

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): November 17, 2021

GLOBAL CLEAN ENERGY HOLDINGS, INC.
(Exact Name of Registrant as Specified in Charter)

Delaware
(State of Incorporation)

000-12627
(Commission File Number)

87-0407858
(I.R.S. Employer Identification No.)

2790 Skypark Drive, Suite 105, Torrance, California
(Address of Principal Executive Offices)

90505
(Zip Code)

(310) 641-4234
(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)).

Securities registered pursuant to Section 12(b) of the Act

Title of Each Class	Trading Symbol	Name of Each Exchange on Which Registered
N/A	N/A	N/A

Securities registered pursuant to Section 12(g) of the Act: Common Stock, par value \$0.001 per share

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 3.02. Unregistered Sales of Equity Securities.

On November 17, 2021, Sustainable Oils, Inc., the wholly-owned plant science subsidiary of Global Clean Energy Holdings, Inc. (the “Company”), acquired Entira, Incorporated, an agriculture business and marketing consulting firm (“Entira”). Entira has been Sustainable Oils’ principal consulting firm in both the development of Sustainable Oils’ camelina production strategy and in the roll-out of the camelina develop program. As consideration for the purchase of Entira, the Company issued a total of 407,150 unregistered shares of its common stock to the three shareholders of Entira. The shares were valued at \$3.55 per share. In addition, in connection with the acquisition the Company issued a total of 71,850 unregistered shares of its common stock valued at \$6.05 per share to three employees of Entira who became employees of Sustainable Oils. The securities were offered and sold in a transaction not involving a public offering and in compliance with exemptions from registration afforded by Section 4(a)(2) of the Securities Act of 1933, as amended, and Rule 506 of Regulation D promulgated thereunder, as they were offered without a view to distribution, and not by means of any general solicitation or advertisement.

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

Annual Meeting of Stockholders

On November 17, 2021, the Company held its Annual Meeting (the “Annual Meeting”) at the Company’s refinery at 6451 Rosedale Highway, Bakersfield, California 93308. At the Annual Meeting, the Company’s stockholders voted on three proposals, each of which is described in more detail in the Company’s definitive Proxy Statement filed with the Securities and Exchange Commission on October 6, 2021 (the “Proxy Statement”).

At the Annual Meeting, 24,563,845 shares, or approximately 61.3% of all outstanding shares of common stock, were present either in person or by proxy.

The following is a brief description of each matter voted upon and the certified results, including the number of votes cast for and against each matter and, if applicable, the number of abstentions and broker non-votes with respect to each matter.

- **Proposal 1:** to elect David Walker, Martin Wenzel, Richard Palmer, Phyllis Currie and Susan Anhalt to the Company’s Board of Directors, for a one-year term expiring at the 2022 Annual Meeting;
- **Proposal 2:** a proposal to approve, on an advisory basis, the compensation of the Company’s named executive officers as disclosed in the Proxy Statement;
- **Proposal 3:** a proposal to ratify Grant Thornton LLP as the Company’s independent registered public accounting firm for the fiscal year ending December 31, 2021;

Voting Results

Proposal 1: David Walker, Martin Wenzel, Richard Palmer, Phyllis Currie and Susan Anhalt were elected as directors on the following vote:

- David Walker was elected with 20,817,517 “FOR” votes and 54,002 “WITHHELD” votes;
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- Martin Wenzel was elected with 20,828,287 “FOR” votes and 52,232 “WITHHELD” votes.
- Richard Palmer was elected with 20,730,907 “FOR” votes and 149,612 “WITHHELD” votes.
- Phyllis Currie was elected with 20,827,097 “FOR” votes and 53,422 “WITHHELD” votes.
- Susan Anhalt was elected with 20,826,847 “FOR” votes and 53,672 “WITHHELD” votes.

In addition, there were 3,683,326 broker non-votes in connection with this proposal.

Proposal 2: This proposal was approved with 20,625,470 “FOR” votes, 106,171 “AGAINST” votes and 148,878 “ABSTAIN” votes. There were 3,683,326 broker non-votes in connection with this proposal.

Proposal 3: This proposal was approved with 24,559,694 “FOR” votes, 418 “AGAINST” votes and 3,733 “ABSTAIN” votes. There were no broker non-votes in connection with this proposal.

Item 8.01. Other Events.

