
**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): March 03, 2026

CleanSpark, Inc.

(Exact name of Registrant as Specified in Its Charter)

Nevada
(State or Other Jurisdiction
of Incorporation)

001-39187
(Commission File Number)

87-0449945
(IRS Employer
Identification No.)

10624 S. Eastern Ave.
Suite A - 638
Henderson, Nevada
(Address of Principal Executive Offices)

89052
(Zip Code)

Registrant's Telephone Number, Including Area Code: (702) 989-7692

(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 \$0.001 per share	CLSK	The Nasdaq Stock Market LLC
Redeemable warrants, each exercisable for 0.069593885 shares of common stock at an exercise price of \$165.24 per whole share	CLSKW	The Nasdaq Stock Market LLC

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.

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

On March 3, 2026, CleanSpark, Inc. (the “Company”) held its Annual Meeting of stockholders (the “Annual Meeting”). At the close of business on January 9, 2026, the record date for the Annual Meeting (the “Record Date”), 255,750,361 shares (excluding treasury shares) of the Company’s common stock, par value \$0.001 per share (“Common Stock”), were issued and outstanding, and 1,750,000 shares of the Company’s Series A Preferred Stock, par value \$0.001 per share (“Series A Preferred Stock”), were issued and outstanding. The holders of Series A Preferred Stock vote together with holders of Common Stock as a single class on each proposal voted on, except to the extent that voting as a separate class or series is required by law. As of the Record Date, the holders of Common Stock were entitled to a total of 255,750,361 votes, and the holders of Series A Preferred Stock were entitled to a total of 78,750,000 votes, representing in the aggregate 334,500,361 votes. At the Annual Meeting, stockholders entitled to a total of 228,081,207.58 votes, or approximately 68.19% of the collective voting power of the Company’s outstanding shares of Common Stock and Series A Preferred Stock as of the close of business on the Record Date, were present or represented by proxy (constituting a quorum). The final voting results on the proposals presented for stockholder approval at the Annual Meeting were as follows:

Proposal No. 1: To elect five directors to hold office until the next annual meeting of stockholders of the Company or until their successors are duly elected and qualified, subject to prior death, resignation, or removal.

Each nominee was elected. The votes were cast for this matter as follows:

<u>Nominees</u>	<u>Votes For</u>	<u>Votes Withheld</u>	<u>Broker Non-Votes</u>
S. Matthew Schultz	159,730,951.35	3,744,323.23	64,605,933.00
Larry McNeill	131,828,748.58	31,646,526.00	64,605,933.00
Dr. Thomas L. Wood	131,310,377.58	32,164,897.00	64,605,933.00
Roger P. Beynon	152,603,445.58	10,871,829.00	64,605,933.00
Amanda Cavaleri	135,870,967.47	27,604,307.11	64,605,933.00

Proposal No. 2: To ratify the appointment of BDO USA, P.C. as the Company’s independent registered public accounting firm for the fiscal year ending September 30, 2026.

The votes were cast for this matter as follows:

<u>Votes For</u>	<u>Votes Against</u>	<u>Votes Abstained</u>	<u>Broker Non-Votes</u>
225,962,313.67	1,008,127.11	1,110,766.80	0.00

Item 9.01 Financial Statements and Exhibits.**(d) Exhibits.**

Exhibit No.	Description
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

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.

CLEANS PARK, INC.

Date: March 5, 2026

By: /s/ Leighton R. Koehler
Leighton R. Koehler, Secretary & General Counsel
