

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* Imbimbo Dallas (Last) (First) (Middle) C/O UNRIVALED BRANDS, INC., 3242 S. HALLADAY ST., SUITE 202 (Street) SANTA ANA, CA 92705 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 07/01-05:00/2021	3. Issuer Name and Ticker or Trading Symbol Unrivald Brands, Inc. [UNRV]	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input 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)
Common Stock (1)	12,527,700 (2)	D	
Common Stock (1)	6,454,752 (2)	I	Held by Spouse
Common Stock (1)	19,260,742 (2)	I	Held by Alpha West Holdings, Inc. (3)
Common Stock (1)	8,259,085 (2)	I	Held by Rove Group LLC (4)
Common Stock (1)	15,444,746 (2)	I	Held by Bonaparte Group LLC (5)

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

SEC 1473 (7-02)

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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			
Stock Option (6)	01/01-05:00/2021	03/01-05:00/2030	Common Stock	5,998,636	\$ 0.19 (6)	D	
Stock Option (6)	(7)	11/19-05:00/2030	Common Stock	1,923,226	\$ 0.13 (6)	D	
Stock Option (6)	(9)	05/31-05:00/2031	Common Stock	1,230,865	\$ 0.13 (6)	D	
Stock Option (6)	01/01-05:00/2021	11/19-05:00/2030	Common Stock	769,290	\$ 0.13 (6)	I	Held by Spouse
Stock Option (6)	(10)	05/31-05:00/2031	Common Stock	615,432	\$ 0.13 (6)	I	Held by Spouse
Warrants (Right to Buy) (8)	08/01-05:00/2020	08/01-05:00/2025	Common Stock	408,339	\$ 0.19 (8)	D	
Warrants (Right to Buy) (8)	08/01-05:00/2020	08/01-05:00/2025	Common Stock	408,339	\$ 0.01 (8)	D	
Warrants (Right to Buy) (8)	08/01-05:00/2020	08/01-05:00/2025	Common Stock	408,339	\$ 0.19 (8)	I	Held by Spouse
Warrants (Right to Buy) (8)	08/01-05:00/2020	08/01-05:00/2025	Common Stock	408,339	\$ 0.01 (8)	I	Held by Spouse
Warrants (Right to Buy) (8)	06/01-05:00/2020	06/01-05:00/2025	Common Stock	980,845	\$ 0.01 (8)	I	Held by Alpha West Holdings, Inc. (3)

Warrants (Right to Buy) (8)	06/01-05:00/2020	06/01-05:00/2025	Common Stock	807,527	\$ 0.01 (8)	I	Held by Alpha West Holdings, Inc. (3)
Warrants (Right to Buy) (8)	06/01-05:00/2020	06/01-05:00/2025	Common Stock	980,845	\$ 0.19 (8)	I	Held by Alpha West Holdings, Inc. (3)
Warrants (Right to Buy) (8)	06/01-05:00/2020	06/01-05:00/2025	Common Stock	3,270,254	\$ 0.01 (8)	I	Held by Rove Group LLC (4)
Warrants (Right to Buy) (8)	06/01-05:00/2020	06/01-05:00/2025	Common Stock	3,270,254	\$ 0.19 (8)	I	Held by Rove Group LLC (4)
Warrants (Right to Buy) (8)	06/01-05:00/2020	06/01-05:00/2025	Common Stock	4,535,599	\$ 0.01 (8)	I	Held by Rove Group LLC (4)
Warrants (Right to Buy) (8)	06/01-05:00/2020	06/01-05:00/2025	Common Stock	480,806	\$ 0.01 (8)	I	Held by Rove Group LLC (4)
Warrants (Right to Buy) (8)	06/01-05:00/2020	06/01-05:00/2025	Common Stock	480,806	\$ 0.19 (8)	I	Held by Rove Group LLC (4)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Imbimbo Dallas C/O UNRIVALED BRANDS, INC. 3242 S. HALLADAY ST., SUITE 202 SANTA ANA, CA 92705	X			

Signatures

/s/ Dallas Imbimbo		07/12-05:00/2021
**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).
The Reporting Person was appointed to the Issuer's Board of Directors, effective July 1, 2021, in connection with the Issuer's acquisition of UMBRLA Inc., a Nevada corporation ("UMBRLA"), pursuant to an Agreement and Plan of Merger, dated as of March 2, 2021, pursuant to which a wholly owned subsidiary of the Issuer merged
- (1) with and into UMBRLA (the "Merger"), with UMBRLA surviving the Merger as a wholly owned subsidiary of the Issuer. At the effective time of the Merger, each share of UMBRLA common stock outstanding and directly or indirectly held by the Reporting Person was converted into the right to receive 1.5386 shares of the Issuer's common stock (the "Exchange Ratio").
 - (2) Represents shares of the Issuer's common stock received in the Merger.
 - (3) Mr. Imbimbo, together with his spouse, is a majority shareholder of Alpha West Holdings, Inc. Mr. Imbimbo is also the Chief Executive Officer and a director of Alpha West Holdings, Inc.
 - (4) Mr. Imbimbo is the sole member of Rove Group LLC.
 - (5) Mr. Imbimbo's spouse is the managing member of Bonaparte Group LLC.
 - (6) Represents UMBRLA stock options assumed by the Issuer in the Merger that were converted into options to purchase shares of the Issuer's common stock, as calculated based on the Exchange Ratio. The exercise price was adjusted to reflect the Exchange Ratio.
For Mr. Imbimbo, 25% of the options vest on the first anniversary of the grant date, with the remainder vesting in equal monthly installments for the remaining 36 months.
 - (7) For Mr. Imbimbo's spouse, the options vest in twelve equal monthly installments beginning on the grant date.
 - (8) Represents UMBRLA warrants assumed by the Issuer in the Merger that were converted into warrants exercisable for shares of the Issuer's common stock, as calculated based on the Exchange Ratio. The exercise price was adjusted to reflect the Exchange Ratio.
 - (9) Vests as to 25% of the underlying shares on January 1, 2022, with the remainder vesting in equal monthly installments for the remaining 36 months.
 - (10) Vests in twelve equal monthly installments beginning on February 1, 2021, such that the stock option is fully-vested on January 1, 2022.

Remarks:

Power of Attorney is attached hereto as Exhibit 24.

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.

POWER OF ATTORNEY

Know all by these presents that the undersigned hereby constitutes and appoints each of Joseph E. Segilia, Faith L. Charles, Esq., Andrea R. McCarthy, Esq., Kaoru C. Suzuki, Esq., and Jaewon Suh, Esq., or any of them signing singly, and with full power of substitution, the undersigned's true and lawful attorney-in-fact to:

1. prepare, execute in the undersigned's name and on the undersigned's behalf, and submit to the U.S. Securities and Exchange Commission (the "SEC") a Form ID, including amendments thereto, and any other documents necessary or appropriate to obtain codes and passwords enabling the undersigned to make electronic filings with the SEC of reports required by Section 16(a) of the Securities Exchange Act of 1934 or any rule or regulation of the SEC;
2. execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of Unrivaled Brands, Inc. (the "Company"), Forms 3, 4, and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder;
3. do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5, complete and execute any amendment or amendments thereto, and timely file such form with the SEC and any stock exchange or similar authority; and
4. take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 12th day of July 2021.

/s/ Dallas Imbimbo

Name: Dallas Imbimbo