# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## **SCHEDULE 13D/A**

Under the Securities Exchange Act of 1934 (Amendment No. 4)\*

## JUSHI HOLDINGS INC.

(Name of Issuer)

Subordinate Voting Shares, no par value (Title of Class of Securities)

48213Y107 (CUSIP Number)

James A. Cacioppo
301 Yamato Road, Suite 3250
Boca Raton, FL 33431
(561) 617-9100
(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

August 14, 2024
(Date of Event which Requires Filing of this Statement)

		6 1 1 1 105/1 1 1 1 1 1 1 1 1 1
If the filing person has previously filed a statement on Schedule 13	3(i to report the acquisition that is the subject of the	s Schedule 13D/A, and is filing this schedule because of
88240 13d-1(e) 240 13d-1(f) or 240 13d-1(g) check the following	pox.	

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7 for other parties to whom copies are to be sent.

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of section 18 of the Securities Exchange Act of 1934 (*Act*") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

## CUSIP No. 48213Y107

1	NAMES OF REPORTING PERSONS			
	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)			
	James A. Cacioppo			
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) $\boxtimes$ (b) $\square$			
3	SEC USE ONLY			
4	SOURCE OF FUNDS (See Instructions)			
	PF			
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)			
6	CITIZENSHIP OR PLACE OF ORGANIZATION			
	United States			
	7 SOLE VOTING POWER			
	14,289,848 (1)			
	8 SHARED VOTING POWER			
	26,552,918 (2)			
NUMBER OF SHARES	9 SOLE DISPOSITIVE POWER			
BENEFICIALLY OWNED BY				
EACH	14,289,848 (1)  10 GVARED DISPOSITE IN POWER			
REPORTING PERSON	SHARED DISPOSITIVE POWER			
WITH	26,552,918 (2)			
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
	40,842,766 (3)			
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)			
	⊠ (4)			
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)			
	18.11% (5)			
14	TYPE OF REPORTING PERSON (See Instructions)			
	IN			

- (1) Includes (i) 3,500,000 Subordinate Voting Shares which Mr. Cacioppo has the right to acquire through exercise of stock options within sixty days from August 14, 2024; and (ii) 6,270,221 Subordinate Voting Shares which Mr. Cacioppo has the right to acquire through exercise of warrants within sixty days from August 14, 2024.
- (2) Includes all securities beneficially owned by Mr. Cacioppo (in accordance with rule Rule 13d-3(d)(1)) through his ownership and/or control of the other Reporting Persons identified herein.
- (3) Includes all securities directly or beneficially (in accordance with rule Rule 13d-3(d)(1)) owned by Mr. Cacioppo.
- (4) Excludes (i) 2,500,000 Subordinate Voting Shares underlying stock options which are unvested and not exercisable within sixty days from August 14, 2024.
- (5) The percentage of class was calculated based on (i) 196,643,264 Subordinate Voting Shares outstanding as of August 2, 2024, as reported by the Issuer in its Quarterly Report on Form 10-Q, as filed with the Securities and Exchange Commission ("SEC") on August 7, 2024, plus (ii) 3,500,000 Subordinate Voting Shares which Mr. Cacioppo has the right to acquire through exercise of stock options within sixty days from August 14, 2024, and (iii) 25,424,301 Subordinate Voting Shares which Mr. Cacioppo or the other Reporting Persons listed herein has the right to acquire through exercise of warrants within sixty days from August 14, 2024.

1	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)			
	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)			
	OEP Opportunities, L.P.			
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP			
	(a) ⊠ (b) □			
3	SEC USE ONLY			
4	SOURCE OF FUNDS (See Instructions)			
E	WC			
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)			
6	CITIZENSHIP OR PLACE OF ORGANIZATION			
	Delaware			
	7 SOLE VOTING POWER			
	SOLE VOTING FOWER			
	6,500,000 (6)			
	8 SHARED VOTING POWER			
NUMBER OF SHARES	0			
BENEFICIALLY	SOLE DISPOSITIVE POWER			
OWNED BY EACH	6,500,000 (6)			
REPORTING	10 SHARED DISPOSITIVE POWER			
PERSON				
WITH 11	0 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
	6,500,000 (6)			
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)			
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)			
14	3.24% (7)  TYPE OF REPORTING REPSON (See Instructions)			
17	TYPE OF REPORTING PERSON (See Instructions)			
	PN			

<sup>(6)</sup> Includes 4,000,000 Subordinate Voting Shares which OEP Opportunities, L.P. has the right to acquire through exercise of warrants within sixty days from August 14, 2024.

