

**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): November 6, 2024**

**CLS HOLDINGS USA, INC.**

(Exact name of registrant as specified in its charter)

**Nevada**  
(State or other jurisdiction of incorporation)

**000-55546**  
(Commission File Number)

**45-1352286**  
(IRS Employer Identification No.)

**516 S. 4th Street**  
**Las Vegas, Nevada**  
(Address of principal executive offices)

**89101**  
(Zip Code)

**Registrant's telephone number, including area code: (888) 359-4666**

**Not Applicable**  
(Former name or former address, if changed since last report)

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:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Securities 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))

Securities registered pursuant to Section 12(b) of the Act: **None.**

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (Section 230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (Section 240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

**Item 5.07 Submission of Matters to a Vote of Security Holders**

An annual meeting of stockholders of CLS Holdings USA, Inc. (the “Company”) was held on Wednesday, November 6, 2024 (the “Annual Meeting”). There were present, in person or by proxy, holders of 146,869,632 shares of common stock, which constituted 83.35% of the 176,195,435 shares eligible to vote at the Annual Meeting.

**Proposal 1:** The proposal to elect Ross Silver to serve for a three-year term as the Class I director was approved with the following votes:

<u>For</u>	<u>Abstain</u>
142,025,983	348,475

Of the shares voted, 100% voted in favor of Proposal 1.

**Proposal 2:** The proposal to ratify the appointment of M&K CPAs, PLLC as the Company’s independent registered public accounting firm for the fiscal year ending May 31, 2025 was approved with the following votes:

<u>For</u>	<u>Against</u>	<u>Abstain</u>
146,559,674	259,142	50,816

Of the shares voted, 99.82% voted in favor of Proposal 2.

**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 hereunto duly authorized.

**CLS HOLDINGS USA, INC.**

Date: November 6, 2024

By: /s/ Andrew Glashow  
Andrew Glashow  
CEO and Chief Executive Officer