

September 13, 2022

George Archos  
Chief Executive Officer  
Verano Holdings Corp.  
415 North Dearborn Street, 4th Floor  
Chicago, IL 60654

Corp.

Registration Statement on Form 10-12G  
2022

Re: Verano Holdings

Amendment No. 3 to

Filed September 8,

File No. 000-56342

Dear Mr. Archos:

We have completed our review of your filing. We remind you that the company and its management are responsible for the accuracy and adequacy of their disclosures, notwithstanding any review, comments, action or absence of action by the staff.

Sincerely,

Division of Corporation Finance

Office of Life Sciences

cc:

Tom Hughes, Esq.