

Mayflower Medicinals, Inc. 0167-COO-03-1121

CHANGE OF OWNERSHIP AND CONTROL OVERVIEW

1. Licensee Information:

Mayflower Medicinals, Inc.

License Number	License Type
MR282682	Retail

2. The licensee has paid the applicable fees for this change request.

3. The licensee is proposing to add the following as Persons Having Direct or Indirect Control:

Individual	Role
Zachary S. Arrick	Person with Direct or Indirect Control
Denyelle G. Bruno	Person with Direct or Indirect Control
Scott H. Cohen	Person with Direct or Indirect Control
Marco D'Attanasio	Person with Direct or Indirect Control
Michelle J. Mathews-Spradlin	Person with Direct or Indirect Control
Alexander A. Shoghi	Person with Direct or Indirect Control
Robert Galvin	Person with Direct or Indirect Control
Jason M. Adler	Person with Direct or Indirect Control
Seth H. Fischer	Person with Direct or Indirect Control
Richard R. Mashaal	Person with Direct or Indirect Control
Brian M. Gonick	Person with Direct or Indirect Control

4. The licensee is proposing to add the following as Entities Having Direct or Indirect Control:

Entity	Role
Gotham Green Credit Partners SPV I, L.P.	Entity with Direct or Indirect Control
Oasis Investments II Master Fund Ltd.	Entity with Direct or Indirect Control
Senvest Master Fund, LP	Entity with Direct or Indirect Control
Gotham Green Partners, LLC ("GGP")	Entity with Direct or Indirect Control
Oasis Management Ltd. ("Oasis Mgt.")	Entity with Direct or Indirect Control

COO Executive Summary 1



Senvest Management LLC (“Senvest Mgt.”)	Entity with Direct or Indirect Control
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5. Background checks were conducted on all proposed parties and no suitability issues were discovered.
6. The proposed parties do not appear to have exceeded any ownership or control limits over any license type.
7. Commission staff conducted an organizational and financial inspection into the parties associated with this request and found no issues or inconsistencies with the information provided to the Commission.

RECOMMENDATION

Commission staff recommend review and decision on the request for change of ownership and control, and if approved, request that the approval be subject to the following conditions:

1. The licensee and proposed parties may now effectuate the approved change.
2. The licensee shall notify the Commission when the change has occurred.
3. The licensee shall submit a change of name request following this approval if any business or doing-business-as names associated with the license(s) will require modification.
4. The licensee is subject to inspection to ascertain compliance with Commission regulations.
5. The licensee shall remain suitable for licensure.
6. The licensee shall cooperate with and provide information to Commission staff.
7. The licensure is subject to notification to the Commission of any update to written operations plans required by 935 CMR 500.105(1) and/or 935 CMR 501.105(1) after effectuating the change, if applicable, and shall give Commission staff adequate opportunity to review said plans at the business location or the location where any such plans are maintained in the normal course of business.
8. To help ensure compliance with 935 CMR 500.104(5), 935 CMR 501.104(5), it is required that an update be provided to the Commission within five (5) days of any changes, modifications, or implementation issues by new ownership of prior ownerships' Commission approved Diversity Plan and/or Plan to Positively Impact Disproportionately Harmed People, including but not limited to goals, programs, measurements, and accountability.

