



State of New Jersey
CANNABIS REGULATORY COMMISSION

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DIANNA HOUEYOU, *Chair*
SAMUEL DELGADO, *Vice Chair*
KRISTA NASH, *Commissioner*
MARIA DEL CID-KOSSO, *Commissioner*
CHARLES BARKER, *Commissioner*
JEFF BROWN, *Executive Director*

RESOLUTION 2023-126
APPROVING THE TRANSFER OF OWNERSHIP OF VERANO NJ LLC FROM
VERANO NJ HOLDINGS, LLC TO VERANO HOLDINGS, LLC

WHEREAS, the New Jersey Cannabis Regulatory Commission (“the Commission”), established pursuant to P.L. 2019, c.153, known and cited as the “Jake Honig Compassionate Use Medical Cannabis Act,” is charged with implementing the provisions of that Act as well as P.L.2021, c.16, known and cited as the “New Jersey Cannabis Regulatory, Enforcement Assistance, and Marketplace Modernization Act”; and

WHEREAS, pursuant to N.J.S.A. 24:6I-7(k)(2), the sale or transfer of any interest of five percent or more in a medical cannabis cultivator, medical cannabis manufacturer, medical cannabis dispensary, or clinical registrant permit shall be subject to approval by the New Jersey Cannabis Regulatory Commission and conditioned on the entity that is purchasing or receiving transfer of the interest in the medical cannabis cultivator, medical cannabis manufacturer, medical cannabis dispensary, or clinical registrant permit completing a criminal history record background check pursuant to the requirements of the statute; and

WHEREAS, pursuant to N.J.A.C. 17:30A-7.5, an Alternative Treatment Center (“ATC”) permit is not assignable or transferable without Commission approval, and it shall be immediately null and void if the alternative treatment center ceases to operate, if the alternative treatment center’s ownership changes or if the alternative treatment center relocates; and

WHEREAS, Verano NJ LLC is an Alternative Treatment Center that was issued a permit in accordance with N.J.A.C. 17:30A, et seq. and N.J.S.A. 24:6I-1 et seq.; and

WHEREAS, on April 11, 2022, the Commission accepted and approved Verano NJ LLC’s certification to become an expanded alternative treatment center (“Expanded ATC”), allowing for expansion of operations to the adult personal-use cannabis market, and issued it one Class 1 Cannabis Cultivator, one Class 2 Cannabis Manufacturer, and two Class 5 Cannabis Retailer licenses; and

WHEREAS, on June 28, 2022, Commission accepted and approved Verano NJ LLC’s certification and subsequently issued it one additional Class 5 Cannabis Retailer license; and

WHEREAS, on April 13, 2023, the Commission approved Verano NJ LLC’s renewal application for its one Class 1 Cannabis Cultivator, one Class 2 Cannabis Manufacturer, and two

Class 5 Cannabis Retailer licenses; and

WHEREAS, on June 1, 2023, Commission approved Verano NJ LLC's renewal application for its additional Class 5 Cannabis Retailer license; and

WHEREAS, as an Expanded ATC, Verano NJ LLC must also abide by the Commission's personal-use cannabis regulations under N.J.A.C. 17:30, et. seq, including rules regarding transfers of ownership under N.J.A.C. 17:30-9.3; and

WHEREAS, pursuant to N.J.A.C. 17:30A-7.10, the fee to apply for the transfer of ownership for an ATC is \$20,000; and

WHEREAS, pursuant to N.J.A.C. 17:30-7.17(j)(3), the fee to apply for the transfer of more than 50 percent of ownership interest in a license holder is \$20,000; and

WHEREAS, Verano NJ LLC proposes that its owner, Verano NJ Holdings LLC, subsidiary of Verano Holdings, LLC, would assign its membership interest in the Expanded ATC to Verano Holdings, LLC; and

WHEREAS, Verano NJ LLC proposes this transfer to dissolve Verano NJ Holdings, LLC and eliminate the unnecessary corporate intermediary entity; and

WHEREAS, Verano Holdings, LLC is a limited liability company with corporate headquarters in Delaware and is wholly owned (100%) by Verano Holdings Corp., a British Columbia Corporation which is publicly listed on the Canadian Stock Exchange; and

WHEREAS, Commission staff has completed a thorough investigation of Verano Holdings, LLC and its relevant subsidiaries, the transaction between Verano NJ Holdings LLC and Verano Holdings, LLC as well as associated documents and materials, for compliance with the provisions of N.J.A.C. 17:30A, et seq., N.J.A.C. 17:30, et seq., and N.J.S.A. 24:6I-1 et seq; and

WHEREAS, Commission staff has found no evidence that would preclude this ownership transfer;

NOW, THEREFORE, BE IT RESOLVED, by the New Jersey Cannabis Regulatory Commission, that the proposed transfer of ownership of Verano NJ LLC from Verano NJ Holdings LLC to Verano Holdings, LLC, is hereby approved.

Submitted by:



Dianna Houenou, Chair

CERTIFICATION

I hereby certify that the foregoing is a true copy of the Resolution adopted by the Cannabis Regulatory Commission at its meeting held on the 18th day of July 2023.



Dave Tuason, Deputy Counsel

Vote on the Approval of This Resolution	Motion	Second	Yes	No	Abstain	Absent
Commissioner Barker			X			
Commissioner Del Cid-Kosso						X
Commissioner Delgado		X	X			
Chairwoman Houenou			X			
Commissioner Nash	X		X			