FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

ashington,	D.C. 20549	

washington, D.C. 20549	

9.01, 2.0. 200 10	OMB APPROVAL				
S IN BENEFICIAL OWNERSHIP	OMB Number:	3235			

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP -0287 Estimated average burden hours per response: 0.5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

	Check this box if no longer subject to
\neg	Section 16. Form 4 or Form 5
$_{-}$	obligations may continue. See
	Instruction 1(b).

Date (Month/Day/Year) Execution Date, if any (Month/Day/Year) Code (Instr. 3) Disposed Of (D) (Instr. 3, 4 and 5) Securities Beneficially Owned Following Reported (D) or Indirect (D) or Indirect (D) ownership Reported (Instr. 4) Ownership Repor	1. Name and A Wagner A		porting Person*							er or Tra			mbol				lationship of k all applica Director	ıble)	g Perso	n(s) to Issu	
(Street) TORONTO A6 M5V 2H1 (City) (State) (Zip) Rule 10b5-1(c) Transaction Indication Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10. Table I - Non-Derivative Securities Acquired (A) or Date (Month/Day/Year) (Month/Day/Year) Part (Month/Day/Year) Table II - Derivative Securities Acquired (A) or Disposed Of, or Beneficially Owned 1. Title of Security (Instr. 3) Table II - Derivative Securities Acquired (A) or Date (Month/Day/Year) (Month/Day/Year) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, option-s, convertible securities) 1. Title of Security (Instr. 3) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, option-s, convertible securities) 1. Title of Security Security (Instr. 3) Table II - Derivative Securities Acquired (A) or Disposed Of, or Beneficially Owned (e.g., puts, calls, warrants, option-s, convertible securities) 1. Title of Security Security (Instr. 3) Table II - Derivative Securities Acquired (A) or Disposed Of, or Beneficially Owned (e.g., puts, calls, warrants, option-s, convertible securities) 1. Title of Security Security (Instr. 3) Table II - Derivative Securities Acquired (A) or Disposed Of, or Beneficially Owned (Instr. 3) Table II - Derivative Securities Acquired (A) or Disposed Of, or Beneficially Owned (Instr. 3) Table II - Derivative Security (Instr. 3) Table II -	` '									X	below)		of Cror	below)	pecify						
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(2)

2.692

Explanation of Responses:

(1)

- 1. Each restricted stock unit ("RSU") represents a contingent right to receive one common share of Cronos Group Inc.
- 2. The RSUs vested in three substantially equal annual installments beginning May 25, 2022, subject to continued employment through each applicable date.

Remarks:

RESTRICTED

STOCK UNITS

/s/ Aaron Werner, as attorneyin-fact for Adam Wagner

2,692

\$<mark>0</mark>

COMMON SHARES

(2)

05/28/2024

26,402

D

** Signature of Reporting Person

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 4 (b)(v).

05/25/2024

** 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.

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 Number.