

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

1. Name and Address of Reporting Person* <u>JACOBSON JEFFREY DAVID</u> (Last) (First) (Middle) <u>111 PETER STREET, SUITE 300</u> (Street) <u>TORONTO A6 M5V 2H1</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Cronos Group Inc. [CRON]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title below) Other (specify below) X See Remarks
	3. Date of Earliest Transaction (Month/Day/Year) <u>10/01/2021</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	
		6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
COMMON SHARES	10/01/2021		M ⁽¹⁾		120,000	A	\$0.97 ⁽²⁾	120,000	D	
COMMON SHARES	10/01/2021		F ⁽³⁾		40,814	D	\$5.6385 ⁽⁴⁾	79,186	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title	Amount or Number of Shares
COMMON SHARE OPTION (right to buy)	\$0.97 ⁽²⁾	10/01/2021		M ⁽¹⁾			120,000		(5)	10/06/2021	COMMON SHARES	120,000	\$0	0	D	

Explanation of Responses:

- The acquisition of common shares of Cronos Group Inc. (the "Company") from the exercise of options held by the reporting person as reported on this Form 4 were effected pursuant to irrevocable written instructions issued by the reporting person to the Company on March 4, 2021 and designed to comply with Rule 10b5-1(c) (the "Irrevocable Instructions"). Such options were scheduled to expire on October 6, 2021.
- The price reported was converted from the Canadian exercise price of C\$1.23 to U.S. dollars using an exchange rate of C\$1.00 to US\$0.7886 as reported by Bloomberg as of September 30, 2021.
- Represents common shares withheld, pursuant to the Irrevocable Instructions, to pay the exercise price and applicable withholding taxes, using the closing price of the Company's common shares on September 30, 2021 of C\$7.15 as reported on the Toronto Stock Exchange.
- The price reported is in U.S. dollars based on the exchange rate of C\$1.00 to US\$0.7886 as reported by Bloomberg as of September 30, 2021.
- The options were granted October 6, 2016 and vested in monthly installments over a four-year period.

Remarks:

General Manager, Canada and Europe

/s/ Eileen Uy, as attorney-in-fact 10/05/2021
for Jeffrey D. Jacobson

** 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 4 (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.