

## 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* Joudeh Naser Ahmad (Last) (First) (Middle) 16836 EAST WEAVER PLACE (Street) AURORA, CO 80016 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 12/17/2020	3. Issuer Name and Ticker or Trading Symbol Medicine Man Technologies, Inc. [SHWZ]	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input checked="" type="checkbox"/> Other (specify below)	5. If Amendment, Date Original Filed(Month/Day/Year)
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	

### Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
---------------------------------	---	--	---

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)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Series A Cumulative Convertible Preferred Stock	(1)	(1)	Common stock	1,192,500 (2)	\$ 1.2 (3)	D	
Series A Cumulative Convertible Preferred Stock	(1)	(1)	Common stock	645,000 (2)	\$ 1.2 (3)	D	
Series A Cumulative Convertible Preferred Stock	(1)	(1)	Common stock	498,333 (2)	\$ 1.2 (3)	I	Spouse
Series A Cumulative Convertible Preferred Stock	(1)	(1)	Common stock	198,333 (2)	\$ 1.2 (3)	D	
Warrants (Right to Buy)	(4)	(4)	Common stock	268,375	\$ 1.2	D	
Warrants (Right to Buy)	(4)	(4)	Common stock	145,208	\$ 1.2	D	
Warrants (Right to Buy)	(4)	(4)	Common stock	111,881	\$ 1.2	I	Spouse
Warrants (Right to Buy)	(4)	(4)	Common stock	44,548	\$ 1.2	D	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Joudeh Naser Ahmad 16836 EAST WEAVER PLACE AURORA, CO 80016				Filer

## Signatures

Naser Ahmad Joudeh

Signature of Reporting Person

06/21/2021

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).  
The shares of Series A Cumulative Convertible Preferred Stock (the "Series A Preferred Shares") are convertible into shares of the common stock (the "Common Shares") of Medicine Man Technologies, Inc. (the "Company") upon the events specified in the Company's Certificate of Designation of Series A Cumulative Convertible Preferred Stock (the "Certificate of Designation"). The Preferred stock is perpetual and therefore has no expiration date.  
Represents the number of Common Shares issuable upon conversion of the Series A Preferred Shares on the date of the reported transaction. Each Series A Preferred Share is convertible into that number of Common Shares equal to the preference amount (initially \$1,000) plus any accrued dividends with respect to such share, divided by the conversion price (initially \$1.20), subject to adjustment as set forth in the Certificate of Designation. The Series A Preferred Shares earn a cumulative dividend of 8% per annum.
- (3) Subject to adjustment, as described in the Certificate of Designation.
- (4) The reporting person received the warrants under Asset Purchase Agreements entered into by entities partly-owned by the reporting person upon the sale of assets by such entities to the issuer on the following dates: December 17, 2020; December 18, 2020; and February 3, 2021.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.