

OptimumBank Holdings, Inc.  
Form 8-K  
March 13, 2018

**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 13, 2018 (March 12, 2018)**

**OPTIMUMBANK HOLDINGS, INC.**

**(Exact name of registrant as specified in charter)**

|                                     |                     |                   |
|-------------------------------------|---------------------|-------------------|
| <b>Florida</b>                      | <b>000-50755</b>    | <b>55-0865043</b> |
| <b>(State or Other Jurisdiction</b> | <b>(Commission</b>  | <b>(IRS</b>       |
| <b>of Incorporation)</b>            | <b>File Number)</b> | <b>Employer</b>   |

**Identification  
No.)**

**2477 East Commercial Boulevard, Fort Lauderdale, FL 33308**

**(Address of Principal Executive Offices) (Zip Code)**

**(954) 900-2800**

**(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 (*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))

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

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

**(b) Election of Directors**

Effective March 12, 2018, John H. Clifford resigned from the Board of Directors of OptimumBank Holdings, Inc. and OptimumBank (the “Bank”), the wholly-owned subsidiary bank of OptimumBank Holdings, Inc. (the “Company”). Mr. Clifford’s decision to resign was not the result of any disagreement with the Bank or Company.

**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.

March 13, 2018 By: */s/ Timothy Terry*  
Timothy Terry  
Principal Executive Officer

