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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): October 28, 2020

**Stem Holdings, Inc.**

(Exact Name of Registrant as Specified in its Charter)

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

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

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol	Name of exchange on which registered
Common Stock par value \$0.001	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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On October 28, 2020, Arthur Kwan advised the Company that he was resigning from the Company's Board of Directors with immediate effect. The Company does not intend to replace Mr. Kwan at this time

**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: October 29, 2020

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