<sup>(7)</sup> The percentage of class was calculated based on (i) 196,643,264 Subordinate Voting Shares outstanding as of August 2, 2024, as reported by the Issuer in its Quarterly Report on Form 10-Q, as filed with the SEC on August 7, 2024, and (ii) 4,000,000 Subordinate Voting Shares which OEP Opportunities, L.P. has the right to acquire through exercise of warrants within sixty days from August 14, 2024.

#### CUSIP No. 48213Y107

4	ALLA GO OD DEDODRENG DEDOGNA				
1	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)				
	One East Capital Advisors, LP				
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) $\boxtimes$ (b) $\square$				
3	SEC USE ONLY				
4	SOURCE OF FUNDS (See Instructions)				
	WC				
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)				
6	CITIZENSHIP OR PLACE OF ORGANIZATION				
	Delaware				
	7 SOLE VOTING POWER				
	4,335,000 (8)				
	8 SHARED VOTING POWER				
NUMBER OF SHARES	0				
BENEFICIALLY OWNED BY	SOLE DISPOSITIVE POWER 4,335,000 (8)				
EACH REPORTING	10 SHARED DISPOSITIVE POWER				
PERSON WITH					
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	4,335,000 (8)				
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)				
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)				
	2.17% (9)				
14	TYPE OF REPORTING PERSON (See Instructions)				
	DNI				
	PN				

<sup>(8)</sup> Includes 2,935,000 Subordinate Voting Shares which One East Capital Advisors, LP has the right to acquire through exercise of warrants within sixty days from August 14, 2024.

<sup>(9)</sup> The percentage of class was calculated based on (i) 196,643,264 Subordinate Voting Shares outstanding as of August 2, 2024, as reported by the Issuer in its Quarterly Report on Form 10-Q, as filed with the SEC on August 7, 2024, and (ii) 2,935,000 Subordinate Voting Shares which One East Capital Advisors, LP has the right to acquire through exercise of warrants within sixty days from August 14, 2024.

1	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)			
	One East Partners L.P.			
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) $\boxtimes$ (b) $\square$			
3	SEC USE ONLY			
4	SOURCE OF FUNDS (See Instructions)			
	WC			
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)			
6	CITIZENSHIP OR PLACE OF ORGANIZATION			
	Delaware			
	7 SOLE VOTING POWER			
	6,703,350 (10)			
	8 SHARED VOTING POWER			
NUMBER OF	0			
SHARES BENEFICIALLY	9 SOLE DISPOSITIVE POWER			
OWNED BY	6,703,350 (10)			
EACH REPORTING	10 SHARED DISPOSITIVE POWER			
PERSON WITH				
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
	6,703,350 (10)			
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)			
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)			
	3.34% (11)			
14	TYPE OF REPORTING PERSON (See Instructions)			
	PN			

<sup>(10)</sup> Includes 4,000,000 Subordinate Voting Shares which One East Partners L.P. has the right to acquire through exercise of warrants within sixty days from August 14, 2024.

<sup>(11)</sup> The percentage of class was calculated based on (i) 196,643,264 Subordinate Voting Shares outstanding as of August 2, 2024, as reported by the Issuer in its Quarterly Report on Form 10-Q, as filed with the SEC on August 7, 2024, and (ii) 4,000,000 Subordinate Voting Shares which One East Partners L.P. has the right to acquire through exercise of warrants within sixty days from August 14, 2024.

