REPORT PURSUANT TO NATIONAL INSTRUMENT 62-103

Securities Act (Quéebc)
Securities Act (Ontario)
Securities Act (British Columbia)
Securities Act (Alberta)

1. Name and address of the offeror:

Nick Brusatore (the "**Offeror**") Suite 3 – 130 Brewstreet, Port Moodie, BC, V3H 0E3.

2. Designation and number or principal amount of securities and the Offeror's security holding percentage in the class of securities of which the Offeror acquired ownership or control in the transaction or occurrence giving rise to the obligation to file the news release, and whether it was ownership or control that was acquired in those circumstances:

Following the exercise of warrants on June 18, 2014, the Offeror has acquired 2,200,000 common shares in the capital stock of Affinor Growers Inc. (each a "**Share**") at a price of $0.40 per Share. On a non-diluted basis, this increase represents 3.53% of the Shares issued and outstanding as of June 18, 2014.

3. The designation and number or principal amount of securities and the Offeror's security holding percentage in the class of securities immediately after the transaction or occurrence giving rise to obligation to file the report:

As of this day, after his last acquisition of 2,200,000 Shares, on a non-diluted basis, the Offeror holds, directly and indirectly, 17,800,000 Shares. On a non-diluted basis, the Offeror currently holds, directly and indirectly, 28.53% of the Shares issued and outstanding as of June 18, 2014. On a diluted basis, assuming the exercise of his 1,000,000 options, the Offeror would currently hold, directly and indirectly, 29.66% of the Shares issued and outstanding as of June 18, 2014.

4. The designation and number or principal amount of securities and the percentage of outstanding securities of the class of securities referred to in paragraph 3 over which:

(i) the Offeror, either alone or together with any joint actors, has ownership and control;

The Offeror has ownership and control over all of the securities described in paragraph 3 above. Of the total securities holding 12,500,000 Shares and 1,000,000 options are held directly by the Offeror and 3,100,000 Shares indirectly through Vertical Designs Ltd.

(ii) the Offeror, either alone or together with any joint actors, has ownership but control is held by other persons or companies other than the Offeror or any joint actor; and

Not applicable.

(iii) the Offeror, either alone or together with any joint actors, has exclusive or shared control but does not have ownership;

Not applicable.

5. Name of the market in which the transaction or occurrence took place:

Private transaction.

6. The value, in Canadian dollars, of any consideration offered per security if the Offeror acquired ownership of a security in the transaction or occurrence giving rise to the obligation to file the report:

$880,000.

7. The purpose of the Offeror and any joint actors in effecting the transaction or occurrence, including any future intention to acquire ownership of, or control over, additional securities of the reporting issuer:

The securities were acquired and are held for investment purposes and the Offeror intends to evaluate his investment and to increase or decrease his holdings in the Company as circumstances warrant.

8. The general nature and the material terms of any agreement, other than lending arrangements, with respect to securities of the reporting issuer entered into by the offeror, or any joint actor, and the issuer of the securities or any other entity in connection with the transaction or occurrence, including agreements with respect to the acquisition, holding, disposition or voting of any of the securities:

Not applicable.

9. The names of any joint actors in connection with the disclosure required herein:

Not applicable.

10. In the case of a transaction or occurrence that did not take place on a stock exchange or other market that represents a published market for the securities, including an issuance from treasury, the nature and value of the consideration paid by the Offeror:

Exercise of warrants for an aggregate exercise price of $880,000.

11. If applicable, a description of any change in any material fact set out in a previous report by the entity under the early warning requirements or Part of National Instrument 62-103 in respect of the reporting issuer's securities:

Not applicable.

12. If applicable, a description of the exemption from securities legislation being relied on by the offeror and the facts supporting that reliance:

Not applicable.

Dated: June 18, 2014

(signed) "Nick Brusatore"
Nick Brusatore