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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): March 15, 2019

**CV SCIENCES, INC.**  
(Exact name of registrant as specified in its charter)

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

**000-54677**  
(Commission File Number)

**80-0944970**  
(I.R.S. Employer Identification No.)

**2688 South Rainbow Boulevard, Suite B  
Las Vegas, Nevada 89146**  
(Address of principal executive offices)

**(866) 290-2157**  
(Registrant's telephone number, including area code)

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))

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

On March 15, 2019, the Board of Directors of the Company appointed Joerg Grasser as the Chief Financial Officer of the Company. Mr. Grasser previously served as the Company's Chief Accounting Officer. Concurrently with the appointment of Mr. Grasser, Joseph Dowling resigned his position as the Company's Chief Financial Officer. Mr. Dowling shall continue to serve as the Company's Chief Executive Officer and as a member of the Board of Directors.

Prior to his appointment, Mr. Grasser, age 44, held the position of Controller at Ballast Point Brewing, a subsidiary of Constellation Brands, Inc. from 2015 to 2018, where Mr. Grasser provided accounting, finance, financial reporting and operational expertise to the company. Prior to his role at Ballast Point, from 2014 to 2015 Mr. Grasser held the position of Senior Director of Accounting for Sequenom, Inc., and from 2010 to 2014, Mr. Grasser was at Peregrine Semiconductor Corporation advancing to Director Financial Planning and Reporting. Mr. Grasser began his career at KPMG LLP providing audit and IT advisory services, advancing to senior audit manager. He has an MBA from the Keller Graduate School of Management, a BA from University of Regensburg and is a Certified Public Accountant.

There is no arrangement or understanding between Mr. Grasser and any other person pursuant to which he was selected as an executive officer. There are no family relationships between Mr. Grasser and any of the Company's directors, executive officers or persons nominated or chosen by the Company to become a director or executive officer and the Company has not entered into any transactions with Mr. Grasser that are reportable pursuant to Item 404(a) of Regulation S-X.

In connection with the commencement of Mr. Grasser's employment as the Company's Chief Accounting Officer, Mr. Grasser and the Company entered into an Employment Agreement, effective as of December 26, 2018 (the "Employment Agreement"). The Employment Agreement was amended on March 15, 2019 in connection with Mr. Grasser's appointment as the Company's Chief Executive Officer, and his compensation will consist of the following components:

- A base salary at an annualized rate of \$275,000;
  - Eligibility for annual cash bonus awards in the discretion of the Compensation Committee;
  - In addition to his previous stock option grant of 250,000 option shares, an additional stock option grant of 250,000 option shares, issued under the Company's Amended and Restated 2013 Equity Incentive Plan, with 33% of the option shares vesting at the end of his first full year of service to the Company and the remaining 67% of the option shares vesting over the following 24 months; and
  - Group health insurance coverage and other employment benefits on the same terms as other employees of the Company.
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**Item 7.01            Regulation            FD**  
**Disclosure**

On March 21, 2019, the Company announced the appointment of Mr. Grasser as its Chief Financial Officer. A copy of the press release issued by the Company announcing Mr. Grasser's appointment is attached hereto as Exhibit 99.1 and incorporated herein by reference.

Exhibit 99.1 contains forward-looking statements. These forward-looking statements are not guarantees of future performance and involve risks, uncertainties and assumptions that are difficult to predict. Forward-looking statements are based upon assumptions as to future events that may not prove to be accurate. Actual outcomes and results may differ materially from what is expressed in these forward-looking statements.

The information set forth under Item 7.01 of this Current Report on Form 8-K ("Current Report"), including Exhibit 99.1 attached hereto, is being furnished and shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities of such section. The information in Item 7.01 of this Current Report, including Exhibit 99.1, shall not be incorporated by reference into any filing under the Securities Act of 1933, as amended, or the Exchange Act, regardless of any incorporation by reference language in any such filing, except as expressly set forth by specific reference in such a filing. This Current Report will not be deemed an admission as to the materiality of any information in this Current Report that is required to be disclosed solely by Regulation FD.

**Item 9.01            Financial Statements and Exhibits**

(d) Exhibits

99.1 [Press release, dated March 21, 2019](#)

**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.

Date: March 21, 2019

**CV SCIENCES, INC.**

By: /s/ Joseph Dowling  
Joseph Dowling  
Chief Executive Officer

## CV SCIENCES, INC. APPOINTS JOERG GRASSER AS NEW CHIEF FINANCIAL OFFICER

LAS VEGAS, March 21, 2019 (GLOBE NEWSWIRE) -- [CV Sciences, Inc.](#) (OTCQB:CVSI) (the “Company”, “CV Sciences”, “our”, “us” or “we”), a preeminent supplier and manufacturer of hemp CBD products through its industry-dominating brand, [PlusCBD Oil™](#), announced today the appointment of Joerg Grasser as Chief Financial Officer, effective March 21, 2019.

Mr. Grasser brings to his new role more than 20 years of experience and an extensive background in accounting, finance, financial reporting and operations. He has served as Chief Accounting Officer of CV Sciences since December 2018. Prior to his role at CV Sciences, Mr. Grasser served as Controller of Ballast Point Brewing, a subsidiary of Constellation Brands, Inc. He also held senior finance positions with Sequenom, Inc. and Peregrine Semiconductor Corporation. Mr. Grasser began his career at KPMG LLP providing audit and IT advisory services, advancing to senior audit manager. He holds an MBA from the Keller Graduate School of Management, a BA from University of Regensburg, and is a Certified Public Accountant.

“Joerg’s extensive background in accounting and finance along with his strong leadership skills make him the ideal CFO for CV Sciences as we build upon our leadership talent, capabilities, and systems to support future growth,” said Joseph Dowling, Chief Executive Officer. “In Joerg’s short tenure at the Company, he has been an instrumental addition to our team, driving excellence in our financial reporting and strategic counsel to all of our corporate and financial decisions. We are very pleased to have him accept the additional responsibilities of CFO and we look forward to capitalizing on the rapidly growing opportunity that lies ahead.”

### About CV Sciences, Inc.

CV Sciences, Inc. (OTCQB:CVSI) operates two distinct business segments: a consumer product division focused on manufacturing, marketing and selling hemp-based CBD products to a range of market sectors; and a drug development division focused on developing and commercializing novel therapeutics utilizing CBD. The Company’s [PlusCBD Oil™](#) is the top-selling brand of hemp-derived CBD on the market, according to SPINS, the leading provider of syndicated data and insights for the natural, organic and specialty products industry. CV Sciences has primary offices and facilities in San Diego, California and Las Vegas, Nevada. Additional information is available from OTCMarkets.com or by visiting [www.cvsciences.com](http://www.cvsciences.com).

### FORWARD-LOOKING DISCLAIMER

*This press release may contain certain forward-looking statements and information, as defined within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934, and is subject to the Safe Harbor created by those sections. This material contains statements about expected future events and/or financial results that are forward-looking in nature and subject to risks and uncertainties. Such forward-looking statements by definition involve risks, uncertainties.*

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