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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): **September 26, 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.

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Title of each class  
Not Applicable.

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Ticker symbol(s)  
Not Applicable.

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Name of each exchange on which registered  
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 5.07. Submission of Matters to Vote of Security Holders.**

On September 26, 2019, MariMed Inc. (the “Company”) held its 2019 Annual Meeting of Stockholders (the “Annual Meeting”). At the Annual Meeting, stockholders:

- elected five directors to serve until the Company’s next annual meeting of stockholders or until their respective successors have been duly elected and qualified (the “Election of Directors”);
- approved the Company’s Amended and Restated 2018 Stock Award and Incentive Plan (“Approval of the Plan”); and
- approved, on an advisory basis, the appointment of M&K CPAs PLLC as the Company’s independent auditors for the 2019 fiscal year (“Advisory approval of Auditors”).

The specific votes were as follows:

1. The Election of Directors:

	<b>VOTES</b>		
	<b>FOR</b>	<b>WITHHELD</b>	<b>BROKER NON-VOTE</b>
Robert Fireman	124,528,073	5,196,497	50,847,741
Jon R. Levine	125,558,319	4,166,251	50,847,741
Eva Selhub, M.D.	129,554,609	169,961	50,847,741
Edward Gildea	125,568,716	4,155,854	50,847,741
David Allen	129,549,530	175,040	50,847,741

2. Approval of the Plan \*:

<b>VOTES</b>		
<b>FOR</b>	<b>AGAINST</b>	<b>ABSTAIN</b>
123,025,799	5,610,296	1,088,475

\* There were 50,847,741 broker non-votes on this matter.

3. Advisory approval of Auditors:

<b>VOTES</b>		
<b>FOR</b>	<b>AGAINST</b>	<b>ABSTAIN</b>
178,943,422	1,527,365	101,524

**Item 8.01 Other Events.**

On September 26, 2019, at the Annual Meeting, the Company utilized the Presentation attached hereto as Exhibit 99.1.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits

<b>Exhibit No.</b>	<b>Description</b>
99.1	<a href="#">2019 Annual Meeting of Stockholders Presentation</a>
*****	

**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: September 30, 2019

By: /s/ ROBERT FIREMAN  
Robert Fireman, CEO

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**Shareholders Meeting**  
September 26, 2019  
Norwood, MA

A Premier Cannabis and  
Hemp Multi-State Operator  
with an International  
Presence Focused on  
Health & Wellness,  
Education & Science, and  
Innovation & Technology


# Important Disclaimer & Cautions Regarding Forward Looking Statements

This presentation does not constitute an offer to sell or a solicitation of an offer to buy securities or assets of MariMed Inc. ("MariMed" or the "Company"). All information presented herein with respect to the existing business and the historical operating results of MariMed, and estimates and projections as to future operations, are based on materials prepared by the management of the Company and involve significant elements of subjective judgment and analysis which may or may not be correct. The Company makes no representations or warranties, expressed or implied, as to the accuracy or completeness of this information.

In furnishing this information, MariMed reserves the right to amend or replace some or all of the information herein at any time and undertakes no obligation to provide the recipient with access to any additional information. Nothing contained herein is or should be relied upon as a promise or representation as to the future.

This information includes certain statements, estimates and projections provided by MariMed with respect to its anticipated future performance. Such statements, estimates and projections constitute forward-looking statements within the meaning of the federal securities laws. These forward-looking statements are subject to known and unknown risks, uncertainties and other factors, which may cause actual results to be materially different from those contemplated by the forward-looking statements.

The Company undertakes no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise. The recipient of this information is cautioned not to place undue reliance on forward-looking statements. No representations or warranties are made as to the accuracy of such forward-looking statements or whether any of the projections included herein will be realized.



*“CANNABIS HAS THE POWER TO TRANSFORM  
HUMAN HEALTH AND WELLNESS.”*

Bob Fireman | CEO, MariMed Inc.

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## Who We Are...

