

## CANNABIS

Formed at the very outset of the creation of the state-level legal cannabis industry, Husch Blackwell's Cannabis practice is a national leader in the field, serving the first regulated cannabis markets of Colorado, then California, and now advising clients wherever state law permits. We provide leading industry participants with advice on the unique regulatory compliance issues in their industry; representation in a wide variety of litigation; and sophisticated transactional and corporate legal counsel.

Partnering with our clients, our team has lived and breathed the challenges they face on a daily basis. Operations and processes that many businesses take for granted—such as commercial banking, business insurance, leasing, and access to capital markets—are challenging in the cannabis space, and we have assisted dozens of enterprises in developing the necessary legal framework to operate their businesses and manage risk. The experience of our cannabis law practice is a valuable resource for all of our cannabis clients, including medical and retail centers and cultivators, manufacturers of infused products, testing facilities, marijuana technology companies, landlords, private equity funds, credit unions, and security companies.

Led by a USA Nationwide Tier 1 lawyer in Cannabis Law in the 2024 Chambers USA legal directory, members of the Husch Blackwell cannabis law team have helped clients navigate the complex and ever-changing regulations governing the state legal cultivation and sale of marijuana, industrial hemp, and cannabidiol (CBD).



*“Husch Blackwell has been our corporate counsel at Medicine Man for many years. Steve Levine is a now a good friend and trusted adviser to the leaders within our organization. Their firm has a wide range of legal expertise within their ranks and has been phenomenal in helping with our many and varied needs. Their cannabis industry knowledge is unparalleled by other law firms. We highly recommend Husch Blackwell to anyone in the cannabis industry.”*

— Andy Williams,  
Founder, Medicine  
Man —

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Additionally, the entire firm serves as a resource when the team is dealing with highly complex and novel legal issues on behalf of cannabis clients.

## Regulatory compliance

Our team has been immersed in regulatory law for the cannabis, marijuana, and industrial hemp industries from the very beginning, and we continue to devote a significant portion of our practice to assisting clients with compliance. We routinely help manufacturers and operators obtain both medical and retail licenses; assist with FDA label review for products; ensure companies understand federal, state, and local tax implications; advise on day-to-day regulatory and business issues; and assist clients in understanding the varying federal and state regulatory frameworks across the country. We have also represented Canadian companies with cannabis operations in the U.S. and assisted U.S. clients expanding into Canada.

In addition to the above, our team regularly advises cannabis clients on emerging federal regulatory issues including, government relations, strategic planning for adult-use and medical business paths, emerging therapies, and new drug development.

## Litigation

We're also on hand when cannabis clients face litigation—whether it's specific to their industry or not. In addition to general commercial litigation, including labor and employment matters, contract and transactional disputes, or landlord/tenant issues, we have successfully defended clients in administrative show cause orders, wrongful death and failure to warn

lawsuits, and license denials. Members of our team have represented cannabis operators before State Attorney General offices and in both state and federal courts.

## Corporate transactions

We have extensive experience representing cannabis clients throughout the transaction process for mergers and acquisitions, securities offerings (both public and private), debt and equity financings, and corporate restructurings, and we regularly oversee the regulatory compliance elements of various transactions, securing the necessary regulatory approvals at both the state and local levels. Team members have advised a seller to the largest privately held, vertically integrated U.S. cannabis company and served as regulatory counsel in an acquisition that made our client the largest cannabis operator in Colorado, the second largest cannabis market in the world.

## Representative Experience

### **Regulatory**

Assist state-medical marijuana client's transition to FDA/DEA compliant drug development company.

Provide ongoing regulatory, employment, tax, corporate, and securities legal advice to various recreational and medical cannabis clients.

Represented a large recreational center in successfully obtaining one of the first retail licenses in Aurora, Colorado.

Represented an infused-products manufacturer in successfully obtaining a medical infused products license in

Colorado.

Represent various medical and recreational centers, infused-products manufacturers, and testing facilities with licensing issues at local and state levels in Colorado.

Represent cannabis operators in Colorado with regard to administrative show cause orders, negotiation of remediation plans, and stipulated settlement agreements with state and local agencies.

Represent Canadian public companies with cannabis operations in the United States.

Represent clients expanding cannabis operations into Canada.

Helped keep the Colorado cannabis industry open during the COVID-19 pandemic by writing and reviewing proposed legislation regarding essential business status for cannabis companies.

Defended cannabis security company against claims of wrongful discharge and breach of contract by former executive.

Assist IP holding companies operating in the U.S. to license proprietary technology and trademarks.

Develop and license proprietary technology and trademarks for technology and intellectual property holding companies in the marijuana and industrial hemp industries operating in the United States.

Assisting with FDA label review to ensure compliance at both the federal and state levels for CBD products.

## **Litigation**

Defended cannabis security company against claims of wrongful discharge and breach of contract by former executive.

Helped various separate entities navigate and negotiate a settlement with the Marijuana Enforcement Division related to regulatory issues in 2019.

Successfully represented cannabis clients before the Colorado State Attorney General and in court.

Assisted in the favorable settlement of the first Colorado wrongful death, failure to warn cannabis lawsuit.

Represented vertically integrated operator in arbitration for a stand-alone dispensary that is owned with a minority partner, who alleges client stole money from the ex-partner.

Advised vertically integrated operator on membership dispute, which resulted in a \$100+ judgment in favor of some members. No liability was found for client. Matter value of \$500 million.

Successfully defended license denial in Boulder County, Colorado for vertically integrated operator and reversed the regulator's finding of a denial, which resulted in successfully obtaining a license in Boulder.

Represented vertically integrated operator in suing the city of Broomfield in a license denial.

Assisting cannabis client with post-acquisition litigation arising from the seller party's breach of acquisition documents.

Represented client in regulatory administration litigation in order to obtain additional licenses in Missouri that were wrongfully denied.

Represented landlord for marijuana properties in landlord/tenant litigation.

Represented cannabis client in partner/licensee disputes.

### **Corporate and transactional**

Advised LivWell Holdings, Inc., in sale to PharmaCann Inc., the largest privately held, vertically integrated U.S. cannabis company.

Represented cultivator Los Sueños Farms in \$67M sale to Curaleaf.

Served as Colorado regulatory counsel for Columbia Care in connection with the acquisition of The Green Solution in Colorado. We assisted with transactional documents as well as obtaining regulatory approval at state and local jurisdictions. At close, Columbia Care became the largest cannabis operator in Colorado, the second largest cannabis market in the world.

Represented Nutritional High International in \$10M acquisition of California dispensary and cultivation facility.

Represented Green Thumb Industries in closing of its acquisition of Fiorello Pharmaceuticals, as well as providing counsel on New York medical cannabis license regulatory issues.

Negotiated warehouse leases for numerous landlords and tenants across multiple states throughout the last nine

years.

Develop client's consolidation strategy and address antitrust issues using HB developed data-mapping technology.

Represented one of the largest cannabis testing facilities in connection with the reverse merger into a publicly reporting Over the Counter Bulletin Board (OTCBB) company.

Represent emerging growth cannabis technology and business solution companies in connection with corporate formation, financings, and commercial contracts.

Assisted Lightshade Labs in the acquisition of Frosted Leaf, a dispensary in Denver, out of receivership for \$3.5 million.

Represented Nutritional Elements in the sale of the company to a publicly traded special purpose acquisition company (SPAC).

Represent clients in commercial cannabis greenhouse development and financing in multiple states.