

FORM 11

NOTICE OF PROPOSED STOCK OPTION GRANT OR AMENDMENT

Name of Listed Issuer: **AGRAFLORA ORGANICS INTERNATIONAL INC.** (the “Issuer”).

Trading Symbol: **AGRA**

Date: **May 30, 2019**

1. New Options Granted:

Date of Grant: **May 21, 2019**

Name of Optionee	Position (Director/ Officer/ Employee/ Consultant/ Management Company	Insider Yes or No?	No. of Optioned Shares	Exercise Price	Expiry Date	No. of Options Granted in Past 12 Months⁽¹⁾
Brandon Boddy	Director/Officer	Y	2,100,000	\$0.46	May 21/24	0
Jerry Habuda	Director	Y	200,000	\$0.46	May 21/24	250,000
Joseph Perino	Director	Y	200,000	\$0.46	May 21/24	250,000
Christopher P. Cherry	Officer	Y	250,000	\$0.46	May 21/24	0
1130970 BC Ltd	Consultant	N	75,000	\$0.46	May 21/24	120,000
1065068 BC Ltd.	Officer	Y	100,000	\$0.46	May 21/24	120,000
Tim McNulty	Consultant	N	100,000	\$0.46	May 21/24	200,000
Christopher Hornung	Director	Y	400,000	\$0.46	May 21/24	250,000
Kenex Manufacturing Co. Ltd.	Consultant	N	400,000	\$0.46	May 21/24	0
Leonard Mistretta	Consultant	N	100,000	\$0.46	May 21/24	0
Betty Quon	Consultant	N	100,000	\$0.46	May 21/24	0
Troy Hill	Consultant	N	100,000	\$0.46	May 21/24	0
Mark Hill	Consultant	N	100,000	\$0.46	May 21/24	0
1132902 BC Ltd.	Consultant	N	600,000	\$0.46	May 21/24	0
Global Objective Marketing Ltd.	Consultant	N	750,000	\$0.46	May 21/24	500,000
Brent Wickens	Consultant	N	100,000	\$0.46	May 21/24	0
558396 BC Ltd.	Consultant	N	300,000	\$0.46	May 21/24	0
Sandra Hjerpe	Consultant	N	25,000	\$0.46	May 21/24	60,000
TOTAL:			6,000,000			

(1) These numbers reflect the subdivision that the Issuer completed on November 19, 2018.

Total Number of optioned shares proposed for acceptance: **6,000,000**

2. Other Presently Outstanding Options:

36,650,000 options

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.

N/A.

- (b) State the date of the news release announcing the grant of options.

May 21, 2019.

- (c) State the total issued and outstanding share capital at the date of grant or amendment.

482,922,981 common shares.

- (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.

8.83%.

- (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.

5,642,298 options.

- (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.

N/A.

- (g) Describe the particulars of any proposed material changes in the affairs of the Issuer.

N/A.

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 May 30, 2019.

Brandon Boddy
Name of Director or Senior Officer

"Brandon Boddy"
Signature

CEO and Chairman
Official Capacity