- > Publicly traded, vertically integrated multi-state cannabis operator currently managing **12 cannabis licenses across 6 states** – DE, IL, MA, MD, NV, RI.
- > Industry **leader in the development** of seed-to-sale cannabis facilities in 5 states – DE, IL, MA, MD, NV.
- > Dedicated to **improving health and wellness** with multiple proprietary cannabis and hemp-based branded products.
- > **Patient-focused with precision-dosed products** for specific symptoms, indications and effects.
- > **Broad portfolio of trusted brands** of fully compliant, and verifiably safe THC and CBD products.
- > **Early mover into CBD market** with major investment in GenCanna and the launch of proprietary brands across multiple sales channels.
- > **Cannabis and hemp CBD innovation** with distribution platforms, technology, data, education, and science.

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## Where We're Going...

- > **Consolidate client businesses into MariMed.**
- > **Expand our licensed cannabis brands** to all legalized cannabis states and internationally.
- > **Expand branded CBD products and distribution** across US and into LATAM and Europe.
- > Become **major player in the emerging hemp-derived CBD** industry.
- > **Establish a Medical Board of Advisors** to support clinical trials, research and education to improve patient outcomes and product efficacy.
- > **Expand database and marketing engines** to be a leader in B2B and B2C cannabis advertising.

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# Seasoned Senior Management



**Bob Fireman**  
Co-Founder, President, CEO, Director

10+ years cannabis industry experience.

Founder and director of Consumer Card Marketing, Inc., a pioneer in the development of retail loyalty marketing. Sold to News America Marketing, a division of News Corp.

Practicing attorney for 30+ years.

Director of Worlds Inc. and a former part owner of Sigal Consulting.

Appointed to GenCanna's board of directors, Feb. 2019.

JD – Suffolk University School of Law.  
BA – Univ. of Wisconsin



**Jon Levine**  
Chief Financial Officer, Director

10 years cannabis industry experience.

18+ years in commercial real estate development, management and financial services.  
Former partner at Equity Industrial Partners, a national commercial real estate management group.

Experience in banking at US Trust Bank as an Asset Based Lender and in the leasing industry with AT&T Financial Services and New Court Financial

Former part owner of Sigal Consulting.

BA - Curry College



**Tim Shaw**  
Chief Operating Officer

10+ years as entrepreneur and owner of cannabis and horticulture businesses.

Co Founder - Betty's Eddies Purchased by MariMed Inc 201X.

CEO, Green Matters Hydroponic Supply.

Senior Field Technician Sprint Nextel.

United States Army



**Dr. Jokubas Ziburkus**  
Chief Innovation Officer

Award-winning professor of neuroscience for the last decade at the University of Houston.

30+ peer-reviewed articles published on the topics of epilepsy and neurological disorders.

Highly recognized featured speaker internationally on the effects of cannabinoids on human health, wellness and lifestyle.

CEO and co-Founder of MediTaurus

PhD – LSU Health Sciences Center



**Jonathan Rider**  
Chief Information Officer

CIO - Gilbane building company, where he designed and built a cloud-based construction and facility management application.

CIO – Dynatrace.

Led Monster.com's data warehouse and business systems teams handling 10 million transactions daily with over 50 million users.

Holds patent for Electronic Health Record Data Mining.

Decorated U.S. Army instructor pilot Six Sigma  
Green & Black Belt – Villanova University

MBA – University of Phoenix  
MS – Embry-Riddle Aeronautical University

## Our Independent Directors



**Eva Selhub, M.D.**  
Independent Director

Internationally recognized resiliency expert, physician, author, speaker, scientist and consultant.

Board Certified in Internal Medicine.

Instructor of Medicine at Harvard Medical School.

Clinical Associate of Benson Henry Institute for Mind-Body Medicine at Massachusetts General Hospital for nearly 20 years.

Founder of Resiliency Experts, LLC

MD – Boston University



**Edward Gildea**  
Independent Director

Partner – Fisher Broyles LLP

Former President, CEO & Chairman-Converted Organics, a publicly held green tech company.

Contributes expertise in M&A, strategic planning, funding, business development and executive leadership.

