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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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 to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person * <u>Geronimo CVOF Manager LLC</u>  (Last) (First) (Middle) <u>C/O LOWELL FARMS INC.</u> <u>19 QUAIL RUN CIRCLE, SUITE B</u>  (Street) <u>SALINAS CA 93907</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Lowell Farms Inc. [ LOWLF ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>10/05/2023</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Subordinate Voting Shares	10/05/2023		A <sup>(1)</sup>		121,531	A	\$0 <sup>(1)</sup>	121,531	I	See footnote <sup>(2)</sup>
Subordinate Voting Shares	10/05/2023		A <sup>(1)</sup>		49,465	A	\$0 <sup>(1)</sup>	49,465	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					
Convertible Debenture of Indus Holding Company	\$0.2	10/05/2023		D <sup>(1)</sup>			393,135	07/01/2020	10/13/2023	Subordinate Voting Shares <sup>(3)(4)</sup>	(1)	0	I	See footnote <sup>(6)</sup>
Warrants (right to buy)	\$0.28	10/05/2023		D <sup>(1)</sup>			1,965,675	07/01/2020	10/13/2023	Subordinate Voting Shares	(1)	0	I	See footnote <sup>(6)</sup>
Convertible Debenture of Indus Holding Company	\$0.2	10/05/2023		D <sup>(1)</sup>			160,013	07/01/2020	10/13/2023	Subordinate Voting Shares <sup>(3)(4)</sup>	(1)	0	D	
Warrants (right to buy)	\$0.28	10/05/2023		D <sup>(1)</sup>			800,063	07/01/2020	10/13/2023	Subordinate Voting Shares	(1)	0	D	

1. Name and Address of Reporting Person * <u>Geronimo CVOF Manager LLC</u>  (Last) (First) (Middle) <u>C/O LOWELL FARMS INC.</u> <u>19 QUAIL RUN CIRCLE, SUITE B</u>  (Street) <u>SALINAS CA 93907</u>  (City) (State) (Zip)
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1. Name and Address of Reporting Person \*

Geronimo Central Valley Opportunity Fund, LLC

(Last) (First) (Middle)

C/O LOWELL FARMS INC.  
19 QUAIL RUN CIRCLE, SUITE B

(Street)  
SALINAS CA 93907

(City) (State) (Zip)

**Explanation of Responses:**

1. On October 6, 2023, Lowell Farms Inc. (the "Company"), repurchased all of the aggregate principal amount of outstanding Secured Convertible Debentures ("Debentures") of its subsidiary, Indus Holding Company ("Indus"), together with the related warrants to purchase Subordinate Voting Shares of the Company (the "Company Warrants") and common shares of Indus (the "Indus Warrants," together with the Company Warrants, the "Warrants"). The reporting person, as a holder of Debentures, received, in exchange for the Debentures and Warrants, a pro rata share of (i) membership interests in LF Brandco LLC and (ii) Subordinate Voting Shares of the Company.
2. Held by Geronimo Fund.
3. The principal amount of each Convertible Debenture was convertible into Class C Common Shares of Indus Holding Company ("Class C Common Shares") at \$0.20 per share. Class C Common Shares may be redeemed at the option of the holder for Subordinate Voting Shares of the issuer on a one-for-one basis in accordance with the certificate of incorporation of Indus Holding Company. Class C Common Shares may be redeemed at any time and have no expiration date.
4. Interest accrued on the Convertible Debentures and was payable quarterly in arrears; any accrued and unpaid interest at the time of conversion of a Convertible Debenture is convertible into additional Class C Common Shares at \$0.20 per share. Accrued interest is not included in the underlying share numbers.
5. On August 31, 2023, the Company executed a one-for-ten reverse stock split of its issued and outstanding Subordinate Voting Shares (the "Reverse Stock Split") resulting in the appropriate reduction in the reporting person's ownership of shares of Subordinate Voting Shares. No fractional shares were issued as a result of the Reverse Stock Split. Any fractional shares that would have resulted from the Reverse Stock Split were rounded up to the next higher whole number if the fraction is equal to or greater than one-half and rounded down to the next lower whole number if the fraction is less than one-half.
6. Geronimo Fund is the record holder of the convertible debenture and warrants. CVOF Manager disclaims beneficial ownership of the convertible debenture and warrants held by Geronimo Fund except to the extent of its pecuniary interest therein.

/s/ George Allen, as Sole Manager  
of Geronimo CVOF Manager, 10/26/2023  
LLC

/s/ George Allen, as Sole Manager  
of Geronimo Central Valley 10/26/2023  
Opportunity Fund, LLC

\*\* 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.**