
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 20549

Form 6-K

**REPORT OF FOREIGN PRIVATE ISSUER PURSUANT TO RULE 13a-16 OR 15d-16
UNDER THE SECURITIES EXCHANGE ACT OF 1934**

For the month of March, 2021.

Commission File Number: **001-40065**

IM Cannabis Corp.

(Exact Name of Registrant as Specified in Charter)

Kibbutz Glil Yam, Central District, Israel 4690500

(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F.

Form 20-F ☐ Form 40-F ☒

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1): ____

Note: Regulation S-T Rule 101(b)(1) only permits the submission in paper of a Form 6-K if submitted solely to provide an attached annual report to security holders.

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7): ____

Note: Regulation S-T Rule 101(b)(7) only permits the submission in paper of a Form 6-K if submitted to furnish a report or other document that the registrant foreign private issuer must furnish and make public under the laws of the jurisdiction in which the registrant is incorporated, domiciled or legally organized (the registrant's "home country"), or under the rules of the home country exchange on which the registrant's securities are traded, as long as the report or other document is not a press release, is not required to be and has not been distributed to the registrant's security holders, and, if discussing a material event, has already been the subject of a Form 6-K submission or other Commission filing on EDGAR.

SIGNATURE

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, thereunto duly authorized.

IM CANNABIS CORP.

(Registrant)

Date: March 26, 2021

By: /s/ Oren Shuster

Name: Oren Shuster

Title: Chief Executive Officer and Director

EXHIBIT INDEX

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| <u>99.1</u> | <u>Form 11 - Notice of Proposed Stock Option Grant or Amendment dated March 24, 2021</u> |
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FORM 11**NOTICE OF PROPOSED STOCK OPTION GRANT OR AMENDMENT**

Name of Listed Issuer: IM Cannabis Corp. (the "Issuer").

Trading Symbol: IMCC

Date: March 24, 2021

1. New Options Granted:

Date of Grant: March 18, 2021

| Name of Optionee | Position (Director/ Officer/ Employee/ Consultant/ Management Company) | Insider Yes or No? | No. of Optioned Shares | Exercise Price | Expiry Date | No. of Options Granted in Past 12 Months |
|-------------------------|---|-----------------------------------|---------------------------------------|---------------------------|------------------------|---|
| Howard Steinberg | Director, Officer and Consultant of Subsidiary | Yes | 232,500 | \$10.02 | March 18, 2026 | - |
| Michael Ruscetta | Director and Officer of Subsidiary | Yes | 232,500 | \$10.02 | March 18, 2026 | - |
| Dan Cohen | Director of Subsidiary | Yes | 15,000 | \$10.02 | March 18, 2026 | - |
| Karl Grywacheski | Officer of Subsidiary | Yes | 25,000 | \$10.02 | March 18, 2026 | - |
| Doug Wilson | Officer of Subsidiary | Yes | 15,000 | \$10.02 | March 18, 2026 | - |
| James Andrews | Consultant of Subsidiary | No | 25,000 | \$10.02 | March 18, 2026 | - |
| Kevin Jarrett | Employee of Subsidiary | No | 25,000 | \$10.02 | March 18, 2026 | - |

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|-----------------|-----------------------------|----|--------|---------|----------------|---|
| Brish Rowjee | Employee of Subsidiary | No | 15,000 | \$10.02 | March 18, 2026 | - |
| Jeff Bennett | Employee of Subsidiary | No | 15,000 | \$10.02 | March 18, 2026 | - |
| Darren Macrae | Employee of Subsidiary | No | 10,000 | \$10.02 | March 18, 2026 | - |
| James den Ouden | Employee of Subsidiary | No | 5,000 | \$10.02 | March 18, 2026 | - |
| Ross Hendry | Employee of Subsidiary | No | 25,000 | \$10.02 | March 18, 2026 | - |
| Alan Darlington | Employee of Subsidiary | No | 10,000 | \$10.02 | March 18, 2026 | - |
| Sarah Seale | Consultant of Subsidiary | No | 10,000 | \$10.02 | March 18, 2026 | - |
| Harwant Garland | Consultant of Subsidiary | No | 10,000 | \$10.02 | March 18, 2026 | - |
| William Werth | Employee of Subsidiary | No | 25,000 | \$10.02 | March 18, 2026 | - |
| David Hyde | Consultant of Subsidiary | No | 5,000 | \$10.02 | March 18, 2026 | - |