JD – Suffolk University School of Law  
BA – The College of Holy Cross



**David Allen**  
Independent Director

Chair of MariMed's Audit Committee

22+ years experience as a Director, CEO & CFO of public companies.

Currently CFO of Charlie's Holdings, Inc. (OTC: CHUC).

Previously CFO of Iconic Brands.

CFO & EVP of Converted Organics.

Currently Assistant Professor of Accounting at Southern Conn. State Univ.

BA & MA – Bentley College

## Our Broad Operating Platform

OUR MARI-MED PLATFORM



### MariMed's platform prioritizes safety, choice, and trust for retailers and consumers.

#### Operational Excellence

- Best practices in product design, cultivation, dispensary, and safety
- Standard operating procedures for consistency and quality

#### Seed-to-Consumer Chain of Custody

- Developed and operate seed-to-sale operations across all verticals
- Successfully acquired licenses in six states, for cultivation, production/lab, dispensary
- Best in class customer retail experience, security, and product set

#### Proprietary Brands

- Innovative, best-in-class cannabis-infused precision dosed products
- Broad distribution through multiple channels and geographies
- New distribution channels for CBD hemp and owned wellness

#### Consumer Data









- Partner investments and POS software for customer loyalty and brand targeting
- Consumer data collection

#### Science & Education

- Driving research to advance field of knowledge
- Empower customers through education, science, and research
- Drive advanced formulations from scientists and engineers

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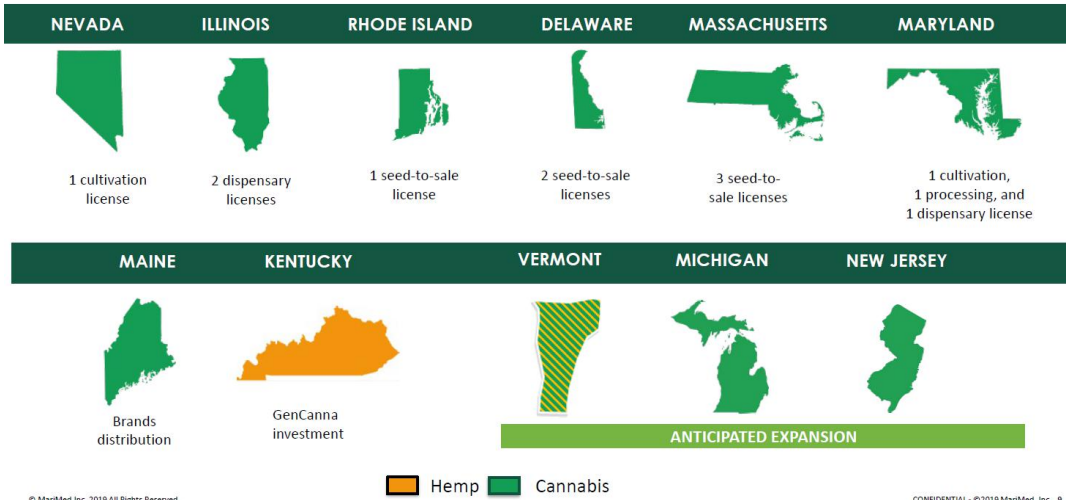
# Our Growing Brand Portfolio

<p><b>kalm™</b> FURION</p> <p>Strips, Mints, Powdered Tinctures</p> 	<p><b>BETTY'S CODDIES</b></p> <p>Fruit Chews and Popcorn</p> 	<p><b>Heritage™</b> CANNABIS</p> <p>Authentic Strains &amp; Various Concentrates Shatter, Wax, Vape, Dabs, Rosin</p> 	<p><b>dabtabs™</b></p> <p>Novel Concentrate Delivery Through Clean, Convenient Ceramic</p> 
<p><b>binske</b></p> <p>Farm-to-Table Flower, Edibles, Concentrates, Topicals</p> 	<p><b>H HEALER</b></p> <p>Doctor Developed Medical Cannabis Tincture Formulations</p> 	<p><b>TIKUN</b></p> <p>Pure Genetics, &gt;10 years Trials in Israel; Strains, Tinctures, Sublingual. Exclusive Distribution in Five States</p> 	<p><b>F FLORANCE</b></p> <p>Scientifically developed &amp; tested health &amp; wellness CBD products</p> 

