

**AFFINOR RESOURCES INC.**  
410 St-Nicolas, Suite 236  
Montréal, Québec, H2Y-2P5

NOTICE OF SPECIAL MEETING OF SHAREHOLDERS

To the shareholders of Affinor Resources Inc.:

NOTICE IS HEREBY GIVEN THAT the special meeting of the shareholders (the “**Meeting**”) of Affinor Resources Inc. (the “**Corporation**”) will be held at the offices of Langlois Kronström Desjardins, L.L.P., located at 1002 Sherbrooke St. West, 28<sup>th</sup> Floor, Montreal, Province of Québec, Canada at 4:00 p.m., Eastern Standard Time on May 23, 2014 for the following purposes:

1. to consider and, if thought fit, approve a change of primary focus of the Corporation’s business from resource exploration to the agriculture, medical marijuana and industrial hemp industries;
2. to consider and, if thought fit, approve, by special resolutions, the adoption of a new form of articles, including the proposed name change to “Affinor Growers Inc. / Les producteurs Affinor inc.”;
3. to consider and, if thought fit, approve the Corporation’s new stock option plan dated April 9, 2014;
4. to consider and, if thought fit, approve the Corporation’s replacement of its minutes book and resulting corporate deficiencies; and
5. to transact such other business as may properly be brought before the Meeting.

**Information relating to the matters to be dealt with at the Meeting is set forth in the Information Circular which accompanies this Notice of Meeting.**

DATED this 24<sup>th</sup> day of April, 2014

BY ORDER OF THE BOARD OF DIRECTORS

*(s) Sébastien Plouffe*

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Sébastien Plouffe  
President, CEO and Chairman

**IMPORTANT**

Only holders of common shares of the Corporation of record at the close of business on April 21, 2014 are entitled to receive notice of the Meeting and only those holders of the common shares of the Corporation of record at the close of business on April 21, 2014, or who subsequently become shareholders and comply with the provisions of the *Canada Business Corporations Act*, are entitled to vote at the Meeting.

**It is important that your common shares of the Corporation are represented at the Meeting.** Shareholders may exercise rights by attending the Meeting or by completing a form of proxy. If you are unable to attend the Meeting in person, please complete, date and sign the enclosed form of proxy and

return it in the envelope provided for that purpose. Proxies, to be valid, must be deposited at the office of the Registrar and Transfer Agent of the Corporation, Computershare Investor Services Inc., 100 University Avenue, 9<sup>th</sup> Floor, Proxy Dept., Toronto, Province of Ontario, M5J 2Y1, no later than 4:00 p.m., Eastern Daylight Time, on April 21, 2014. **Your common shares will be voted in accordance with your instructions as indicated on the form of proxy or, if no instructions are given on the form of proxy, the proxy holder will vote “FOR” each of the matters indicated in paragraphs 1 to 4 hereinabove.**