
**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)

January 31, 2019

Sun Pacific Holding Corp.

(Exact name of registrant as specified in its charter)

Nevada

(State or other jurisdiction
of incorporation)

000-51935

(Commission
File Number)

90-1119774

(IRS Employer
Identification No.)

215 Gordon's Corner Road, Suite 1A Manalapan, NJ 07726

(Address of principal executive offices)

Registrant's telephone number, including area code

732-845-0906

(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))
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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 January 31, 2019, pursuant to the meeting of the written consent of a majority of the shareholders, Mr. Sumair Mitroo was removed as a member of the Board of Directors. Mr. Mitroo has been non-responsive to shareholders or other members of the Board of Directors. Pursuant to the Bylaws of the Company, the remaining members may fill the vacancy with the consent of a majority of the remaining members. At this time, the Board of Directors has not yet made such appointment.

A copy of this filing has been furnished to Mr. Mitroo, who has provide no written correspondence in response to the filing. There are no disputes or disagreements between Mr. Mitroo and the 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.

Sun Pacific Holding Corp.

(Registrant)

Date: February 5, 2019

By: /s/ Nicholas Campanella

Name: Nicholas Campanella

Title: Director
