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**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 5, 2024

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

<b>British Columbia</b> (State or Other Jurisdiction of Incorporation)	<b>000-56342</b> (Commission File Number)	<b>98-1583243</b> (IRS Employer Identification No.)
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224 W Hill Street, Suite 400,  
Chicago, Illinois 60610  
(Address of Principal Executive Offices) (Zip Code)

(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:

Title of each class	Trading Symbol	Name of each exchange on which registered
N/A	N/A	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.

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### Item 8.01 Other Events

On January 5, 2024, Verano Holdings Corp. (the “Company”) issued a press release announcing the grand opening of MÜV Yulee, the Company’s 74<sup>th</sup> Florida dispensary, on Friday, January 5, 2024, bringing the Company’s total dispensary count to 137 nationwide. A copy of such press release is filed as Exhibit 99.1 to this report.

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:

[99.1](#)      [Press release dated January 5, 2024](#)  
104      Cover Page Interactive Data File (embedded within the inline XRBL document)

### SIGNATURES

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, thereunto duly authorized.

Dated: January 5, 2024

By:            /s/ Laura Marie Kalesnik  
Name:        Laura Marie Kalesnik  
Title:        Chief Legal Officer, General Counsel and Secretary



## **Verano Broadens Retail Footprint in Northeast Florida with the Opening of MÜV Yulee, the Company's 74<sup>th</sup> Florida Location**

- Located at 463128 State Road 200, MÜV Yulee bolsters the Company's retail presence in the Jacksonville metropolitan area, a region with more than 1.6 million residents<sup>1</sup>
- MÜV Yulee complements nearby MÜV dispensaries in Jacksonville Beach, Jacksonville-Hendricks and Jacksonville-Skymarks
- Verano's active operations span 13 states, comprised of 137 dispensaries and 14 cultivation and processing facilities, with more than 1 million square feet of cultivation capacity

CHICAGO, January 5, 2024 – Verano Holdings Corp. (NEO: VRNO) (OTCQX: VRNOF) (“Verano” or the “Company”), a leading multi-state cannabis company, today announced the opening of MÜV Yulee on Friday, January 5<sup>th</sup>, the Company's 74<sup>th</sup> Florida dispensary and 137<sup>th</sup> location nationwide. MÜV Yulee, located at 463128 State Road 200, will be open Monday through Saturday from 9 a.m. to 7 p.m. and Sunday from 11 a.m. to 5 p.m., local time.

Situated in Nassau County, which counts more than 90,000 residents<sup>1</sup>, MÜV Yulee enhances the Company's footprint in the Jacksonville metropolitan area, accompanying MÜV dispensaries in Jacksonville and Jacksonville Beach.

“We are so excited to welcome patients at MÜV Yulee, the first medical cannabis dispensary in the community. Continuing on our expansion plans across the state, MÜV Yulee is the 12<sup>th</sup> MÜV location we've opened across Florida in the last year and our first of 2024, kicking off another busy season of retail expansion,” said Joel Noonan, EVP of the Southern Region. “With four MÜV dispensaries in the Jacksonville area, we are thrilled to add another convenient location for Northeast Florida patients to connect with our patient-centric advisors and access our wide variety of high quality medical cannabis products.”

MÜV dispensaries feature online menus for effortless browsing of their extensive, award-winning product selection, including the Company's signature Verano Reserve, MÜV and Sweet Supply flower, Encore edibles, On the Rocks concentrates and extracts, and Savvy flower and extracts, spanning an array of categories. The Company also offers one-on-one virtual and in-store consultations at no cost to patients and provides patient-centric concierge services via phone, email, web chat and text to address patient questions and inquiries.

For additional convenience and accessibility, patients can visit [muvfl.com](https://muvfl.com) or the MÜV mobile application - available in the Google Play and Apple App stores - for additional information and to place orders for express in-store pickup.

Product images, logos and b-roll footage are available on the Company Newsroom.

### **About Verano**

Verano Holdings Corp. (NEO: VRNO) (OTCQX: VRNOF), one of the U.S. cannabis industry's leading companies based on historical revenue, geographic scope and brand performance, is a vertically integrated, multi-state operator embracing a mission of saying Yes to plant progress

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<sup>1</sup> Source: U.S. Census

and the bold exploration of cannabis. Verano offers a superior cannabis shopping experience in medical and adult use markets under the Zen Leaf™ and MÜV™ dispensary banners and produces a comprehensive suite of high-quality, regulated cannabis products sold under its diverse portfolio of trusted consumer brands including Verano™, MÜV™, Savvy™, BITS™, Encore™, and Avexia™. Verano's active operations span 13 U.S. states, comprised of 14 production facilities with over 1,000,000 square feet of cultivation capacity. Learn more at [www.verano.com](http://www.verano.com).

## **Contacts:**

### **Media**

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### **Investors**

Verano  
Julianna Pattera, CFA  
Vice President, Investor Relations  
[Julianna.Pattera@verano.com](mailto:Julianna.Pattera@verano.com)

### **Forward Looking Statements**

This press release may contain "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", "projects", "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". 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 described in the Company's annual report on Form 10-K for the year ended December 31, 2022 filed with the U.S. Securities and Exchange Commission at [www.sec.gov](http://www.sec.gov). The forward-looking statements contained in this press release are made as of the date of this press release, 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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