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# Expanding National Footprint



# Proven Seed-to-Sale Experience

Select examples of our operator and advisory model:

## Rhode Island



2K+ medical patients/day

## Maryland



180K sf cultivation and production facility

Wholesale provider to 102 dispensaries in Maryland

## Massachusetts



70K sf state of the art cultivation, production, and distribution facility

1 dispensary open Q4 2019  
2 more pending

## Delaware



2 of 4 dispensaries in state  
47K sf seed-to-sale facility  
5K sf dispensary  
6,000+ medical patients (by October)

### Branding Solutions

- Wholly-owned subsidiary formed to take advantage of federal legalization of Hemp-derived CBD.
- Focused on branding, supply and distribution of hemp-based CBD.
- Guarantee scalable supply for traceable, verifiable quality, meeting health & food safety standards.
- Products feature superior formulations for best bio-availability utilizing MariMed's years of technology experience with cannabinoids.
- Secured 33.5% stake in GenCanna:
  - Kentucky-based vertically integrated hemp producer of GMP-compliant CBD oils and isolates
  - Quickly becoming a global leader and one of the largest U.S. producers of hemp-based CBD

## MariMed Hemp

### MariMed Hemp Platform

#### Brand Portfolio

kalmi  
FUSION

F  
FLORANCE

AMERICA'S FINEST  
KAPSULZ  
CBD

#### Sales Channel Expansion - HempEngine™

- Turnkey retail and educational store-within-a-store platform
- Major benefits for both small & mass market retailers and customer
- Targeting deployment to 1,500 stores by year-end [HempEngine](#)

#### Production Chain of Custody

- Seasonal Hemp Seed Sales
- Scalable Product Supply

GenCanna

#### Science & Research

- MariMed Scientific Advisory Board
- Product development & innovation





# Distribution

Enabled by technology. Education-focused. Global reach.



# Florance

Trusted CBD for mass markets.

**Heritage brand** established in Kaunas, Lithuania in 1921

**Old world recipes** with house-developed hemp and flax strains



**FLORANCE**  
WITH SCIENCE • WITH NATURE • WITH LOVE

**Revived in 2000s** by renowned scientists

**Acquired by MariMed Inc** in 2019

**Hand-selected premium EU and USA hemp and ingredients**

**Custom and science-backed formulations and bio-availabilities**

**Global and multi-currency distribution**



# Science and Education

Backed by science. Across the value chain.  
Education to make informed healthy choices.

## FOR CONSUMERS

**Certificates of Analysis**  
3<sup>rd</sup> party verification of product available via QR code to consumers

**Use and Dosing Suggestions**  
Recommendations from MariMed Hemp innovation team



## FOR DISTRIBUTORS & RETAILERS

**Digital Sprout Displays**  
CBD/Hemp education for consumers preference/needs

**Live Education**  
Dedicated HempEngine and MariMed Hemp Sales teams in the field

**Distributor and Retail Programs**  
Training, presentations, collateral, and live support for representatives and distributors



## FOR THE MARKET

**Scientific Advisory Board**  
Top researchers and thought-leaders serve on MariMed Inc.'s SAB

**Research Agendas**  
Advance ongoing scientific research on new indications, improving trial data, and broadening adoption

**Product Innovation**  
Led by MariMed Inc. Chief Innovation Officer, new products and modalities brought to market to our channels first

**Drive Field Advancement**  
Sponsor, host, and support medical and CBD events globally



# Current Strategy and Growth Drivers

1

## CONSOLIDATION & EXPANSION OF FOOTPRINT

Consolidate client operations into MariMed Inc.

