
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 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): June 23, 2020

GREEN THUMB INDUSTRIES INC.

(Exact name of registrant as specified in its charter)

British Columbia
(State or Other Jurisdiction
of Incorporation)

000-56132
(Commission
File Number)

98-1437430
(IRS Employer
Identification No.)

**425 West Huron Street, Suite 412
Chicago, Illinois 60654**
(Address of principal executive offices including zip code)

(312) 563-5600
(Registrant's telephone number including area code)

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 (see General Instruction A.2. below):

- 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
N/A

Trading Symbol

Name of exchange on which registered

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 5.07 Submission of Matters to a Vote of Security Holders

At the 2020 Annual General Meeting of Shareholders of Green Thumb Industries Inc. (the “Company”) held on June 23, 2020, the Company’s shareholders voted on three proposals as set for the below. All director nominees were elected and all of the other proposals submitted to the Company’s shareholders were approved.

Proposal No. 1: Setting the number of directors of the Company at seven:

| <u>FOR</u> | <u>AGAINST</u> |
|-------------|----------------|
| 400,677,833 | 389,466 |

Proposal No. 2: Election of directors:

| | <u>FOR</u> | <u>WITHHOLD</u> | <u>BROKER NON VOTES</u> |
|-----------------------|-------------|-----------------|-----------------------------|
| Benjamin Kovler | 381,018,504 | 871,773 | 19,177,022 |
| Anthony Georgiadis | 379,686,907 | 2,203,370 | 19,177,022 |
| Wendy Berger | 375,846,861 | 6,043,416 | 19,177,022 |
| William Gruver | 379,475,084 | 2,415,193 | 19,177,022 |
| Westley Moore | 380,608,292 | 1,281,985 | 19,177,022 |
| Glen Senk | 380,582,692 | 1,307,585 | 19,177,022 |
| Alejandro Yemenidjian | 377,924,439 | 3,965,838 | 19,177,022 |

Proposal No. 3: Ratification of the appointment of Macias, Gini & O’Connell LLP as the Company’s independent registered public accounting firm for fiscal year 2020 and authorization for the directors to affix their remuneration:

| <u>FOR</u> | <u>WITHHOLD</u> |
|-------------|-----------------|
| 400,186,194 | 881,105 |

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.

Date: June 25, 2020

GREEN THUMB INDUSTRIES INC.

/s/ Beth E. Burk

Beth E. Burk

General Counsel and Secretary