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**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): January 17, 2020**

**Stem Holdings, Inc.**

(Exact Name of Registrant as Specified in its Charter)

<u>Nevada</u> (State or Other Jurisdiction of Incorporation)	<u>000-55751</u> (Commission File No.)	<u>61-1794883</u> (I.R.S. Employer Identification No.)
<u>2201 NW Corporate Blvd., Suite 205, Boca Raton, FL</u> (Address of Principal Executive Offices)		<u>33431</u> (Zip Code)

Registrant's telephone number, including area code: (561) 237-2931

Securities Registered Pursuant to Section 12(b) of the Exchange Act:

<u>Title of Each Class</u>	<u>Trading Symbol</u>	<u>Name of Each Exchange on Which Registered</u>
Common Stock par value \$0.0001	STMH	OTCQX

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 Instruction A.2. below):

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

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Effective January 17, 2020, Jessica Michelle Feingold resigned as a member of the Company's Board of Directors in order to pursue other interests. The Company concurrently accepted Ms. Feingold's resignation. While the Company will not immediately appoint a successor director, Dennis A. Suskind, former General Partner for Goldman Sachs & Co. LLC, will join Stem's Board of Directors effective during the first calendar quarter of 2020. Suskind had previously joined Stem's Advisory Committee in May 2019 and has strongly contributed to the Company's ongoing growth and strategic planning initiatives. The Company will file a Current Report on Form 8-K at the time Mr. Suskind's appoint is confirmed by the Company's Board of Directors which will include his biography.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

None.

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**SIGNATURES**

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

**Stem Holdings, Inc.**

By:     /s/ Adam Berk    

Name: Adam Berk

Title: President

Dated: January 21, 2020

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