

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C.

OMB APPROVAL
OMB Number: 3235-0076
Expires: August 31, 2015
Estimated Average burden hours
per response: 4.0

1. Issuer's Identity		
CIK (Filer ID Number)	Previous Name(s) None	Entity Type
0001643154	GENARCA HOLDINGS	⊙ Corporation
Name of Issuer	LTD	_
iANTHUS CAPITAL HOLDIN INC.	NGS,	C Limited Liability Company
Jurisdiction of		C General Partnership
Incorporation/Organization		C Business Trust
BRITISH COLUMBIA, CANADA		C Other
Year of Incorporation/Organi	zation	
⋄ Over Five Years Ago		
Within Last Five Years (Specify Year)		
C Yet to Be Formed		
O Deire eine I Die ee	f Descionant of the	
2. Principal Place o Name of Issuer	f Business and Contact In	ntormation
iANTHUS CAPITAL HOLDIN	VCC INC	
Street Address 1	Street Address	
SUITE 2740, 22 ADELAIDE S'	TREET	
City	State/Province/Country ZIP/Posta	al Code Phone No. of Issuer
TORONTO	ONTARIO, CANADA M5H 4E	E3 416.591-1525
3. Related Persons		
Last Name	First Name	Middle Name
FORD	HADLEY	
Street Address 1	Street Address	2
505 FIFTH AVENUE, 23rd		
City	State/Province/Country	ZIP/Postal Code
NEW YORK	NEW YORK	10017
Relationship:	Executive Officer Director	Promoter
		N TO 1000

Clarification of Response (if Necessary) CEO Last Name First Name Middle Name MASLOW RANDY Street Address 1 Street Address 2 505 FIFTH AVENUE, 23rd FLOOR City State/Province/Country ZIP/Postal Code NEW YORK NEW YORK 10017

	Exe	cutive Officer	✓ Director	Promoter	
Clarification of Respons	e (if Necess	arv)			
President	e (II I teeess	ui y)			
					_
ast Name		First Name		Middle Name	
STAVOLA		ELIZABETH			
treet Address 1			Street Address	2	
505 FIFTH AVENU	E. 23rd FI	OOR			\neg
lity	2,201411	State/Province)/Country	ZIP/Postal Code	
NEW YORK		NEW YORK		10017	
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Relationship:	Exe	cutive Officer	▽ Director	Promoter	
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larification of Respons	se (if Necess	ary)			
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ast Name		First Name		Middle Name	
KALCEVICH		JULIUS			
treet Address 1			Street Address	2	<u></u>
SUITE 2740, 22 ADI	ELAIDE S	TREET			
City		State/Province	e/Country	ZIP/Postal Code	
TORONTO		ONTARIO,	CANADA	M5H 4E3	
Relationship:	Exe	cutive Officer	Director	Promoter	
Clarification of Respons	se (if Necess	arv)			
CFO					
CFO					
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CFO .ast Name		First Name		Middle Name	
		First Name		Middle Name	_
ast Name WHELAN JR.			Street Address	M	_
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Clarification of Response (if Necessary) Last Name First Name Middle Name ELLIS DIANE Street Address 1 Street Address 2 505 FIFTH AVENUE, 23rd FLOOR City State/Province/Country ZIP/Postal Code NEW YORK NEW YORK 10017 Relationship: Executive Officer Director P Clarification of Response (if Necessary) Last Name First Name Middle Name CHEN JOY Street Address 1 Street Address 2 505 FIFTH AVENUE, 23rd FLOOR City State/Province/Country ZIP/Postal Code NEW YORK 10017	
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505 FIFTH AVENUE, 23rd FLOOR City State/Province/Country ZIP/Postal Code	
City State/Province/Country ZIP/Postal Code	
NEW YORK NEW YORK 10017	le
Relationship: Executive Officer Director	Promoter
Relationship: Executive Officer Director	TOTHUTET
Clarification of Response (if Necessary)	

Last Name	First Name		Middle Name	
HENDERSON	JOHN			
Street Address 1	Address 1 Street Address 2		2	
505 FIFTH AVENUE, 23				
City	State/Province/	Country	ZIP/Postal Code	
NEW YORK	NEW YORK		10017	
Relationship:	Executive Officer	Director	Promoter	
Clarification of Document (if	Noncomp			
Clarification of Response (if Senior VP, Eastern Operation				
Senior VI, Eastern Operati	ions			
				_
Last Name	First Name		Middle Name	
	ETHAN		Winding Name	
ANDERSON	ETHAN			
Street Address 1		Street Address 2		- 1
505 FIFTH AVENUE, 23				
City	State/Province/		ZIP/Postal Code	
NEW YORK	NEW YORK		10017	
	-	1	0.22	
Relationship:	Executive Officer	Director	Promoter	
Clarification of Response (if	Necessary)			
Senior VP of Marketing				
				_
Last Name	First Name		Middle Name	
KARNIG	TODD			
Street Address 1		Street Address 2	 }	
505 FIFTH AVENUE, 23	3rd FLOOR			
City	State/Province/	Country	ZIP/Postal Code	_
NEW YORK	NEW YORK		10017	
Relationship:	Executive Officer	Director	Promoter	
Clarification of Response (if				
Senior VP, Western Operat	nons			
				_
T. (N	F7 (N		MILL N	
Last Name	First Name		Middle Name	
CHEVALIER	RAY			
Street Address 1		Street Address 2		_
505 FIFTH AVENUE, 23				╝
City	State/Province/		ZIP/Postal Code	
NEW YORK	NEW YORK		10017	
NEW YORK	NEW YORK	1	10017	
	NEW YORK Executive Officer	Director	Promoter	
	Executive Officer	1		

