

SEC FILE NUMBER: 000-56075  
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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

**FORM 12b-25**

NOTIFICATION OF LATE FILING

(Check One):  Form 10-K       Form 20-F       Form 11-K  
 Form 10-Q       Form 10-D       Form N-SAR       Form N-CSR

For Period Ended: December 31, 2021

- Transition Report on Form 10-K  
 Transition Report on Form 20-F  
 Transition Report on Form 11-K  
 Transition Report on Form 10-Q  
 Transition Report on Form N-SAR

For the Transition Period Ended: \_\_\_\_\_

Nothing in this form shall be construed to imply that the Commission has verified any information contained herein.

If the notification relates to a portion of the filing checked above, identify the item(s) to which the notification relates: Not applicable.

PART I - REGISTRANT INFORMATION

**4FRONT VENTURES CORP.**

Full Name of Registrant

N/A

Former Name if Applicable

5060 N. 40th Street, Suite 120

Address of Principal Executive Office (Street and Number)

Phoenix, Arizona 85018

City, State and Zip Code

## PART II - RULES 12b-25(b) AND (c)

If the subject report could not be filed without unreasonable effort or expense and the registrant seeks relief pursuant to Rule 12b-25(b), the following should be completed. (Check box if appropriate.)

- (a) The reasons described in reasonable detail in Part III of this form could not be eliminated without unreasonable effort or expense;
- (b) The subject annual report, semi-annual report, transition report on Form 10-K, Form 20-F, Form 11-K, Form N-SAR or Form N-CSR, or portion thereof, will be filed on or before the fifteenth calendar day following the prescribed due date; or the subject quarterly report or transition report on Form 10-Q or subject distribution report on Form 10-D, or portion thereof, will be filed on or before the fifth calendar day following the prescribed due date; and
- (c) The accountant's statement or other exhibit required by Rule 12b-25(c) has been attached if applicable.

## PART III - NARRATIVE

State below in reasonable detail why the Form 10-K, 20-F, 11-K, 10-Q, 10-D, N-SAR, N-CSR or the transition report portion thereof, could not be filed within the prescribed time period. (Attach extra sheets if needed.)

4Front Ventures Corp. (the "Company") is unable to file, without unreasonable effort and expense, its Annual Report on Form 10-K for the year ended December 31, 2021 (the "Form 10-K") because it needs additional time to complete its final review of its financial statements and other disclosures in the Form 10-K. In particular, given the dynamic nature of the tax environment in the United States for cannabis-industry operators, the Company felt it needed additional time to finalize its disclosure relating to tax matters. Additionally, the Company's tax advisor on such matters experienced significant personnel turnover, adding significant delays to the Company's usual process for the development of such tax-related disclosure.

The Company currently expects to file the Form 10-K for the year ended December 31, 2021 within the fifteen-day extension period provided under Rule 12b-25 of the Securities Exchange Act of 1934, as amended.

## PART IV - OTHER INFORMATION

- (1) Name and telephone number of person to contact in regard to this notification:

<b>Leonid Gontmakher,</b> <b>Chief Executive Officer</b>	<b>602</b>	<b>633-3067</b>
_____ Name	_____ (Area Code)	_____ (Telephone Number)

- (2) Have all other periodic reports required under Section 13 or 15(d) of the Securities Exchange Act of 1934 or Section 30 of the Investment Company Act of 1940 during the preceding 12 months or for such shorter period that the registrant was required to file such report(s) been filed? If the answer is no, identify report(s).

- Yes  
 No

- (3) Is it anticipated that any significant change in results of operations from the corresponding period for the last fiscal year will be reflected by the earnings statements to be included in the subject report or portion thereof?

- Yes  
 No

If so, attach an explanation of the anticipated change, both narratively and quantitatively, and, if appropriate, state the reasons why a reasonable estimate of the results cannot be made.

Net loss from the Company's continuing operations for the twelve months ended December 31, 2021 was \$19,974, compared to a net loss from continuing operations of \$59,992 for the twelve months ended December 31, 2020. The higher loss for the twelve months ended December 31, 2020 was primarily due to the impairment of goodwill from the Company's business combination with Cannex Capital Holdings Inc.

## CAUTIONARY NOTE REGARDING FORWARD-LOOKING STATEMENTS

This Form 12b-25 includes "forward-looking statements," which may be identified by the use of words such as "anticipates," "will," "believes," "intends," "plans," "expects" and other similar words and expressions that predict or indicate future events or trends that are not statements of historical matters. These forward-looking statements include statements and expectations about the Company's results and the timing of the filing of its Annual Report on Form 10-K for the period ended December 31, 2021. Forward-looking statements are based on information available at the time those statements are made and/or management's good faith belief as of that time with respect to future events, and are subject to risks and uncertainties that could cause actual performance or results to differ materially from those expressed in or suggested by the forward-looking statements. Such risks and uncertainties include, without limitation, the risk that, upon completion of further procedures, the financial results for the period ended December 31, 2021 are different than the results described in this Form 12b-25, the risk that the Company is unable to complete its closing procedures in a timely manner to file its Annual Report on Form 10-K as indicated in this Form 12b-25, as well as those risks and uncertainties described in the Company's most recent Annual Report on Form 10-K filed with the Securities and Exchange Commission ("SEC") and similar disclosures in subsequent periodic and current reports filed with the SEC, which are available on the SEC website at [www.sec.gov](http://www.sec.gov). Readers are cautioned not to place undue reliance on forward-looking statements, which speak only as of the date on which they are made. The Company disclaims any obligation to update or correct any forward-looking statements made herein due to the occurrence of events after the issuance of this report except as required under federal securities laws.

**4FRONT VENTURES CORP.**

(Name of Registrant as Specified in Charter)

has caused this notification to be signed on its behalf by the undersigned thereunto duly authorized.

Date: April 1, 2022

By: /s/ Leonid Gontmakher

\_\_\_\_\_  
Leonid Gontmakher

Chief Executive Officer

INSTRUCTION: The form may be signed by an executive officer of the registrant or by any other fully authorized representative. The name and title of the person signing the form shall be typed or printed beneath the signature. If the statement is signed on behalf of the registrant by an authorized representative (other than an executive officer), evidence of the representative's authority to sign on behalf of the registrant shall be filed with the form.