

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL OMB Number: 3235-0104 Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| (Print or Type Responses) | | | | | | |
|---|--|---|--|--|--|--|
| 1. Name and Address of Reporting Person – SHOGHI ALEXANDER | 2. Date of Event Requiring Statement (Month/Day/Year) 06/24/2022 | 3. Issuer Name and Ticker or Trading Symbol iANTHUS CAPITAL HOLDINGS, INC. [ITHUF] | | | | |
| (Last) (First) (Middle) 420 LEXINGTON AVE, SUITE 414 | 00/24/2022 | Issuer | | | 5. If Amendment, Date Original Filed(Month/Day/Year) | |
| (Street) NEW YORK, NY 10170 | | (Check XDirector Officer (give tin below) | all applicable) $= \frac{10\% \text{ Owne}}{\text{other (spe})}$ | | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person Form filed by More than One Reporting Person | |
| (City) (State) (Zip) | Table I - Non-Derivative Securities Beneficially Owned | | | | | |
| 1.Title of Security (Instr. 4) | | 2. Amount of Securities Beneficially Owned (Instr. 4) | | 4. Nature of Indirect Beneficial Ownership (Instr. 5) | | |
| Common Shares | 0 | 0 | | | | |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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 control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| · · · · · · · · · · · · · · · · · · · | and Expiration Date (Month/Day/Year) | | | tle and Amount of 4. Convers | | 1 | 6. Nature of Indirect Beneficial | |
|---------------------------------------|---|--------------------|--|-------------------------------|---|--------------------------------------|----------------------------------|--|
| | | | Securities Underlying Derivative Security | | | | Ownership (Instr. 5) | |
| | | | (Instr. 4) | | | Security: Direct | | |
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | 2 | (D) or Indirect (I) (Instr. 5) | | |

Reporting Owners

| | Relationships | | | | |
|--|---------------|--------------|---------|-------|--|
| Reporting Owner Name / Address | Director | 10% Owner | Officer | Other | |
| SHOGHI ALEXANDER 420 LEXINGTON AVE, SUITE 414 NEW YORK, NY 10170 | Х | | | | |

Signatures

| /s/ Alexander Shoghi | 06/24/2022 | |
|---------------------------------|------------|--|
| **Signature of Reporting Person | Date | |

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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.

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