

**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): May 20, 2022

LifeStance Health Group, Inc.

(Exact name of Registrant as Specified in Its Charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

001-40478
(Commission
File Number)

86-1832801
(IRS Employer
Identification No.)

**4800 N. Scottsdale Road
Suite 6000
Scottsdale, Arizona**
(Address of Principal Executive Offices)

85251
(Zip Code)

Registrant's Telephone Number, Including Area Code: 425 279-8500

(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:

- 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(s)	Name of each exchange on which registered
Common Stock, par value \$0.01 per share	LFST	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 May 20, 2021, Gwendolyn Booth, the Chief Operating Officer of LifeStance Health Group, Inc. (the “Company”), notified the Company of her decision to retire from the Company, effective July 1, 2022. Following her retirement, Ms. Booth will serve as a consultant to the Company and will serve as executive director of the LifeStance Health Foundation. In connection with her departure, Ms. Booth and the Company have entered into a Separation and General Release Agreement (the “Separation Agreement”), an Independent Contractor Agreement (the “Consulting Agreement”), an Amendment to Restricted Stock Unit Award Agreement (the “RSU Amendment”) and an Amendment to Stock Transfer Restriction Agreement (the “Stock Transfer Amendment,” the Separation Agreement, the Consulting Agreement, the RSU Amendment and the Stock Transfer Amendment, together referred to as the “Separation Documents”). Under the Separation Documents, Ms. Booth will receive \$13,750 per month in respect of her consulting services to the Company including her role as the Executive Director of the LifeStance Foundation and the restricted stock units previously granted to Ms. Booth will continue to be eligible to vest based on her continued service, except that the vesting schedule was modified such that one-third of the RSUs are eligible to vest on the on the first anniversary of the grant date and the remaining two-thirds of the RSUs are eligible to vest on the second anniversary thereof. In addition, pursuant to the Stock Transfer Amendment, Ms. Booth agreed that until the two-year anniversary of the Company’s initial public offering, Company equity owned by Ms. Booth will remain subject to certain transfer restrictions. Under the Separation Documents, Ms. Booth agreed to a release of claims in favor of the Company and its affiliates.

The foregoing descriptions of the Separation Documents do not purport to be complete and are qualified in their entirety by the full text of the agreements, a copies of which will be filed as exhibits to the Company’s Quarterly Report on Form 10-Q for the quarter ended June 30, 2022.

On May 20, 2022, the Board of Directors of the Company approved the appointment of Danish Qureshi, the Company’s Chief Growth Officer, as Chief Operating Officer, effective July 1, 2022.

Item 7.01 Regulation FD Disclosure

A copy of the press release announcing Ms. Booth’s retirement and Mr. Qureshi’s appointment is attached hereto as Exhibit 99.1. The information furnished under Item 7.01 of this Current Report on Form 8-K, including the exhibit, shall not be deemed “filed” for purposes of Section 18 of the Exchange Act, nor shall it be deemed incorporated by reference into LifeStance Health Group’s filings with the SEC under the Securities Act or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release issued by LifeStance Health Group, Inc. on May 23, 2022.
104	Cover Page Interactive Data File (embedded with 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.

LIFESTANCE HEALTH GROUP, INC.

Date: May 23, 2022

By: /s/ Ryan Pardo
Name: Ryan Pardo
Title: Chief Legal Officer and Secretary

LIFESTANCE HEALTH NAMES DANISH QURESHI AS CHIEF OPERATING OFFICER, EFFECTIVE JULY 1, 2022

Gwen Booth Retiring from COO Role; Appointed as Executive Director, LifeStance Health Foundation

SCOTTSDALE, Ariz.—May 23, 2022—LifeStance Health (NASDAQ: LFST), one of the nation’s largest providers of outpatient mental healthcare, today announced that its Board of Directors approved the appointment of Danish Qureshi, currently Chief Growth Officer, LifeStance, as the company’s next Chief Operating Officer, effective July 1, 2022. Gwen Booth, who has served as COO since the company’s founding in 2017, is retiring from her operating role and will become the first Executive Director of LifeStance Health Foundation (the “Foundation”). Established in 2021, the Foundation is a 501(c)(3) non-profit organization that was endowed to award grants, make scholarships and support organizations that share LifeStance’s vision to improve mental health access.

“As a highly-experienced healthcare executive and founding member of the LifeStance team, Danish is well-positioned to successfully guide our business through its next phase of growth,” said Michael Lester, Chairman and CEO, LifeStance. “Danish has been instrumental in the success of our organic growth engine and the rapid scaling of our business since inception. He has an excellent track record delivering against our long-term strategic priorities, and we are confident that he will excel in this new role.”

“I’m excited to step into this new role and build on the strong foundation developed by Gwen and our entire operations team,” said Qureshi. “There has never been a more important time to increase access to trusted, affordable and personalized mental healthcare. We are committed to delivering positive outcomes for our patients, employees and shareholders, and in doing so, make significant progress toward our vision of a truly healthy society where mental and physical healthcare are unified to make lives better. Gwen has been a trusted partner since the founding of the company, and I look forward to working closely together during this transition.”

“On behalf of our executive leadership team and all our teams across the country, we are grateful for Gwen’s contributions during her tenure. We’re delighted that she will continue to support LifeStance’s commitment to reimagining mental health through the Foundation,” added Lester.

“I’m extremely proud of LifeStance’s success and what we’ve achieved to make high-quality mental healthcare widely available across the country,” said Booth. “I’m grateful to every single LifeStance team member who has contributed to advancing our mission, and I look forward to combining my passion for enhancing access to care with non-profit work by leading the Foundation.”

ABOUT DANISH QURESHI

In his current role as Chief Growth Officer, Qureshi oversees all organic growth initiatives for the company. He leads clinician recruiting, de novo center openings, payor contracting, customer care and national marketing. Previously, Qureshi was the SVP of Strategic Initiatives at Accelecare Wound Centers, Inc. and COO of the post-acute division, Accelecare Wound Professionals, LLC. While at Accelecare, he grew the post-acute division into a nationwide network of 400 skilled nursing facilities under contract, with physicians employed across 22 states. Prior to Accelecare, Qureshi worked at Nautic Partners, a mid-market private equity firm, with a sector focus on healthcare. He began his career as a management consultant with Bain & Company. Qureshi received his B.A. from Northwestern University.

ABOUT LIFESTANCE HEALTH

Founded in 2017, LifeStance (NASDAQ: LFST) is reimagining mental health. We are one of the nation's largest providers of virtual and in-person outpatient mental healthcare for children, adolescents and adults experiencing a variety of mental health conditions. Our mission is to help people lead healthier, more fulfilling lives by improving access to trusted, affordable and personalized mental healthcare. LifeStance employs approximately 5,000 psychiatrists, advanced practice nurses, psychologists and therapists and operates across 32 states and more than 500 centers. To learn more, please visit www.LifeStance.com.

ABOUT LIFESTANCE HEALTH FOUNDATION

Established in 2021, LifeStance Health Foundation is a 501(c)(3) non-profit organization that was endowed to award grants, make scholarships and support organizations that share LifeStance's vision to improve mental health access. The Foundation focuses on especially vulnerable patients including youth and adolescents, underrepresented minority communities and the underemployed and uninsured. To date, the Foundation has awarded more than \$400,000 to both national and local non-profits working to destigmatize access to mental healthcare.

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