Total Number of optioned shares proposed for acceptance: 700,000

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2. Other Presently Outstanding Options:

| Name of Optionee | No. of Optioned Shares(1) | Exercise Price | Original Date of Grant | Expiry Date |
|---------------------|---------------------------|----------------|------------------------|-------------------|
| Haleli Barath | 90,000 | \$10.00 | February 28, 2021 | February 28, 2026 |
| Brian Schinderle | 90,000 | \$10.00 | February 28, 2021 | February 28, 2026 |
| Yuval Nachshon | 5,500 | \$10.00 | February 8, 2021 | February 8, 2026 |
| Shimrit Pitchon | 2,500 | \$8.56 | December 15, 2020 | December 15, 2025 |
| Yael Asael | 5,000 | \$8.56 | December 15, 2020 | December 15, 2025 |
| Dana Epstein | 5,000 | \$8.56 | December 15, 2020 | December 15, 2025 |
| Ishai Safian | 3,750 | \$8.56 | December 15, 2020 | December 15, 2025 |
| Olaf Rosenthal | 12,500 | \$7.12 | October 23, 2020 | October 23, 2025 |
| Christian Hauck | 12,500 | \$7.12 | October 23, 2020 | October 23, 2025 |
| Bar Abelis | 3,750 | \$7.12 | October 23, 2020 | October 23, 2025 |
| Stass Shkolnik | 10,000 | \$5.80 | July 17, 2020 | July 17, 2025 |
| Shaked Shuster | 3,750 | \$5.80 | July 17, 2020 | July 17, 2025 |
| Yaron Berger | 41,666 | \$4.00 | June 9, 2020 | June 9, 2025 |
| Doron Reznik | 125,000 | \$4.00 | June 9, 2020 | June 9, 2025 |
| Tomer Oved | 18,750 | \$4.00 | June 9, 2020 | June 9, 2025 |
| Sivan Adler | 3,750 | \$4.00 | June 9, 2020 | June 9, 2025 |
| Yael Oz Carmon | 22,500 | \$4.00 | June 9, 2020 | June 9, 2025 |
| Anna Taranko | 18,750 | \$4.00 | June 9, 2020 | June 9, 2025 |
| Francesco Bisceglia | 12,500 | \$4.00 | June 9, 2020 | June 9, 2025 |
| Vivian Bercovici | 90,000 | \$4.00 | June 9, 2020 | June 9, 2025 |
| Refael Gabay | 90,000 | \$4.00 | June 9, 2020 | June 9, 2025 |
| Roy Kait | 30,000 | \$4.00 | June 9, 2020 | June 9, 2025 |
| Oren Shuster | 62,500 | \$4.00 | June 9, 2020 | June 9, 2025 |
| Rivka Stern | 25,000 | \$4.00 | June 9, 2020 | June 9, 2025 |
| Ben Brownstein | 6,250 | \$4.00 | June 9, 2020 | June 9, 2025 |
| Liat Mika Noy | 1,250 | \$4.00 | June 9, 2020 | June 9, 2025 |
| Yael Harrosh | 37,500 | \$4.00 | June 9, 2020 | June 9, 2025 |
| Sharon Karuz | 1,250 | \$4.00 | June 9, 2020 | June 9, 2025 |
| Amir Dvora | 6,250 | \$4.00 | June 9, 2020 | June 9, 2025 |
| Shai Shemesh | 37,500 | \$4.00 | June 9, 2020 | June 9, 2025 |
| Ziva Kampinsky | 1,250 | \$4.00 | June 9, 2020 | June 9, 2025 |
| Roy Kait | 125,000 | \$1.60 | October 11, 2019 | January 4, 2029 |

