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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): **May 20, 2019**

**MARIMED INC.**

(Exact name of registrant as specified in its charter)

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

**0-54433**  
(Commission  
File Number)

**27-4672745**  
(IRS Employer  
Identification No.)

**10 Oceana Way, Norwood, Massachusetts**  
(Address of principal executive offices)

**02062**  
(Zip Code)

Registrant's telephone number, including area code: **(617) 795-5140**

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(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 (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))

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

Title of each class	Ticker symbol(s)	Name of each exchange on which registered
Not Applicable.	Not Applicable.	Not Applicable.

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

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**Item 8.01 Other Events.**

As previously reported by the Registrant, in July 2018, the Registrant entered into a purchase agreement (the "Purchase Agreement") to acquire AgriMed Industries of PA LLC ("AgriMed"), an entity that holds a license from the state of Pennsylvania for the cultivation of cannabis. The purchase price was comprised of \$8 million, payable in stock and cash, and the assumption of certain liabilities of AgriMed. In February 2019, the Registrant commenced legal proceedings against AgriMed seeking specific performance of the Purchase Agreement. On May 20, 2019, the dispute between the parties was resolved through the cash payment to the Registrant of \$3 million and other good and valuable consideration, in exchange for the Registrant relinquishing its rights under the Purchase Agreement and releasing its claims against AgriMed.

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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 hereunto duly authorized.

MARIMED INC.

Dated: May 23, 2019

By: /s/ ROBERT FIREMAN  
Robert Fireman, CEO

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