

OMB APPROVAL	
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**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

1. Name and Address of Reporting Person* <u>GUY GEOFFREY W DR</u>  (Last) (First) (Middle) SOVEREIGN HOUSE, VISION PARK, HISTON  (Street) CAMBRIDGE X0 CB24 9BZ  (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 10/01/2018	3. Issuer Name and Ticker or Trading Symbol <u>GW PHARMACEUTICALS PLC [ GWPH ]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year)  6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person 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)
Ordinary Shares	9,041,521	D	
Ordinary Shares	25,000 <sup>(1)</sup>	I	By wife
Ordinary Shares	403,925	I	By personal pension plan

**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: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date				
Stock Options <sup>(2)</sup>	06/24/2019	06/24/2025	Ordinary Shares 9,740	0.0013 <sup>(3)</sup>	D	
Stock Options <sup>(2)</sup>	02/15/2018	02/15/2026	Ordinary Shares 7	0.0013 <sup>(3)</sup>	D	
Stock Options <sup>(2)</sup>	02/15/2019	02/15/2026	Ordinary Shares 25,914	0.0013 <sup>(3)</sup>	D	
Stock Options <sup>(2)</sup>	02/15/2020	02/15/2026	Ordinary Shares 25,913	0.0013 <sup>(3)</sup>	D	
Stock Options <sup>(2)</sup>	02/15/2019	02/15/2026	Ordinary Shares 345,517	0.0013 <sup>(3)</sup>	D	
Stock Options <sup>(2)</sup>	02/15/2019	02/15/2026	Ordinary Shares 182,171	3.3461 <sup>(3)</sup>	D	
Stock Options <sup>(2)</sup>	08/10/2018	08/10/2027	Ordinary Shares 15,336	0.0013 <sup>(3)</sup>	D	
Stock Options <sup>(2)</sup>	08/10/2019	08/10/2027	Ordinary Shares 15,336	0.0013 <sup>(3)</sup>	D	
Stock Options <sup>(2)</sup>	08/10/2020	08/10/2027	Ordinary Shares 15,336	0.0013 <sup>(3)</sup>	D	
Stock Options <sup>(2)</sup>	08/10/2021	08/10/2027	Ordinary Shares 15,336	0.0013 <sup>(3)</sup>	D	
Stock Options <sup>(2)</sup>	08/10/2020	08/10/2027	Ordinary Shares 204,552	0.0013 <sup>(3)</sup>	D	
Stock Options <sup>(2)(4)</sup>	08/10/2020	08/10/2027	Ordinary Shares 138,672	9.8117	D	
Stock Options <sup>(2)</sup>	02/26/2019	02/26/2028	Ordinary Shares 16,317	0.0013 <sup>(3)</sup>	D	
Stock Options <sup>(2)</sup>	02/26/2020	02/26/2028	Ordinary Shares 16,317	0.0013 <sup>(3)</sup>	D	
Stock Options <sup>(2)</sup>	02/26/2021	02/26/2028	Ordinary Shares 16,317	0.0013 <sup>(3)</sup>	D	
Stock Options <sup>(2)</sup>	02/26/2022	02/26/2028	Ordinary Shares 16,317	0.0013 <sup>(3)</sup>	D	
Stock Options <sup>(2)</sup>	02/26/2021	02/26/2028	Ordinary Shares 217,572	0.0013 <sup>(3)</sup>	D	

**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: 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 Options <sup>(2)(4)</sup>	02/26/2021	02/26/2028	Ordinary Shares	107,352	9.6092	D	

**Explanation of Responses:**

- The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein, and the inclusion of these shares in this report shall not be deemed an admission that the reporting person is the beneficial owner of all of the reported shares for purposes of Section 16 or for any other purpose.
- Granted pursuant to the Issuer's Long-Term Incentive Plan.
- Converted from British Pounds Sterling to U.S. Dollars using currency ratio of 1.00 British Pound Sterling = 1.302 U.S. Dollars as of September 28, 2018.
- The reported options are options to purchase American Depositary Shares ("ADS") of the Issuer. Each ADS represents twelve ordinary shares of the Issuer.

**Remarks:**

/s/ Geoffrey W. Guy                      10/01/2018  
 \*\* Signature of Reporting Person      Date

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

\* 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).

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

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