## CUSIP No. 48213Y107

NAMES OF REPORTING PERSONS   LR.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)				
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) ⋈ (b) □  3 SEC USE ONLY  4 SOURCE OF FUNDS (See Instructions) PF  5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E) □ CITIZENSHIP OR PLACE OF ORGANIZATION Florida  7 SOLE VOTING POWER 795.488 8 SHARED VOTING POWER 0 SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH  10 SHARED DISPOSITIVE POWER	1			
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) ⋈ (b) □  3 SEC USE ONLY  4 SOURCE OF FUNDS (See Instructions) PF  5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E) □  6 CITIZENSHIP OR PLACE OF ORGANIZATION Florida  7 SOLE VOTING POWER 795,488 8 SHARED VOTING POWER 0  SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH  10 SHARED DISPOSITIVE POWER		ST 2 LLC		
SEC USE ONLY  SOURCE OF FUNDS (See Instructions)  PF  CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)  CITIZENSHIP OR PLACE OF ORGANIZATION  Florida  7 SOLE VOTING POWER  795,488  8 SHARED VOTING POWER  0  SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH  10 SHARED DISPOSITIVE POWER  10 SHARED DISPOSITIVE POWER	2			
4 SOURCE OF FUNDS (See Instructions)  PF  5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)  CITIZENSHIP OR PLACE OF ORGANIZATION  Florida  7 SOLE VOTING POWER  795,488  8 SHARED VOTING POWER  0  9 SOLE DISPOSITIVE POWER  PERSON PERSON WITH  10 SHARED DISPOSITIVE POWER  10 SHARED DISPOSITIVE POWER				
PF  CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)  CITIZENSHIP OR PLACE OF ORGANIZATION Florida  7 SOLE VOTING POWER 795,488  8 SHARED VOTING POWER 0 SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH  10 SHARED DISPOSITIVE POWER  10 SHARED DISPOSITIVE POWER	3	SEC USE ONLY		
5 CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)    CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)    CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)    CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)    CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)    CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)    CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)    CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)    CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)    CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)    CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)    CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)    CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)    CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)    CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)    CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)    CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)    CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)    CHECK IF DISCLOSURE OF LEGAL PURSUANT TO ITEMS 2(D) OR 2(E)    CHECK IF DISCLOSURE OF LEGAL PURSUANT TO ITEMS 2(D) OR 2(E)    CHECK IF DISCLOSURE OF LEGAL PURSUANT TO ITEMS 2(D) OR 2(E)    CHECK IF DISCLOSURE OF LEGAL PURSUANT TO ITEMS 2(D) OR 2(E)    CHECK IF DISCLOSURE OF LEGAL PURSUANT TO ITEMS 2(D) OR 2(E)    CHECK IF DISCLOSURE OF LEGAL PURSUANT TO ITEMS 2(D) OR 2(E)    CHECK IF DISCLOSURE OF LEGAL PURSUANT TO ITEMS 2(D) OR 2(E)    CHECK IF DISCLOSURE OF LEGAL PURSUANT	4	SOURCE OF FUNDS (See Instructions)		
6 CITIZENSHIP OR PLACE OF ORGANIZATION Florida  7 SOLE VOTING POWER 795,488  8 SHARED VOTING POWER  0 SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH  10 SHARED DISPOSITIVE POWER  10 SHARED DISPOSITIVE POWER		PF		
CITIZENSHIP OR PLACE OF ORGANIZATION  Florida  7 SOLE VOTING POWER  795,488  8 SHARED VOTING POWER  0  NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH  10 SHARED DISPOSITIVE POWER  10 SHARED DISPOSITIVE POWER	5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)		
Florida   7				
7 SOLE VOTING POWER 795,488  8 SHARED VOTING POWER  0 SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH  10 SHARED DISPOSITIVE POWER  5 SOLE DISPOSITIVE POWER  795,488  10 SHARED DISPOSITIVE POWER  0	6	CITIZENSHIP OR PLACE OF ORGANIZATION		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH  SOLE VOTING POWER  795,488  8 SHARED VOTING POWER  0 SOLE DISPOSITIVE POWER  10 SHARED DISPOSITIVE POWER  795,488  10 SHARED DISPOSITIVE POWER		Florida		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		7 SOLE VOTING POWER		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH  SHARED VOTING POWER  0 SHARED VOTING POWER  10 SHARED DISPOSITIVE POWER  SHARED DISPOSITIVE POWER  0		795,488		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH  SOLE DISPOSITIVE POWER  9 SOLE DISPOSITIVE POWER  9 SOLE DISPOSITIVE POWER  9 SOLE DISPOSITIVE POWER  9 SHARED DISPOSITIVE POWER  0		8 SHARED VOTING POWER		
SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH  9 SOLE DISPOSITIVE POWER  795,488  SHARED DISPOSITIVE POWER  9 SOLE DISPOSITIVE POWER  795,488  0	NUMBER OF	0		
OWNED BY EACH REPORTING PERSON WITH  795,488  SHARED DISPOSITIVE POWER  0	SHARES	9 SOLE DISPOSITIVE POWER		
REPORTING SHARED DISPOSITIVE POWER PERSON 0	OWNED BY	795,488		
WITH 0	REPORTING	10 SHARED DISPOSITIVE POWER		
		0		
11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
795,488		795,488		
12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)	12			
13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)		
0.40% (12)		0.40% (12)		
14 TYPE OF REPORTING PERSON (See Instructions)	14	TYPE OF REPORTING PERSON (See Instructions)		
PN		PN		

The percentage of class was calculated based on (i) 196,643,264 Subordinate Voting Shares outstanding as of August 2, 2024, as reported by the Issuer in its Quarterly Report on Form 10-Q, as filed with the SEC on August 7, 2024.

