

**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): June 6, 2023

NUVVE HOLDING CORP.

(Exact Name of Registrant as Specified in Charter)

Delaware (State or Other Jurisdiction of Incorporation)	001-40296 (Commission File Number)	86-1617000 (IRS Employer Identification No.)
2488 Historic Decatur Road, Ste 200 (Address of Principal Executive Offices)	San Diego, California	92106 (Zip Code)

Registrant's telephone number, including area code: **(619) 456-5161**

(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 (see General Instruction A.2. below):

- 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 symbols	Name of each exchange on which registered
Common Stock, Par Value \$0.0001 Per Share	NVVE	The Nasdaq Stock Market LLC
Warrants to Purchase Common Stock	NVVEW	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 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers' Compensatory Arrangements of Certain Officers.

On June 6, 2023, Kenji Yodose resigned from the Board of Directors (the "Board") of Nuvve Holding Corp. (the "Company") effective immediately.

Mr. Yodose served on the Board as a designee of Toyota Tsusho Corporation ("TTC"), a stockholder of the Company, in accordance with the terms of that certain stockholder agreement (the "Stockholder Agreement"), dated as of March 19, 2021, by and between the Company and TTC, pursuant to which TTC had the right to designate one member of the Board for appointment or election as a director for so long as TTC's Merger Shares (as defined in the Stockholder Agreement) represent at least 5% of the issued and outstanding common stock of the Company. As of June 6, 2023, TTC's Merger Shares represented less than 5% of the outstanding common stock of the Company.

Mr. Yodose's resignation was pursuant to a Contingent Letter of Resignation, dated as of March 19, 2021, pursuant to which he notified the Company of his resignation to be effective immediately upon the earlier to occur of TTC's Merger Shares representing less than 5% of the outstanding common stock of the Company and the appointment or election of a subsequent director designee by TTC, and did not result from any disagreement with the Company or the Board on any matter relating to the Company's operations, policies or practices.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

Exhibit No.	Description
104	Cover Page Interactive Data File - the cover page XBRL tags are embedded within the Inline XBRL document.

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 hereunto duly authorized.

Dated: June 9, 2023

NUVVE HOLDING CORP.

By: /s/ Gregory Poilasne

Gregory Poilasne

Chairman and Chief Executive Officer