On November 17, 2021, Sustainable Oils, Inc. purchased 45 acres in Havre, Montana. The Company’s plan is to construct a 600,000 bushel storage and rail loading facility on the newly acquired site in 2022, which aggregation facility when constructed will be used to store and transport the proprietary camelina grain to be produced for it by third party growers. The camelina grain is intended to be used as feedstock for the production of renewable diesel and other renewable products at the Company’s biorefinery in Bakersfield, California, and possibly other refineries.

On November 19, 2021 the Company issued a press release announcing the acquisition of the Havre, Montana site. The full text of the press release is attached hereto as Exhibit 99.1 and incorporated herein by reference.

Upon consummation of the acquisition of Entira referred to in Item 3.02 above, Michael Karst, the senior partner of Entira, was appointed as the new President of Sustainable Oils, Inc.

Item 9.01 Financial Statements and Exhibits

- (d) Exhibits.

<u>Exhibit No.</u>	<u>Description</u>
<u>99.1</u>	<u>Global Clean Energy Holdings, Inc. press release, November 19, 2021</u>

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.

November 22, 2021

By: /s/ Ralph Goehring
 Ralph Goehring
 Chief Financial Officer

Sustainable Oils, Inc., to Build 600,000 Bushel Grain Facility in Havre, Montana

Facility will provide added grain handling convenience and flexibility for Sustainable Oils and its camelina growers in Montana

GREAT FALLS, Montana, Nov. 19, 2021 – **Sustainable Oils, Inc.**, a wholly owned subsidiary of **Global Clean Energy Holdings, Inc. (OTCQX:GCEH)**, today announced the company has purchased 45 acres in Havre, Montana. The company is close to selecting its contractor to begin construction of the planned 600,000 bushel storage and rail loading facility for its proprietary camelina grain in the first-quarter 2022.

The Havre land acquisition and new facility further expands Sustainable Oils' presence in Montana and creates significant logistical advantages at camelina harvest for both Sustainable Oils and its contract growers.

"Montana is the headquarters and epicenter for Sustainable Oils production in North America," said Mike Karst, Sustainable Oils President. "A dedicated grain facility in Havre provides regional contract growers added convenience and flexibility for delivery and storage of harvested camelina. With our adjacent proximity to the CHS Big Sky-Havre rail siding, we will be able to directly load unit trains of our grain to streamline transportation logistics to GCEH's biorefinery in Bakersfield, California or other extraction plants."

Beginning in 2022, ExxonMobil has made a five-year commitment to purchase up to 220 million gallons of renewable diesel made from GCEH's Bakersfield Renewable Fuels refinery in California. Sustainable Oils' long-term goal is to secure contracts to grow more than one million acres of Sustainable Oils' camelina varieties across Montana and the High Plains.

About Sustainable Oils, Inc.

Sustainable Oils, Inc., GCEH's wholly owned plant science subsidiary, owns an industry leading portfolio of intellectual property rights, including patents and production know-how, to produce its proprietary varieties of camelina as a nonfood based ultra-low carbon biofuels feedstock. Sustainable Oils, Inc. was formed in 2007 and its new headquarters is in Great Falls, Montana. More information can be found online at www.susoils.com.

About Global Clean Energy Holdings, Inc.

Global Clean Energy Holdings, Inc. ("GCEH") is a uniquely positioned vertically integrated renewable fuels company. GCEH's farm-to-fuel strategy has been in place since the inception of its business, to control the full integration of the entire biofuels supply chain from the development, production, processing, and transportation of feedstocks through to the refining and distribution of renewable fuels. GCEH is retooling and constructing its renewable diesel refinery in Bakersfield, California, which when completed in early 2022 will be the largest renewable fuels facility in the western United States and the largest in the country that produces renewable fuels from non-food-based feedstocks. More information can be found online at www.gceholdings.com.

Forward-Looking Statements

Certain matters discussed in this press release are "forward-looking statements" of Global Clean Energy Holdings, Inc. within the meaning of the Private Securities Litigation Reform Act of 1995. Investors are cautioned that statements in this press release which are not strictly historical statements, including, without limitation, the Company's ability to have one million acres of camelina in production in Montana and completion of a grain facility, are forward-looking statements and are subject to a number of risks and uncertainties. Important factors that could cause actual results, developments and business decisions to differ materially from forward-looking statements are described in the sections titled "Risk Factors" in our filings with the Securities and Exchange Commission, including our most recent Annual Report on Form 10-K, Quarterly Reports on Form 10-Q, and Current Reports on Form 8-K.

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