2

## BUILD BRAND PORTFOLIO AND LICENSING REVENUE

Continue to expand portfolio of leading brands in THC and CBD

3

## INCREASE REVENUES FROM HEMP-DERIVED CBD MARKET

Leverage GenCanna relationship

# MariMed's Strong Financials

### Sustained growth

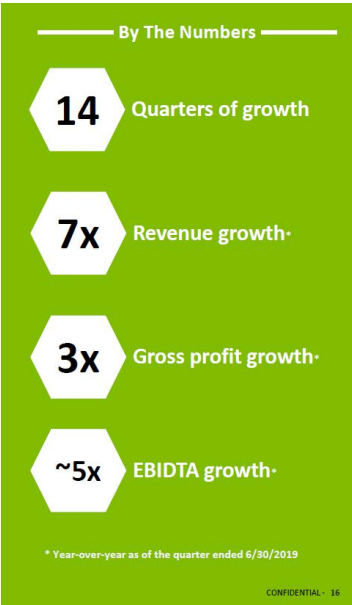
- > Year-over-year quarterly revenue growth for 14 consecutive quarters

### Year-over year quarterly expansion

- > Revenues soared 774.0% to \$25.7 million
- > Gross profit up 341.1% to \$8.9 million
- > Adjusted EBITDA rose 491.7% to \$6.0 million
- > Net income of \$4.7 million

### Continuing performance

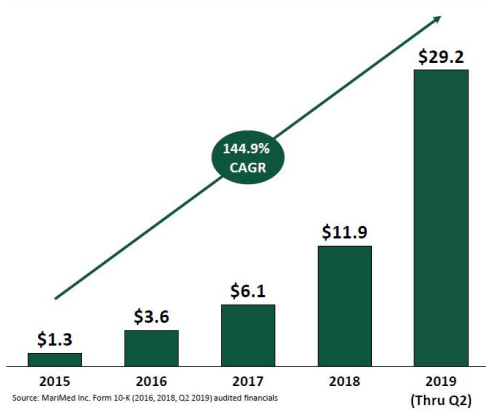
- > Consolidation of the cannabis businesses will expand our operational footprint and multiply the Company's revenues.
- > MariMed's hemp businesses offer equal growth opportunities in the emerging CBD marketplace.



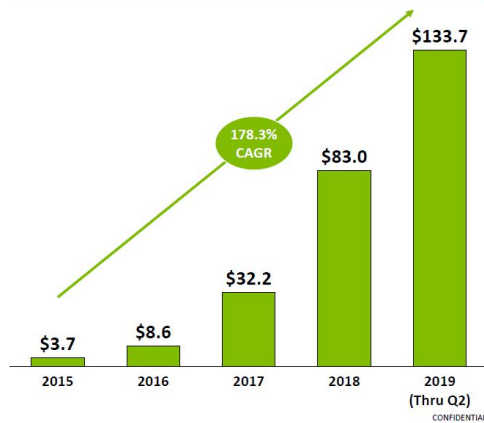
# Strong performance through evolution

We drove consistent growth while establishing a national advisory business

Total revenues, MariMed Inc. (\$USD Million)



Total assets, MariMed Inc. (\$USD Million)



# Investment Summary

Large, unprecedented opportunity	Proven management team	Ability to operate and scale facilities	Diverse capabilities in licensing and branding
<ul style="list-style-type: none"> <li>▪ Rapidly expanding industry with black market demand converting to legal</li> <li>▪ MariMed creating national business footprint state by state</li> <li>▪ Roll up revenue generating businesses that are profitable</li> <li>▪ Strategically well-positioned in highly regulated markets</li> </ul>	<ul style="list-style-type: none"> <li>▪ C-suite combined 30 years of cannabis experience</li> <li>▪ Entrepreneurial CEO incubated innovative start ups in new industries with multiple successful exits</li> <li>▪ CFO industrial real estate background with 50M sqft developed and over \$1.5B invested</li> <li>▪ Cross functional operations, real estate, legal, tax, development, government relations</li> </ul>	<ul style="list-style-type: none"> <li>▪ Acquire, design, develop, manage, and operate scaled cannabis facilities</li> <li>▪ Completed facilities are 50-100K sqft, including vertically integrated sites</li> <li>▪ Developed and managed total of 300K sqft</li> <li>▪ Strong local partnerships and deep expertise with real estate and commercial development</li> </ul>	<ul style="list-style-type: none"> <li>▪ Assembler and developer of top quality cannabis strains and products</li> <li>▪ Precision-dosed for consistent experience including new modalities like sublingual, ingestible</li> <li>▪ Build distribution networks in MariMed managed facilities and strategic partners throughout country</li> </ul>

