

CRONOS GROUP VENDOR CODE OF CONDUCT

Overview

Cronos Group (or “we”) takes pride in leading the cannabinoid industry forward responsibly and in accordance with a high standard of business ethics. As part of our commitment, we seek out vendors, suppliers and contractors (collectively “Vendors” or “you”) who share our values. We select and review our Vendors not only for the quality of the products and services they provide, but also for their commitment to:

- high standards of business ethics and compliance with all applicable laws, rules, and regulations (collectively “Applicable Laws”); and
- establishing and maintaining policies to ensure compliance with all Cronos Group contract terms.

While Cronos Group recognizes that different cultural, legal and ethical systems exist in the countries in which our Vendors do business, this Cronos Group Vendor Code of Conduct (“Vendor Code of Conduct”) sets forth certain basic requirements that all Vendors and their subcontractors—domestic and foreign—must satisfy when doing business with Cronos Group.

Cronos Group periodically reviews our Vendors for compliance with our contract terms, Applicable Laws, and this Vendor Code of Conduct. Reviews may include such activities as ongoing sanctions screening, financial and operational audits, and site visits. We always take a risk-based approach to these reviews and expect Vendors to assist us in ensuring that the products and/or services they provide on our behalf are in compliance with our contract terms, Applicable Laws, and this Vendor Code of Conduct.

Application

This Vendor Code of Conduct applies to all Vendors that produce goods and/or perform services for Cronos Group, however produced or performed including any use of other third parties.

Vendor contracts may include additional requirements beyond the expectations and guidelines set out in this Vendor Code of Conduct. The Vendor Code of Conduct does not change these contract terms or create express or implied contractual obligations or contracts of employment.

Compliance with Applicable Laws

Cronos Group will deal only with Vendors that Cronos Group considers reputable and whose business and labor practices comply with Applicable Laws. Cronos Group may terminate its business relationship with Vendors that violate Applicable Laws.

Your Responsibility as a Vendor

Honesty and Good Faith

As a Vendor, you must always deal honestly and in good faith with Cronos Group. You must always promptly report any issues or concerns that may impact your ability to carry out your obligations under your contract with Cronos Group, including potential production delays or defects. In addition, we rely on you to provide truthful and accurate responses to information requests we may require from you. Fraudulent activity is never permitted and may be grounds for termination of our business relationship with you.

Fair and Ethical Business Practices

Anti-Bribery/Anti-Corruption

Cronos Group does not tolerate corruption or bribery in any form, and we expect Vendors to fully comply with Applicable Laws related to anti-bribery and anti-corruption, including but not limited to the U.S. Foreign Corrupt Practices Act (“FCPA”) and the Canadian Corruption of Foreign Public Officials Act (“CFPOA”), which apply to Cronos Group conduct, whether directly or through a third party, anywhere in the world. Vendors must never, directly or through a third party, give or offer money or anything of value to a government official in order to obtain or retain business on behalf of Cronos Group. Bribery, kickbacks, and similar improper payments, directly or via third party consultants, lobbyists, agents, or others, are

strictly prohibited.

Gifts and Entertainment

We seek Vendors who adhere to high ethical standards in their business practices and interactions with Cronos Group. We do not allow Vendors to exchange favors, money, gifts, entertainment, or travel (collectively, “Gifts and Entertainment”) with our employees with the intent to influence business decisions. Vendors are prohibited from giving or receiving gifts (including cash or cash equivalents), entertainment (including travel, meals or hospitality) or other Gifts and Entertainment to or from our employees where doing so could be construed as an effort to secure a business advantage or where there is an expectation that something will be given in return.

Accurate Books and Records

Vendors must always maintain accurate books and records that are current and sufficiently detailed to enable Cronos Group to determine your compliance with this Vendor Code of Conduct. Vendors must make these records available to Cronos Group representatives upon request. Cronos Group reserves the right to audit your books and records in accordance with the terms and conditions of your contract.

Conflicts of Interest

Cronos Group is committed to transparency and objectivity in its business dealings and seeks to avoid any situation where personal or outside interests are placed before those of our company. As a Vendor, you must report any relationships or conduct that create, or may be viewed as creating, a conflict between your interests and those of Cronos Group.

Fair Competition/Antitrust and Improper Bidding Practices

Cronos Group is committed to the principles of fair competition. Vendors must comply with Applicable Laws related to antitrust and competition so that we compete on the merit of price competitiveness, service, product, quality, and innovation. You must avoid all business practices that could unlawfully restrain competition, including engaging in price fixing, bid rigging, or improper market manipulation or boycotts as dictated by Applicable Laws. We also rely on principles of fair competition when evaluating our Vendors. You must not discuss or communicate, directly or indirectly, with any other Vendor, potential Vendor or their affiliates about the specifics of Vendor submissions. Interference in our procurement processes is strictly forbidden. No Vendor may threaten, intimidate, harass, or otherwise interfere with any Cronos Group employees in relation to their procurement duties.