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|---------------------|---------|--------|------------------|--------------------|
| Oren Shuster | 500,000 | \$1.60 | October 11, 2019 | January 4, 2029 |
| Rivka Stern | 39,975 | \$1.60 | October 11, 2019 | January 4, 2029 |
| Ryan Walsh | 90,000 | \$1.60 | October 11, 2019 | September 11, 2029 |
| Ben Brownstein | 75,000 | \$1.60 | October 11, 2019 | January 4, 2029 |
| Liat Mika Noy | 12,500 | \$1.60 | October 11, 2019 | September 11, 2029 |
| Marc Lustig | 675,000 | \$1.60 | October 11, 2019 | September 11, 2029 |
| Yael Harrosh | 50,000 | \$1.60 | October 11, 2019 | January 4, 2029 |
| Sharon Karuz | 2,500 | \$1.60 | October 11, 2019 | January 4, 2029 |
| Amir Dvora | 50,000 | \$1.60 | October 11, 2019 | February 3, 2029 |
| Shai Shemesh | 62,500 | \$1.60 | October 11, 2019 | April 7, 2029 |
| Ziva Kampinsky | 2,500 | \$1.60 | October 11, 2019 | May 13, 2029 |
| Keren Reuveni | 7,500 | \$1.60 | October 11, 2019 | August 11, 2029 |
| Mell Willson | 7,500 | \$1.60 | October 11, 2019 | August 11, 2029 |
| Lior Holtzman | 4,998 | \$1.60 | October 11, 2019 | August 11, 2029 |
| Shai Filo | 7,500 | \$1.60 | October 11, 2019 | August 11, 2029 |
| Ben Gabai | 7,500 | \$1.60 | October 11, 2019 | August 11, 2029 |
| Yoav Shiloni | 7,500 | \$1.60 | October 11, 2019 | August 11, 2029 |
| Aviv Ben-Ami | 7,500 | \$1.60 | October 11, 2019 | August 11, 2029 |
| Liz On | 2,500 | \$1.60 | October 11, 2019 | August 11, 2029 |
| Omri Tzadok | 2,500 | \$1.60 | October 11, 2019 | August 11, 2029 |
| Or Hilel | 2,500 | \$1.60 | October 11, 2019 | August 11, 2029 |
| Korin Avrahami | 2,500 | \$1.60 | October 11, 2019 | August 11, 2029 |
| Rotem Tzadok | 2,500 | \$1.60 | October 11, 2019 | August 11, 2029 |
| Nitzan Shalem | 2,500 | \$1.60 | October 11, 2019 | August 11, 2029 |
| Shai Goldin | 2,500 | \$1.60 | October 11, 2019 | August 11, 2029 |
| Oded Natan | 1,666 | \$1.60 | October 11, 2019 | August 11, 2029 |
| Richard Balla | 37,500 | \$1.60 | October 11, 2019 | July 30, 2029 |
| Steven Mintz | 250,000 | \$1.60 | October 11, 2019 | September 11, 2029 |
| Tehila Cohen | 2,500 | \$1.60 | October 11, 2019 | September 11, 2029 |
| Balu Gopalakrishnan | 4,000 | \$4.20 | October 11, 2019 | October 9, 2022 |

(1) Set out number of optioned shares for each grant with different terms.

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3. Additional Information

- (a) If shareholder approval was required for the grant of options (including prior approval of a stock option plan), state the date that the shareholder meeting approving the grant was or will be held. **December 16, 2020**
- (b) State, as a percentage of the issued and outstanding shares of the Issuer indicated in (c) above, the aggregate number of shares that are subject to incentive stock options, including new options, amended options and other presently outstanding options. **7.18%**
- (c) State the date of the news release announcing the grant of options. **N/A**
- (d) State the total issued and outstanding share capital at the date of grant or amendment. **50,473,094 common shares**
- (e) If the new options are being granted pursuant to a stock option plan, state the number of remaining shares reserved for issuance under the plan. **1,423,254**
- (f) If the Issuer has completed a public distribution of its securities within 90 days of the date of grant, state the per share price paid by the public investors **N/A**
- (g) Describe the particulars of any proposed material changes in the affairs of the Issuer. **N/A**

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4. Certificate of Compliance

The undersigned hereby certifies that:

1. The undersigned is a director and/or senior officer of the Issuer and has been duly authorized by a resolution of the board of directors of the Issuer to sign this Certificate of Compliance.
2. As of the date hereof there is no material information concerning the Issuer which has not been publicly disclosed.
3. The undersigned hereby certifies to the Exchange that the Issuer is in compliance with the requirements of applicable securities legislation (as such term is defined in National Instrument 14-101) and all Exchange Requirements (as defined in CNSX Policy 1).
4. All of the information in this Form 11 Notice of Proposed Stock Option Grant or Amendment is true.

Dated March 24, 2021.

Oren Shuster

Name of Director or Senior Officer

/s/ Oren Shuster

Signature

Chief Executive Officer

Official Capacity

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