**We have the foundation and are poised for growth  
to be one of the top cannabis companies in the world**







## Appendix

A Premier Cannabis and  
Hemp Multi-State Operator  
with an International  
Presence Focused on  
Health & Wellness,  
Education & Science, and  
Innovation & Technology

# High Growth Cannabis Market



**\$30 Billion**

Medical & Recreational  
Cannabis U.S. Retail Sales  
by 2023 @ 21% CAGR <sup>1</sup>



**\$70 Billion**

Total Economic Impact of Legal  
Marijuana U.S. Sales by 2021 <sup>2</sup>

<sup>1</sup> Mibizdaily.com – Chart: U.S. Cannabis Retail Sales Estimates  
<sup>2</sup> Mibizdaily.com – Chart: U.S. Cannabis Industry Total Economic Impact

U.S. Cannabis Retail Sales Outlook <sup>2</sup>



# Large and Expanding CBD Market



**\$13B**

Global Hemp Market  
by 2026 <sup>1</sup>



**\$9.7B**

Global CBD Market  
by 2025 @ 32.6%  
CAGR <sup>2</sup>



**\$6B**

U.S. Hemp-derived  
CBD industry by 2025 <sup>3</sup>



**2018**

Farm Bill Legalized Hemp-  
Derived CBD at Federal Level

<sup>1</sup> [Industrial Hemp Market To Reach USD 13.03 Billion By 2026 | Reports And Data](#)  
<sup>2</sup> [Grand View Research - Cannabidiol Market Size, Share & Trends Analysis Report](#)  
<sup>3</sup> [Nielsen - By 2025, The U.S. Hemp-based CBD Industry Will be a \\$6 Billion Opportunity—Snack Industry Take Note](#)

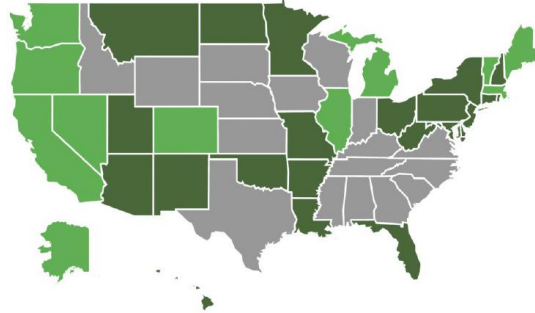
Global CBD Market Outlook <sup>2</sup>



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## Strong Market Drivers

- 62% of Americans support marijuana legalization<sup>2</sup>
- Medical use legal in **33 states**<sup>1</sup>
- Recreational use legal in **11 states**<sup>1</sup>
- Nearly 55 million U.S. adults have used cannabis at least once in the past year<sup>3</sup>
- SAFE Banking Act expected to be voted on by the U.S. House of Representatives in Sept 2019



### Marijuana Legalization Status<sup>1</sup>

- Medical marijuana broadly legalized
- Marijuana legalized for recreational use
- No broad laws legalizing marijuana

*Note: Many states shown have no broad laws legalizing medical cannabis. However, they permit cannabis-infused products or provide limited access under certain circumstances. States like Alabama and Mississippi, for instance, maintain laws permitting medical weed for severe epileptic conditions. Other states, like Virginia, allow possession of cannabis if prescribed by their doctor.*

<sup>1</sup> State Marijuana Laws in 2019 – Governing.com

<sup>2</sup> Pew Research Center 10/18/2018

<sup>3</sup> Marist Poll – Weed & the American Family

