

**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): August 4, 2022**

**VERANO HOLDINGS CORP.**  
(Exact Name of Registrant as Specified in its Charter)

**British Columbia  
(State or Other Jurisdiction  
of Incorporation)**

**000-56342  
(Commission  
File Number)**

**98-1583243  
(IRS Employer  
Identification No.)**

**415 North Dearborn Street, 4<sup>th</sup> Floor,  
Chicago, Illinois  
(Address of Principal Executive Offices)**

**(312) 265-0730  
(Registrant's Telephone Number, Including Area Code)**

**N/A  
(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:

<b>Title of each class</b>	<b>Trading Symbol</b>	<b>Name of each exchange on which registered</b>
N/A		

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 8.01 Other Events.**

On August 4, 2022, Verano Holdings Corp. (the “Company”) issued a press release announcing the opening of its new Maryland dispensary location, Zen Leaf Elkridge, formerly known as Zen Leaf Jessup, at 6000 Marshalee Drive on Friday, August 5, 2022.

The information furnished under this item 8.01, including Exhibit 99.1 incorporated by reference herein, shall not be deemed “filed” for purposes of Section 18 of the Exchange Act, or otherwise subject to the liabilities of that section and shall not be deemed to be incorporated by reference into any filing under the Securities Act or the Exchange Act.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

<u>Exhibit No.</u>	<u>Description</u>
99.1	<a href="#">Press Release issued on August 4, 2022</a>

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**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.

VERANO HOLDINGS CORP.

Date: August 4, 2022

By: /s/ Darren Weiss

Name: Darren Weiss

Title: Chief Operating Officer, Chief Legal Officer, General Counsel &  
Secretary

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### Verano Welcomes Maryland Medical Cannabis Patients at Prime New Location, Zen Leaf Elkridge

- Zen Leaf Elkridge is relocating from its former home on Montevideo Road to 6000 Marshalee Drive, located less than 15 minutes from Baltimore/Washington International Thurgood Marshall Airport
- Zen Leaf Elkridge features enhanced amenities, including a larger store space, additional registers and parking spaces, as well as a drive-through window
- Verano's active operations span 13 states, comprised of 107 dispensaries and 13 cultivation and processing facilities with more than 1 million square feet of cultivation capacity

CHICAGO, August 4, 2022 – Verano Holdings Corp. (CSE: VRNO) (OTCQX: VRNOF) (“Verano” or the “Company”), a leading multi-state cannabis company, today announced the opening of its new Maryland location, Zen Leaf Elkridge, at 6000 Marshalee Drive on Friday, August 5 at 10 a.m., local time. Zen Leaf Elkridge is open Monday through Saturday from 10 a.m. to 8 p.m. and Sunday from 10 a.m. to 6 p.m., local time.

While guests can expect the same patient-centric, compassionate care when visiting the new Zen Leaf Elkridge location, they will find enhanced amenities including a larger store space, additional registers, and more customer parking. The location also includes a drive-through window to increase patient access. Zen Leaf Elkridge is the first medical cannabis dispensary in the city, which boasts a population of over 25,000<sup>1</sup>.

According to the Maryland Medical Cannabis Commission, there are currently over 158,000 certified medical cannabis patients in the state. Maryland medical cannabis sales are projected to potentially reach \$750 million by 2026, as reported by [MJBiz Factbook 2022](#).

“We’re excited to reopen as Zen Leaf Elkridge, a prime new location in Howard County, where our valued patients will continue to receive the same elevated quality of care,” said George Archos, Verano Founder and Chief Executive Officer. “We’re grateful for the support from the local community and excited to deepen our roots in a new location that will provide an enhanced experience for each of our existing and new patients.”

Verano currently operates medical cannabis dispensaries in Germantown, Pasadena and Towson, as well as a cultivation and processing facility in Jessup.

Zen Leaf dispensaries feature online menus for effortless browsing of their extensive product selection, including the Company’s signature Verano Reserve flower, along with edibles, pre-rolls, tinctures, topicals, extracts, vapes and more. For additional convenience, customers can choose to order ahead at [zenleafdispensaries.com](https://zenleafdispensaries.com) for drive-through pickup or delivery.

<sup>1</sup> [United States Census Bureau](#)

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## **About Verano**

Verano is a leading, vertically integrated, multi-state cannabis operator in the U.S., devoted to the ongoing improvement of communal wellness by providing responsible access to regulated cannabis products. With a mission to address vital health and wellness needs, Verano produces a comprehensive suite of premium, innovative cannabis products sold under its trusted portfolio of consumer brands, including Verano™, Avexia™, Encore™, and MÜV™. Verano's portfolio encompasses 13 U.S. states, with active operations in 13, including 13 production facilities comprising over 1,000,000 square feet of cultivation capacity. Verano designs, builds, and operates dispensaries under retail brands including Zen Leaf™ and MÜV™, delivering a superior cannabis shopping experience in both medical and adult-use markets. Learn more at [www.verano.com](http://www.verano.com).

## **Contacts:**

### **Media**

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### **Investors**

Verano  
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Director, Investor Relations  
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## **Forward Looking Statements**

This press release contains certain “forward-looking statements” within the meaning of the safe harbor provisions of the United States Private Securities Litigation Reform Act of 1995. Such forward-looking statements are not representative of historical facts or information or current condition, but instead represent only the Company’s beliefs regarding future events, plans or objectives, many of which, by their nature, are inherently uncertain and outside of the Company’s control. Generally, such forward-looking statements can be identified by the use of forward-looking terminology such as “plans”, “expects” or “does not expect”, “is expected”, “budget”, “future”, “scheduled”, “estimates”, “forecasts”, “intends”, “anticipates” or “does not anticipate”, or “believes”, or variations of such words and phrases or may contain statements that certain actions, events or results “may”, “could”, “would”, “might” or “will be taken”, “will continue”, “will occur” or “will be achieved”. The forward-looking statements contained herein include, but are not limited to, statements or information with respect to the Company’s proposed restatement of the Prior Period Financials. Forward-looking statements involve and are subject to assumptions and known and unknown risks, uncertainties, and other factors which may cause actual events, results, performance, or achievements of the Company to be materially different from future events, results, performance, and achievements expressed or implied by forward-looking statements herein, including, without limitation, the risk factors discussed in the Company’s Form 10 filed on EDGAR at [www.sec.gov](http://www.sec.gov). The forward-looking statements contained in this Current Report on Form 8-K are made as of the date of this Current Report on Form 8-K, and the Company does not undertake to update any forward-looking information or forward-looking statements that are contained or referenced herein, except as may be required in accordance with applicable securities laws. All subsequent written and oral forward-looking information and statements attributable to the Company or persons acting on its behalf is expressly qualified in its entirety by this notice regarding forward-looking information and statements.

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