

**AFFINOR GROWERS INC.**

February 8, 2024

Canadian Securities Exchange  
100 King Street West, Suite 7210  
Toronto, Ontario M5X 1E1

Dear Sirs/Mesdames:

**Re: Affinor Growers Inc. (the “Company”)  
Private Placement and Debt Settlement**

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Pursuant to Section 6.2(7)(a) of Policy 6 of the Canadian Securities Exchange, the Company hereby confirms that it completed:

- a) a private placement of units of the Company (“**Units**”), consisting of the issuance of 1,000,000 Units at a price of \$0.08 per Unit, for gross proceeds of \$80,000 (the “**private Placement**”); and
- b) a debt settlement through the issuance of 7,636,111 Units at a deemed price of \$0.08 per Unit in satisfaction of \$610,889 in debt (the “**Debt Settlement**”).

The terms of the Private Placement and Debt Settlement are outlined in the Company’s Form 9 – *Notice of Proposed Issuance of Listed Securities* dated February 8, 2024.

Yours very truly,

**AFFINOR GROWERS INC.**

*"Nicholas Brusatore"*

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**NICHOLAS BRUSATORE**  
Chief Executive Officer