Insider Trading

Cronos Group is a publicly-traded company and requires its Vendors to comply with all Applicable Laws related to insider trading. During the course of your work, you may have access to information about our company that is not available to the general public and which, if made public, might impact the price of Cronos Group stock (i.e., “Material Non-Public Information”). You must take steps to prevent your employees from trading in Cronos Group securities, including stocks and options, while in possession of Material Non-Public Information or disseminating such information to another person who may trade in Cronos Group securities.

Trade Compliance

We expect our suppliers to understand and comply with all Applicable Laws related to trade controls, including export and import licensing requirements and economic and trade sanctions (i.e., “Sanctions”), including U.S. Office of Foreign Assets Control or OFAC Sanctions. Accordingly, on behalf of Cronos Group, Vendors may not do business with entities or individuals in Cuba, Iran, North Korea, Syria, the Crimea region of Ukraine. You must obtain all necessary export licenses and provide us with accurate and complete information related to items you are exporting or importing on our behalf.

Intellectual Property and Confidential Information

We rely on our Vendors to protect our confidential information and the private information of our employees, customers and other third parties. Vendors must comply with all Applicable Laws related to data privacy and must never collect, use, or disclose personal information of Cronos Group employees, customers, or other third parties other than as provided for by contract. Vendors must take reasonable steps to protect against all forms of cyber-attacks or other intrusions that might result in unauthorized access to, or the loss, theft or corruption of Cronos Group information. This includes private information of third parties that is stored by Cronos Group. We consider the protection of our intellectual property, from proprietary formulas and recipes to our logos and branding, as of critical importance. We expect our Vendors to understand the importance of protecting this property. As a Vendor, you may only collect, use and/or disclose confidential information and Cronos Group intellectual property in a manner specifically permitted by Cronos Group. Vendors may not use or publicly display Cronos Group logos or branding unless you have a contractual right or license to do so from Cronos Group.

People and Community

Cronos Group believes in fostering a valuable global community comprised of passionate and daring people. We value all those that work for us, including our Vendors, and expect all those that contribute to our company and products be treated fairly and in accordance with Applicable Laws.

Anti-Discrimination and Anti-Harassment

Cronos Group is committed to ensuring safe, fair, inclusive, and respectful working places throughout our supply chain. We believe in a diverse and inclusive working environment and do not tolerate any type of discrimination on the basis of race, national origin, gender, age, color, sex, religion, sexual orientation, pregnancy or maternity, gender identity or expression, disability, military or veteran status or any other characteristic protected by Applicable Laws. We expect our Vendors to commit to these same values and comply with Applicable Laws related to anti-discrimination and anti-harassment.

Health and Safety and Wages and Benefits

Vendors shall provide and maintain a safe working environment, integrate sound health management practices into their business practices, and provide wages and benefits that meet the requirements of Applicable Laws.

Human Rights and the Environment

Cronos Group respects and supports internationally recognized human rights and sound environmental practices. We encourage Vendors to share this commitment and require Vendors to comply with all Applicable Laws related to human rights and the environment.

Quality Products

We believe in developing innovative and meaningful products that meet the needs and exceed the expectations of our consumers. We may conduct periodic performance reviews of our Vendors to ensure your compliance with contract terms, including standards and quality of goods and/or services provided. Vendors must meet or exceed a satisfactory performance rating in order to qualify for renewal or additional contract awards.

Impact of Non-Compliance

- Vendors may be required to certify annually that they are in compliance with the Vendor Code of Conduct.
- Any violation of the Vendor Code of Conduct, including any failure to report a potential violation of the Vendor Code of Conduct or disclose potential conflicts of interest or unfair advantages, is grounds for Cronos Group to terminate its business relationship with you and/or seek other contractual remedies.

Reporting Questions or Concerns

If you or one of your workers has reason to believe that a violation of this Vendor Code of Conduct, your contractual obligations or other Applicable Laws has occurred, you or the worker may report the issue through Cronos Group's Compliance Hotline. The Compliance Hotline allows for anonymous reports and is available 24 hours a day, 365 days a year.

- ***Via the Internet:***
 - The Compliance Hotline internet portal can be found at:
<https://secure.ethicspoint.com/domain/media/en/gui/74648/index.html>
- ***Via Telephone:***
 - **In Canada and the United States**
 - Call toll-free by dialing 1 (833) 589-0407
 - **In Israel**
 - Call toll-free by dialing 1 (809) 349-257

As required by Applicable Laws, you must not retaliate against individuals who report known or suspected violations in good faith. Vendors are expected to provide their employees who provide goods and/or services on our behalf with access to the Compliance Hotline and instruct them on this non-retaliation policy.