FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

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

## 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

1. Name and Address of Reporting Person*  HART DAVID JAMES					2. Issuer Name and Ticker or Trading Symbol Cannabist Co Holdings Inc. [ CBSTF ]					(Chec	ationship of Reporti k all applicable) Director Officer (give title		ng Person(s) to Issuer  10% Owner Other (spe		ner		
(Last) (First) (Middle) C/O THE CANNABIST COMPANY HOLDINGS				(	3. Date of Earliest Transaction (Month/Day/Year) 03/20/2024				X	below)			below)	COITY			
INC. 680 FIFTH AVENUE, 24TH FLOOR				4. If Amendment, Date of Original Filed (Month/Day/Year)				6. Ind Line)									
(Street) NEW YO	ORK N	Y	10019	ī	Rule 10b5-1(c) Transaction Indication												
(City)	(8	State)	(Zip)		Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.												
		Т	able I - Non-l	Derivat	tive S	ecuritie	s Ac	quired, D	isposed (	of, or Be	neficially	Owned					
Date					2A. Deemed Execution Date if any (Month/Day/Yea		e, Transaction Disposed Code (Instr.		rities Acquired (A) or ed Of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported		Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)		
							Code	Amount	(A) (D)	Price	Transactio (Instr. 3 an				nsu. 4)		
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																	
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. )		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities 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		10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		(Instr. 4)				
Restricted Stock Units	(1)	03/20/2024		A		1,495,000		(2)	(2)	Common Shares	1,495,000	\$0 1,495,00		000	D		

## **Explanation of Responses:**

- 1. Each restricted stock unit ("RSU") represents a contingent right to receive one share of the Issuer's common stock.
- 2. The RSUs vest as follows: 1/3 annually over three years, beginning on March 20, 2025.

/s/ David Sirolly as attorney-in-

03/22/2024

fact for David Hart

\*\* Signature of Reporting Person

Date

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.