

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): **April 29, 2025 (April 25, 2025)**

PLURI INC.

(Exact Name of Registrant as Specified in Its Charter)

Nevada

(State or Other Jurisdiction
of Incorporation)

001-31392

(Commission File Number)

98-0351734

(IRS Employer
Identification No.)

**MATAM Advanced Technology Park
Building No. 5
Haifa, Israel**

(Address of Principal Executive Offices)

3508409

(Zip Code)

011 972 74 710 7171

(Registrant's telephone number, including area code)

(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 Shares, par value \$0.00001 per share | PLUR | 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 5.08 Shareholder Director Nominations.

On April 25, 2025, the Board of Directors of Pluri Inc. (the “Company”) established that the Company’s 2025 Annual Meeting of Shareholders (the “2025 Annual Meeting”) will be held on Friday, May 23, 2025, at 5:00 p.m. Israel time, at the Company’s office located at MATAM Advanced Technology Park Building No. 5, Haifa, Israel 3508409. The 2025 Annual Meeting date reflects a change of more than 30 days from the anniversary date of the 2024 Annual Meeting of Shareholders. The record date for the determination of shareholders of the Company entitled to receive notice of and to vote at the 2025 Annual Meeting has been set as the close of business on March 24, 2025.

To be considered for inclusion in this year’s proxy materials for the 2025 Annual Meeting, shareholder proposals must have been submitted in writing by January 2, 2025. The Company has determined this deadline to be a reasonable time before it expects to begin printing and distributing its proxy materials in accordance with Rule 14a-5(f) and Rule 14a-8(e) under the Securities Exchange Act of 1934, as amended (the “Exchange Act”). In addition to meeting this deadline, shareholder proposals intended to be considered for inclusion in the Company’s proxy materials for the 2025 Annual Meeting must also comply with the Company’s Bylaws and all applicable rules and regulations of the Securities and Exchange Commission. The January 2, 2025 deadline also applies in determining whether notice of a shareholder proposal is timely for purposes of exercising discretionary voting authority with respect to proxies under Rule 14a-4(c)(1) of the Exchange Act, as well as for satisfying the notice requirements pursuant to Rule 14a-19 of the Exchange Act.

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.

PLURI INC.

Date: April 29, 2025

By: /s/ Liat Zalts

Name: Liat Zalts

Title: Chief Financial Officer