1	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)			
	I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)			
	JAC Serpentine LLC			
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP			
3	(a) ⊠ (b) □ SEC USE ONLY			
3	SEC USE ONLY			
4	SOURCE OF FUNDS (See Instructions)			
	PF			
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)			
6	CITIZENCIAN OD NI ACE OF ODGANIZATION			
	CITIZENSHIP OR PLACE OF ORGANIZATION			
	Nevada			
	7 SOLE VOTING POWER			
	900,000 (13)			
	8 SHARED VOTING POWER			
NUMBER OF	0			
SHARES	9 SOLE DISPOSITIVE POWER			
BENEFICIALLY OWNED BY	900,000 (13)			
EACH	10 SHARED DISPOSITIVE POWER			
REPORTING PERSON	SHARED DISPOSITIVE POWER			
WITH	0			
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
	900,000 (13)			
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)			
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)			
	0.46% (14)			
14	TYPE OF REPORTING PERSON (See Instructions)			
	00			

Consists of 900,000 Subordinate Voting Shares which JAC Serpentine LLC has the right to acquire through exercise of warrants within sixty days from August 14, 2024.

<sup>(14)</sup> The percentage of class was calculated based on (i) 196,643,264 Subordinate Voting Shares outstanding as of August 2, 2024, as reported by the Issuer in its Quarterly Report on Form 10-Q, as filed with the SEC on August 7, 2024, and (ii) 900,000 Subordinate Voting Shares which JAC Serpentine LLC has the right to acquire through exercise of warrants within sixty days from August 14, 2024.

	1			
1	NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)			
	, in the second of the second			
	Serpentine Capital Management II, LLC			
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  (a) $\boxtimes$ (b) $\square$			
3	SEC USE ONLY			
3	SEC USE ONL			
4	SOURCE OF FU	JNDS (See Instructions)		
	WC			
5	CHECK IF DISC	CLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)		
6	CITIZENSHIP OR PLACE OF ORGANIZATION			
	Delaware 7			
	,	SOLE VOTING POWER		
		3,719,080 (15)		
	8	SHARED VOTING POWER		
NUMBER OF		0		
SHARES	9	SOLE DISPOSITIVE POWER		
BENEFICIALLY OWNED BY		3,719,080 (15)		
EACH	10	SHARED DISPOSITIVE POWER		
REPORTING PERSON		SHARED DISPOSITIVE POWER		
WITH	0			
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
	3,719,080 (15)			
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)			
13	PERCENT OF C	CLASS REPRESENTED BY AMOUNT IN ROW (11)		
	1.86% (16)			
14		ORTING PERSON (See Instructions)		
	PN			

<sup>(15)</sup> Consists of 3,719,080 Subordinate Voting Shares which Serpentine Capital Management II, LLC has the right to acquire through exercise of warrants within sixty days from August 14, 2024.

<sup>(16)</sup> The percentage of class was calculated based on (i) 196,643,264 Subordinate Voting Shares outstanding as of August 2, 2024, as reported by the Issuer in its Quarterly Report on Form 10-Q, as filed with the SEC on August 7, 2024, and (ii) 3,719,080 Subordinate Voting Shares which Serpentine Capital Management II, LLC has the right to acquire through exercise of warrants within sixty days from August 14, 2024.

1		NAMES OF REPORTING PERSONS I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)			
	1.1	· · · · · · · · · · · · · · · · · · ·			
	Se	Serpentine Capital Management III LLC			
		CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  (a) $\boxtimes$ (b) $\square$			
3	`	(a) 🗵 (b) 🗆 SEC USE ONLY			
3	51	EC USE ONLY			
4	So	OURCE OF FU	NDS (See Instructions)		
	w	'C			
5	C	HECK IF DISC	LOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)		
6		CITIZENSHIP OR PLACE OF ORGANIZATION			
	E	Florida			
	FI	7			
		,	SOLE VOTING POWER		
			3,600,000 (17)		
		8	SHARED VOTING POWER		
NUMBE	R OF		0		
SHAR	ES	9	SOLE DISPOSITIVE POWER		
BENEFICI OWNED			3,600,000 (17)		
EACI REPORT		10	SHARED DISPOSITIVE POWER		
PERSO	ON				
WITI 11					
11	A	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
		3,600,000 (17)			
12	C	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Instructions)			
13	Pl	ERCENT OF C	LASS REPRESENTED BY AMOUNT IN ROW (11)		
	1.	80% (18)			
14			RTING PERSON (See Instructions)		
	Pi	N			
	11	PN			