4.	Industry Group						
_	Agriculture		2020	lth Care		O	Retailing
1.7	Banking & Financial Services		0	Biotechnology		_	Restaurants
	C Commercial Banking		0	Health Insura Hospitals & Pl		*./	
	C Insurance		Ö	Pharmaceutica			Technology
	C Investing		C	Other Health	Care		Computers
	C Investment Banking						C Telecommunications
	C Pooled Investment Fund						C Other Technology
	Other Banking & Financial Services	_					Travel
0	Business Services	C		ufacturing Estate			C Airlines & Airports
, Aur	Energy		C	Commercial			C Lodging & Conventions
	C Coal Mining		C	Construction			C Tourism & Travel Services
	C Electric Utilities		O	REITS & Fina	ince	9021	Other Travel
	C Energy Conservation C Environmental Services		0	Residential	4.4.	•	Other
	C Oil & Gas		C	Other Real Es	tate		
	C Other Energy						
	Issuer Size						
	enue Range			Aggre	gate Net Ass		_
0	No Revenues			2000			et Asset Value
0	\$1 - \$1,000,000			0	\$1 - \$5,000		000 000
0	\$1,000,001 - \$5,000,000			0	\$5,000,001		
0	\$5,000,001 - \$25,000,000			0	\$25,000,00		
0	\$25,000,001 - \$100,000,000			0			00,000,000
0	Over \$100,000,000			0	Over \$100		
•	Decline to Disclose			0	Decline to		ose
C	Not Applicable			O	Not Applie	cable	
	Federal Exemption(s	s) aı	nd	Exclusion	n(s) Cla	ime	ed (select all that
a	oply)						
Г	Rule 504(b)(1) (not (i), (ii) or (iii))		Г	Rule 505			
Г	Rule 504 (b)(1)(i)		V	Rule 506(b)			
Г	Rule 504 (b)(1)(ii)		П	Rule 506(c)			
Г	Rule 504 (b)(1)(iii)		Г	Securities Act	Section 4(a)(<u></u>	
			Г				2.3(0)
				Investment Co	трапу Аст	sect101	1 5(6)
7	Type of Filing						
<i>/</i> .	Type of Filing						
	New Notice Date of First Sal	le	20	19-03-15		Firs	t Sale Yet to Occur
V	Amendment						
8.	Duration of Offering						
Doe	s the Issuer intend this offering to la	st mo	re th	an one year?		\odot	Yes C No
				-			
9.	Type(s) of Securities	Of	fer	ed (selec	t all tha	t ap	ply)
Г	Pooled Investment Fund Interests	E	quity				
г	_	7 D	ebt				

	Mineral Property Securities	V	Option, Warrant or Other Right to Acquire Another Security
V	Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security	V	Other (describe)
			Unsecured 8% convertible debenture due March 15, 2023; principal convertible at \$5.92/common share, and
			up to 50% of interest convertible at market price. Plus warrants.
10	. Business Combina	atio	n Transaction
Is thi	s offering being made in connect	ion w	ith a business combination C Ves No
	fication of Response (if Necessar		
11	Minimum Investme	0 m t	
	. Minimum Investment accepted from		utside \$ 0 USD
inves	tor		U
12.	Sales Compensati	on	
Reci	pient		Recipient CRD Number None
(Ass	ociated) Broker or Dealer		None (Associated) Broker or Dealer CRD None Number
L			
Stre	eet Address 1		Street Address 2
City			State/Province/Country ZIP/Postal Code
State	(s) of Solicitation		☐ All States
13	. Offering and Sales	s A	mounts
Total	Offering Amount \$ 319937	71	USD □ Indefinite
Total	Amount Sold \$ 265933	33	USD
Total Sold	Remaining to be \$\[\begin{align*} \frac{5400438}{2} \end{align*}	3	USD □ Indefinite
Clari	fication of Response (if Necessar	y)	
	al Offering Amount: (a) \$26M rest plus (c) \$1,999,994 warra		
assı	irance the warrants, expiring terest payable subject to decre	15-N	Iar-2022, will be exercised.
14	. Investors		
	Calcat if accomplises in the off	`ouino	have been on may be sold to powers who
	do not qualify as accredited	linve	have been or may be sold to persons who stors, nvestors who already have invested in the
	to persons who do not qual	ify as	in the offering have been or may be sold accredited investors, enter the total have invested in the offering:

15. Sales Commissions & Finders' Fees Expenses

Provide separately	the amounts of sales	commissions and	l finders' f	ees expenses,	if any. If the	amount of an
expenditure is not	known, provide an es	timate and check	the box n	ext to the amo	ount.	

Sales Commissions \$	0	USD	Estimate
Finders' Fees \$	0	USD	Estimate
Clarification of Response (if Necessary)			

16. Use of Proceeds

Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to any of the persons required to be named as executive officers, directors or promoters in response to Item 3 above. If the amount is unknown, provide an estimate and check the box next to the amount.

\$ 0	USD	Estimate

Signature and Submission

Clarification of Response (if Necessary)

Please verify the information you have entered and review the Terms of Submission below before signing and clicking SUBMIT below to file this notice.

Terms of Submission

In submitting this notice, each Issuer named above is:

- Notifying the SEC and/or each State in which this notice is filed of the offering of securities
 described and undertaking to furnish them, upon written request, the information furnished to
 offerees.
- Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of the State in which the Issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against it in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.
- Certifying that, if the issuer is claiming a Regulation D exemption for the offering, the issuer is not disqualified from relying on Regulation D for one of the reasons stated in Rule 505(b)(2)(iii) or Rule 506(d).

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

Issuer	Signature	Name of Signer	Title	Date
iANTHUS CAPITAL HOLDINGS, INC.	/s/ Julius Kalcevich	JULIUS KALCEVICH	CHIEF FINANCIAL OFFICER	2020-03-17