture Blvd., Suite 165, Encino, California.

Item 5. Interest in Securities of the Issuer.

Item 5 of the Schedule 13D is hereby amended by deleting it in its entirety and substituting the following in lieu thereof:

Based on information disclosed in the Issuer's Periodic Report on Form 8-K filed with the Securities and Exchange Commission on November 22, 2017 there were 24,134,992 Shares deemed issued and outstanding as of November 22, 2017. As of the date of filing of this Schedule 13D Amendment No. 1 (the "Filing Date"), 12 West Onshore Fund holds 4,455,339 Shares (including 880,500 Shares issuable upon exercise of the Onshore Fund Warrant) and 12 West Offshore Fund holds 3,135,661 Shares (including 619,500 Shares issuable upon exercise of the Offshore Fund Warrant). The Reporting Person, in its capacity as the investment manager of each of the Funds, has the sole power to vote and the sole power to direct the disposition of all securities of the Issuer held by the Funds. Accordingly, as of the Filing Date, for purposes of Reg. Section 240.13d-3, the Reporting Person may be deemed to beneficially own 7,591,000 Shares, or 29.6% of the Shares deemed issued and outstanding as of the Filing Date. This report shall not be deemed an admission that the Reporting Person, each Fund or any other person is the beneficial owner of the securities reported herein for purposes of Section 13 of the Securities Act of 1933, as amended (the "Securities Act"), or for any other purpose.

The following table details the transactions by the Reporting Person, on behalf of the Funds, in Shares or securities exchangeable for Shares during the period commencing sixty (60) days prior to November 7, 2017 (the "Effective Date"), and from the Effective Date through the Filing Date:

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Date	Price	Type of Transaction	Number of Shares
11/7/17	\$1.19	Open Market Sale	600,000
11/27/17	\$1.19	Open Market Sale	130,000

Except as set forth in this Schedule 13D Amendment No. 1, none of the persons identified in Item 2 of the Schedule 13D has engaged in any transaction in Shares, or securities exchangeable for Shares, during the period commencing sixty (60) days prior to the Effective Date, and from the Effective Date through the Filing Date.

Other than the persons identified the Item 2 of the Schedule 13D, no other person has the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, the securities of the Issuer referred to in this Item 5.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: November 29, 2017

12 WEST CAPITAL MANAGEMENT LP

By: 12 WEST CAPITAL MANAGEMENT, LLC,
its General Partner

By: /s/ Joel Ramin
its Sole Member

**Attention: Intentional misstatements or omissions of fact constitute
Federal criminal violations (See 18 U.S.C. 1001).**