SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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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 Add Garnick M	•	2. Date of Event Requiring Staten (Month/Day/Year 12/31/2019	nent 🚺	3. Issuer Name and Ticker or Trading Symbol <u>Cronos Group Inc.</u> [CRON]								
(Last) 720 KING ST	ast) (First) (Middle) 0 KING STREET WEST, SUITE 320					tionship of Reporting Pers all applicable) Director	10% Owner		 5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check 			
(Street) TORONTO (City)	A6 (State)	M5V 2T3 (Zip)				Officer (give title below)	Other (s below)	specify		icable Line) Form filed b	y One Reporting Person y More than One	
			Table I - Nor	-Derivati	ve Se	ecurities Beneficial	ly Owne	ed				
1. Title of Security (Instr. 4)					2. Amount of Securities Beneficially Owned (Instr. 4)					4. Nature of Indirect Beneficial Ownership (Instr. 5)		
No securities are beneficially owned.						0	D					
						urities Beneficially ptions, convertible		ies)				
1. Title of Derivative Security (Instr. 4)			Expiration D	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securi Underlying Derivative Securi		Or Ex	ersion ercise	5. Ownership Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
Explanation of F			Date Exercisable	Expiration Date	Title		Amour or Numbe of Shares	Secui	ative	Direct (D) or Indirect (I) (Instr. 5)		

Remarks:

Exhibit List: Exhibit 24 - Power of Attorney This Form 3 is being filed in advance of January 1, 2020, on which date the reporting person will become subject to Section 16 of the Securities Exchange Act of 1934, as amended.

> /s/ Xiu Ming Shum as Attorney-in-Fact for Murray R. 12/31/2019 **Garnick** Date

** 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 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.

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.

Authorization and Designation to Sign and File Section 16 Reporting Forms

The undersigned, a director of Cronos Group Inc., a corporation formed under the Business Corporations Act (Ontario) (the "Company"), does hereby authorize and designate Jerry Barbato or Xiu Ming Shum, each with right to substitute and resubstitute, but for only so long as each of them is an officer of the Company, to sign and file on his or her behalf the application for the required Securities and Exchange Commission ("SEC") electronic CIK/CCC codes and any and all Forms 3, 4 and 5 and Forms 144 relating to equity securities of the Company with the SEC pursuant to the requirements of Section 16 of the Securities Exchange Act of 1934 ("Section 16") and Rule 144 under the Securities Act of 1933, as amended. This authorization, unless earlier revoked in writing, shall be valid until the undersigned's reporting obligations under Section 16 and Rule 144 with respect to equity securities of the Company shall cease. All prior such authorizations are hereby revoked.

IN WITNESS WHEREOF, the undersigned has executed this Authorization and Designation this 11 day of December, 2019.

/s/ Murray Richard Garnick MURRAY RICHARD GARNICK