

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

**SCHEDULE 14A**

**Proxy Statement Pursuant to Section 14(a) of  
the Securities Exchange Act of 1934 (Amendment No.    )**

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material under §240.14a-12

**Medicine Man Technologies, Inc.**  
(Name of Registrant as Specified in Its Charter)

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(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
  - Fee paid previously with preliminary materials.
  - Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a6(i)(1) and 0-11.
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# Your **Vote** Counts!

**MEDICINE MAN TECHNOLOGIES, INC.  
D/B/A SCHWAZZE**

2023 Annual Meeting  
Vote by June 21, 2023  
11:59 PM ET

MEDICINE MAN TECHNOLOGIES, INC.  
D/B/A SCHWAZZE  
4880 HAVANA ST., SUITE 201  
DENVER, CO 80239



V14094-P93528

## You invested in **MEDICINE MAN TECHNOLOGIES, INC. D/B/A SCHWAZZE** and it's time to vote!

You have the right to vote on proposals being presented at the Annual Meeting. **This is an important notice regarding the availability of proxy material for the stockholder meeting to be held on June 22, 2023.**

### Get informed before you vote

View the Notice and Proxy Statement and Annual Report online OR you can receive a free paper or email copy of the material(s) by requesting prior to June 8, 2023. If you would like to request a copy of the material(s) for this and/or future stockholder meetings, you may (1) visit [www.ProxyVote.com](http://www.ProxyVote.com), (2) call 1-800-579-1639 or (3) send an email to [sendmaterial@proxyvote.com](mailto:sendmaterial@proxyvote.com). If sending an email, please include your control number (indicated below) in the subject line. Unless requested, you will not otherwise receive a paper or email copy.



For complete information and to vote, visit [www.ProxyVote.com](http://www.ProxyVote.com)

Control #

#### Smartphone users

Point your camera here and  
vote without entering a  
control number



#### Vote in Person at the Meeting\*

June 22, 2023  
9:00 AM MDT

Schwazze Headquarters  
4880 Havana St., Suite 201  
Denver, CO 80239

\*Please check the meeting materials for any special requirements for meeting attendance. At the meeting, you will need to request a ballot to vote these shares.

V1.2

## THIS IS NOT A VOTABLE BALLOT

This is an overview of the proposals being presented at the upcoming stockholder meeting. Please follow the instructions on the reverse side to vote these important matters.

Voting Items	Board Recommends
1. To elect as Class B directors the nominees named in the proxy statement; <b>Nominees:</b>	
1a. Justin Dye	✓ For
1b. Nirup Krishnamurthy	✓ For
1c. Pratap Mukharji	✓ For
1d. Marc Rubin	✓ For
2. To ratify the appointment of BF Borgers, CPA P.C. as our independent public accountant for the fiscal year ending December 31, 2023;	✓ For
3. To consider and act upon an advisory, non-binding vote on the compensation of the company's named executive officers as disclosed in the proxy statement; and	✓ For
4. To consider and act upon an advisory, non-binding vote on the frequency that the company will hold an advisory stockholder vote to approve the compensation of the company's named executive officers.	1 Year

**NOTE:** Such other business as may properly come before the meeting or any adjournment thereof.

Prefer to receive an email instead? While voting on [www.ProxyVote.com](http://www.ProxyVote.com), be sure to click "Delivery Settings".