

## FORM 11

### **NOTICE OF PROPOSED STOCK OPTION GRANT OR AMENDMENT**

Name of Listed Issuer: **Affinor Growers Inc.** (the “Issuer”).

Trading Symbol: **AFI**

Date: **December 29, 2023**

#### **1. New Options Granted:**

Date of Grant: **December 29, 2023**

<b>Name of Optionee</b>	<b>Position (Director/ Officer/ Employee/ Consultant/ Management Company)</b>	<b>Insider Yes or No?</b>	<b>No. of Optioned Shares</b>	<b>Exercise Price</b>	<b>Expiry Date</b>	<b>No. of Options Granted in Past 12 Months</b>
Rick Easthom	Director	Y	200,000	\$0.10	Dec 29, 25	0
Alan Boyco	Director	Y	200,000	\$0.10	Dec 29, 25	0
Ben Hogervorst	Director	Y	200,000	\$0.10	Dec 29, 25	0
Nicholas Brusatore	Director	Y	200,000	\$0.10	Dec 29, 25	0
Dave Cross	Consultant	N	200,000	\$0.10	Dec 29, 25	0
Natalie Hayward	Consultant	N	40,000	\$0.10	Dec 29, 25	0
Bo Slack	Advisor	N	50,000	\$0.10	Dec 29, 25	0
Behrooz Bagheri Kahkesh	Advisor	N	50,000	\$0.10	Dec 29, 25	0
Pat Carey	Advisor	N	50,000	\$0.10	Dec 29, 25	0

Total Number of optioned shares proposed for acceptance: **1,190,000**.

## 2. Other Presently Outstanding Options:

Name of Optionee	No. of Optioned Shares <sup>(1)</sup>	Exercise Price	Original Date of Grant	Expiry Date
Rick Easthom	200,000	\$0.40	Jul 25, 2021	Jul 25, 2031
Alan Boyco	200,000	\$0.40	Jul 25, 2021	Jul 25, 2031
Natalie Hayward	25,000	\$0.40	Jul 25, 2021	Jul 25, 2031
Bo Slack	25,000	\$0.40	Jul 25, 2021	Jul 25, 2031
Behrooz Bagheri Kahkesh	100,000	\$0.50	Aug 10, 2021	Aug 10, 2031
Ben Hogervorst	100,000	\$0.30	Nov 2, 2021	Nov 2, 2031
Pavenham Development Corporation	400,000	\$0.30	Nov 2, 2021	Nov 2, 2031
Patrick Carey	100,000	\$0.50	Dec 7, 2021	Dec 7, 2031
Voelpel Gold Medal Investments	50,000	\$0.40	Feb 22, 2022	Feb 22, 2032
Nicholas Brusatore	200,000	\$0.50	May 10, 2022	May 22, 2025

(1) Set out number of optioned shares for each grant with different terms.

## 3. Additional Information

- (a) If shareholder approval was required for the grant of options (including prior approval of a stock option plan), state the date that the shareholder meeting approving the grant was or will be held. **March 5, 2021**
- (b) State the date of the news release announcing the grant of options. **December 28, 2023**
- (c) State the total issued and outstanding share capital at the date of grant or amendment. **25,989,915**
- (d) State, as a percentage of the issued and outstanding shares of the Issuer indicated in (c) above, the aggregate number of shares that are subject to incentive stock options, including new options, amended options and other presently outstanding options. **9.97%**
- (e) If the new options are being granted pursuant to a stock option plan, state the number of remaining shares reserved for issuance under the plan.

- (f) If the Issuer has completed a public distribution of its securities within 90 days of the date of grant, state the per share price paid by the public investors.
- (g) Describe the particulars of any proposed material changes in the affairs of the Issuer.

#### **4. Certificate of Compliance**

The undersigned hereby certifies that:

- 1. The undersigned is a director and/or senior officer of the Issuer and has been duly authorized by a resolution of the board of directors of the Issuer to sign this Certificate of Compliance.
- 2. As of the date hereof there is no material information concerning the Issuer which has not been publicly disclosed.
- 3. The undersigned hereby certifies to the Exchange that the Issuer is in compliance with the requirements of applicable securities legislation (as such term is defined in National Instrument 14-101) and all Exchange Requirements (as defined in CNSX Policy 1).
- 4. All of the information in this Form 11 Notice of Proposed Stock Option Grant or Amendment is true.

Dated December 29, 2023.

Nicholas Brusatore  
Name of Director or Senior  
Officer

"Nicholas Brusatore"  
Signature

CEO & Director  
Official Capacity