

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

1. Name and Address of Reporting Person* <u>Kovler Benjamin</u> <hr/> (Last) (First) (Middle) 325 WEST HURON STREET SUITE 412 <hr/> (Street) CHICAGO IL 60654 <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Green Thumb Industries Inc. [GTII/GTBIF]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) CHAIRMAN & CEO
	3. Date of Earliest Transaction (Month/Day/Year) <u>04/13/2020</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Subordinate Voting Shares	04/13/2020		F		11,702	D	\$5.615 ⁽¹⁾	133,302	D	
Subordinate Voting Shares								57,418	I	By RCP23 LLC
Subordinate Voting Shares								8	I	By GTI II LLC
Subordinate Voting Shares								71	I	By daughter
Subordinate Voting Shares								71	I	By daughter
Subordinate Voting Shares								46	I	By Outsiders Capital LLC
Multiple Voting Shares								43,534	I	By GTI II LLC
Multiple Voting Shares								96,885	I	By RCP23 LLC
Super Voting Shares								11,808	I	By GTI II LLC
Super Voting Shares								107,368	I	By RCP23 LLC
Super Voting Shares								91,665	D	
Super Voting Shares								59,474	I	By Outsiders Capital LLC
Super Voting Shares								170	I	By daughter
Super Voting Shares								170	I	By daughter

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Deemed Execution Date, if any (Month/Day/Year)	5. Transaction Code (Instr. 8)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
Explanation of Responses: 1. The transaction was conducted in Canadian dollars at a price of C\$7.8079 per share. Price reported is in U.S. Dollars based on the currency exchange rate Journal as of the close of trading on the Canadian Stock Exchange on April 13, 2020.										
						/s/ Kathryn A. Lloyd, Attorney-in-Fact		04/15/2020		
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.										

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.