

October 23, 2014

Canadian Securities Exchange
220 Bay Street, 9th Floor
Toronto, ON
M5J 2W4

**Re: GeoNovus Minerals Corp. (the "Company")
Asset Acquisition**

We have acted as counsel to the Company in connection with its asset acquisition pursuant to an agreement dated October 22, 2014 among the Company and Affinor Growers Inc. (the "Agreement"). The Company has filed a Form 9 - Notice of Proposed Issuance of Listed Securities with the Canadian Securities Exchange ("**CSE**") on October 23, 2014 with respect to the Agreement. We provide the following opinion letter pursuant to Section 3.4 of the CSE's Policy 6 with respect to same.

A. Documentation

As counsel to the Company, we have examined, among other things:

- (a) the Agreement;
- (b) originals or copies of the constating documents of the Company and its corporate records as we have deemed relevant or necessary as a basis for the opinions expressed herein; and
- (c) a certificate dated October 23, 2014 of an officer of the Company (the "**Officer's Certificate**") with respect to certain factual matters.

We have also considered such questions of law, made such investigations and examined such originals, facsimiles or copies, certified or otherwise identified to our satisfaction, of such additional public and corporate records, records of corporate proceedings, certificates and other documents as we have considered relevant or necessary in order to render the opinion expressed below.

B. Jurisdiction

We are qualified to practise law in the Province of British Columbia and the opinions hereinafter expressed are limited to the laws of the Province of British Columbia and the federal laws of Canada applicable therein.

C. Assumptions

The opinions expressed herein are subject to the following exceptions, qualifications and assumptions:

- (a) we have assumed, with respect to all of the documents examined by us, the genuineness of all signatures, the legal capacity at all relevant times of any individual signing any of such documents, the authenticity and completeness of all documents submitted to us as originals, the conformity to authentic originals of all documents submitted to us as certified, conformed or photostatic copies or facsimiles thereof and the accuracy and completeness of the corporate records of the Company and of all information provided to us, in written form or by electronic transmission, by public officials or offices of public record and that all information continues to be accurate and complete as of the date hereof;
- (b) we have assumed that no effective order, ruling or decision is or will be issued or granted by a court or regulatory or administrative authority that has the effect of precluding or restricting the issuances or trades referred to our opinion; and
- (c) as to various questions of fact, we have relied exclusively and without independent investigation upon the Officer's Certificate.

Opinions

Based and relying solely upon the foregoing and subject to the qualifications, limitations and assumptions set forth herein, we are of the opinion that the Common Shares to be issued pursuant to the Agreement will, when issued in accordance with the terms thereto, be validly issued as fully paid and non-assessable Common Shares.

The opinions expressed herein are rendered solely for your benefit in connection with the transactions described herein. Those opinions may not be used or relied upon by any other person, nor may this letter or any copies thereof be furnished to a third party, filed with a governmental agency, quoted, cited or otherwise referred to without our prior written consent.

Yours truly,

RICHARDS BUELL SUTTON LLP

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