<sup>(17)</sup> Consists of 3,600,000 Subordinate Voting Shares which Serpentine Capital Management III LLC has the right to acquire through exercise of warrants within sixty days from August 14, 2024.

<sup>(18)</sup> The percentage of class was calculated based on (i) 196,643,264 Subordinate Voting Shares outstanding as of August 2, 2024, as reported by the Issuer in its Quarterly Report on Form 10-Q, as filed with the SEC on August 7, 2024, and (ii) 3,600,000 Subordinate Voting Shares which Serpentine Capital Management III LLC has the right to acquire through exercise of warrants within sixty days from August 14, 2024.

#### Item 1. Security and Issuer

The title of the class of equity securities to which this statement relates is the Subordinate Voting Shares of Jushi Holdings Inc., a British Columbia corporation (the 'Issuer''). The principal executive offices of the Issuer are located at 301 Yamato Road, Suite 3250, Boca Raton, FL 33431.

#### Item 2. Identity and Background

- (a) As used in this statement, the term "Reporting Persons" collectively refers to:
  - 1. James A. Cacioppo ("Cacioppo")
  - 2. OEP Opportunities, L.P.
  - 3. One East Capital Advisors, LP
  - 4. One East Partners L.P.
  - 5. ST 2 LLC
  - 6. JAC Serpentine LLC
  - 7. Serpentine Capital Management II, LLC
  - 8. Serpentine Capital Management III LLC
- (b) The business address of the Reporting Persons is 301 Yamato Road, Suite 3191, Boca Raton, FL 33431.
- (c) Cacioppo is a limited partner of OEP Opportunities, L.P. and the managing partner of One East Capital Advisors, L.P., which is the investment manager of OEP Opportunities, L.P. Cacioppo is a limited partner of One East Partners LP and the managing partner of One East Capital Advisors, L.P., which is the investment manager of One East Partners LP. Cacioppo is the managing member of ST 2 LLC. Cacioppo is the managing member of JAC Serpentine LLC. Cacioppo is a managing member of Serpentine Capital Management II, LLC. Cacioppo is the managing member of Serpentine Capital Management III LLC.
- (d) During the last five years, none of the Reporting Persons has been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors).
- (e) During the last five years, none of the Reporting Persons was a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.
- (f) The citizenship or place of organization for each of the Reporting Persons is listed in Row 6 of the cover pages hereto.

#### Item 3. Source and Amount of Funds or Other Considerations

The information set forth in Item 4 hereof is hereby incorporated by reference into this Item 3, as applicable. Other than Serpentine Capital Management III LLC, the Reporting Persons have beneficially owned the Subordinate Voting Shares since prior to the Section 12(g) registration of the Subordinate Voting Shares of the Issuer in August 2022. The Subordinate Voting Shares beneficially owned by the Reporting Persons, other than Subordinate Voting Shares issuable upon exercise of a warrant held by Serpentine Capital Management III LLC which was acquired in connection with a Credit Agreement, dated as of July 31, 2024, consist of shares owned prior to such registration and additional shares acquired since such registration.

#### Item 4. Purpose of Transaction

The Reporting Persons acquired the Subordinate Voting Shares, Options and Warrants for investment purposes, and such purchases were made in the Reporting Persons' ordinary course of business. In pursuing such investment purposes, the Reporting Persons may further purchase, hold, vote, trade, dispose or otherwise deal in the Subordinate Voting Shares, Options and Warrants, as they deem advisable to benefit from changes in market prices, changes in the Issuer's operations, business strategy or prospects, or from a sale or merger of the Issuer - subject to limitation based on Cacioppo's current positions as Chief Executive Officer and member of the Board of Directors of the Issuer.

