

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 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 6, 2021 (January 5, 2021)**

**PLURISTEM THERAPEUTICS INC.**  
(Exact Name of Registrant as Specified in Its Charter)

<b>Nevada</b> (State or Other Jurisdiction of Incorporation)	<b>001-31392</b> (Commission File Number)	<b>98-0351734</b> (IRS Employer Identification No.)
<b>MATAM Advanced Technology Park Building No. 5 Haifa, Israel</b> (Address of Principal Executive Offices)		<b>3508409</b> (Zip Code)

**011 972 74 710 7171**  
(Registrant's telephone number, including area code)

**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 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:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, par value \$0.00001 per share	PSTI	The Nasdaq Capital Market

Indicate by check mark whether the registrant is an emerging growth company as defined in 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. ☐

**Item 5.02      Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On January 5, 2021, Pluristem Therapeutics Inc., or the Company, increased the size of its Board of Directors, or the Board, by two and appointed Maital Shemesh-Rasmussen and Rami Levy to serve as directors to fill the resulting vacancies, effective immediately. Neither Ms. Shemesh-Rasmussen nor Mr. Levy were appointed to serve on any Board committees.

Ms. Shemesh-Rasmussen, age 51, served as the Global Head of Marketing at Roche Diagnostics Information Solutions between 2018 and 2020. Between 2016 and 2018, she worked at Fitango Health, Inc. where she focused on marketing and business development. Between 2013 and 2016, she led Product Marketing at the Oracle Health Sciences Global Business Unit, as well as Marketing and Business Development in the Oracle Digital Health Innovation Unit. Prior to these positions, Ms. Shemesh-Rasmussen served as Vice President at JPMorgan Chase Bank from 2002 until 2007. Ms. Shemesh-Rasmussen holds a BA in Behavioral Sciences from Ben Gurion University.

Mr. Levy, age 62, is the Founder and President of Catalyst Group International, LLC where, since 2009, he has provided consulting services relating to strategic planning to notable clients in the private and public sectors. From 2004 to 2006, he served as Senior Deputy General and Head of Marketing Administration at Israel's Ministry of Tourism. He holds an MA with Honors in Political Science from The Hebrew University of Jerusalem.

As remuneration for their service as directors, each of Ms. Shemesh-Rasmussen and Mr. Levy will receive the same fees as the Company's other non-executive directors, as described in the Company's Annual Report on Form 10-K for the fiscal year ended June 30, 2020. Except as otherwise set forth herein, there is no arrangement or understanding between Ms. Shemesh-Rasmussen or Mr. Levy and any other person pursuant to which they were elected as directors, and there are no transactions in which Ms. Shemesh-Rasmussen or Mr. Levy has an interest requiring disclosure under Item 404(a) of Regulation S-K. In connection with their respective appointments, the Company expects to enter into its standard indemnification agreements with Ms. Shemesh-Rasmussen and Mr. Levy, on substantially the same terms as the indemnification agreements previously entered into between the Company and each of its directors and executive officers.

## 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.

### PLURISTEM THERAPEUTICS INC.

By: /s/ Chen Franco-Yehuda

Name: Chen Franco-Yehuda

Title: Chief Financial Officer

Date: January 6, 2021