Affinor Growers Inc.

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NOTICE OF ANNUAL MEETING OF SHAREHOLDERS

The annual meeting (the "Meeting") of shareholders of Affinor Growers Inc. ("the company") will be held at 1501 Mcgill College Avenue, Suite 2900, Montréal, Quebec, on Thursday, February 19, 2015 at 10:00 a.m., for the following purposes:

1. To receive and consider the financial statements and the management discussion and analysis report for its fiscal year ended May 31, 2014 and the report of the auditors thereon;
2. To elect directors to hold office for the ensuing year;
3. To appoint the auditors for the year ended and to authorize the directors to fix their remuneration;

The management proxy circular provides detailed information on the items that will be brought before the Meeting and is therefore to be considered as forming a part of this notice.

Montreal, January 26, 2015

BY ORDER OF THE BOARD OF DIRECTORS

(s) *Sebastien Plouffe*
Sebastien Plouffe
President and Chief Executive Officer

Holders of shares may exercise their rights by attending the Meeting or by completing a proxy form. Those who are unable to attend the Meeting in person are urged to complete and return to Computershare Investor Services Inc. ("Computershare") the enclosed form of proxy before 5:00 p.m. on February 17, 2015. A person appointed as proxy need not be a shareholder of the Company. For any additional information concerning this matter, please contact Computershare.

Notice is also hereby given that the board of directors of the Company has fixed the record date for the Meeting at the close of business on January 17, 2015 (the "**Record Date**"). Only holders of common shares as of the Record Date are entitled to receive notice of the Meeting. Shareholders at the Record Date will be entitled to vote their shares at the Meeting, unless any such shareholder transfers his shares after the Record Date, in which case the transferee of those shares will be entitled to vote such shares at the Meeting if the transferee establishes that he owns the said shares and demands, no later than 10 days before the Meeting, that the transferee's name be included in the list of shareholders entitled to vote the Meeting.