To evaluate such alternatives, the Reporting Persons routinely monitor the Issuer's operations, prospects, business development, management, competitive and strategic matters, capital structure, and prevailing market conditions, as well as alternative investment opportunities, liquidity requirements of the Reporting Persons and other investment

Consistent with their investment research methods and evaluation criteria, the Reporting Persons may discuss such matters with other officers or other directors of the Issuer, other shareholders, industry analysts, existing or potential strategic partners or competitors, investment and financing professionals, sources of credit and other investors. Such factors and discussions may materially affect, and result in, the Reporting Persons' modifying their ownership of the Subordinate Voting Shares, Options and Warrants, exchanging information with the Issuer pursuant to appropriate confidentiality or similar agreements, proposing changes in the Issuer's operations, governance or capitalization, or in proposing one or more of the other actions described in paragraphs (a) through (j) of Item 4 of Schedule 13D. The Reporting Persons reserve the right to formulate other plans and/or make other proposals and take such actions with respect to their investment in the Issuer, including any or all of the actions set forth in paragraphs (a) through (j) of Item 4 of Schedule 13D, or acquire additional Subordinate Voting Shares, Options and Warrants or dispose of all Subordinate Voting Shares, Options and Warrants beneficially owned by them, in the public market or privately negotiated transactions subject to limitation based on Cacioppo's current positions as Chief Executive Officer and member of the Board of Directors of the Issuer. The Reporting Persons may at any time reconsider and change their plans or proposals relating to the foregoing.

#### Item 5. Interest in Securities of the Issuer

- (a) The information relating to the beneficial ownership of Subordinate Voting Shares by each of the Reporting Persons set forth in Rows 7 through 13 of the cover pages hereto is incorporated herein by reference. The percentages set forth in Row 13 for each of the cover pages filed herewith are calculated based upon: (i) 196,643,264 Subordinate Voting Shares outstanding as of August 2, 2024, as reported by the Issuer in its Quarterly Report on Form 10-Q, as filed with the SEC on August 7, 2024, plus (ii) the number of Subordinate Voting Shares which the Reporting Person has the right to acquire through exercise of stock options and/or warrants within sixty days from August 14, 2024.
- (b) The information relating to the number of shares as to which there is sole power to vote or to direct the vote, sole power to dispose or to direct the disposition, or shared power to dispose or to direct the disposition by each of the Reporting Persons set forth in Rows 7 through 10 of the cover pages hereto is incorporated herein by reference.
- (c) On August 14, 2024, Cacioppo elected to cancel (i) the stock option granted to him on April 17, 2019 to purchase up to 2,385,000 Subordinate Voting Shares at an exercise price of \$2.00 per Subordinate Voting Share and (ii) the stock option granted to him on July 28, 2022 to purchase up to 3,000,000 Subordinate Voting Shares at an exercise price of \$1.93 per Subordinate Voting Share, each of which were fully vested as of such cancellation date, pursuant to an amendment to Cacioppo's existing employment agreement, as amended (the "Third Amendment"). The Third Amendment provides that Cacioppo will instead be granted a stock option to purchase up to 5,385,000 Subordinate Voting

Shares pursuant to the Issuer's 2019 Equity Incentive Plan and, in accordance with the Issuer's Stock Option Cancellation and Regrant Program, on the first date such grant may
be made in compliance with U.S. and Canadian laws and applicable stock exchange rules, with the grant date to be after the expiration of a 30-day period measured from th
cancellation date.

cancenation date.			
(d) Not applicable.			

(e) Not applicable.
Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer
Not applicable.
Item 7. Material to Be Filed as Exhibits
Not applicable.

## SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: August 16, 2024

/s/ James A. Cacioppo

#### JAMES A. CACIOPPO

## **OEP OPPORTUNITIES, L.P.**

/s/ James A. Cacioppo

Name: James A. Cacioppo

Title: Partner

## ONE EAST CAPITAL ADVISORS, LP

/s/ James A. Cacioppo

Name: James A. Cacioppo

Title: Partner

#### ONE EAST PARTNERS L.P.

/s/ James A. Cacioppo

Name: James A. Cacioppo

Title: Partner

#### ST 2 LLC

/s/ James A. Cacioppo

Name: James A. Cacioppo Title: Managing Member

## JAC SERPENTINE LLC

/s/ James A. Cacioppo

Name: James A. Cacioppo Title: Managing Member

## SERPENTINE CAPITAL MANAGEMENT II, LLC

/s/ James A. Cacioppo

Name: James A. Cacioppo Title: Managing Member

## SERPENTINE CAPITAL MANAGEMENT III LLC

/s/ James A. Cacioppo

Name: James A. Cacioppo Title: Managing Member