

FORM 62-103F3

REPORT UNDER PART 4 OF  
NATIONAL INSTRUMENT 62-103

State if the report is filed to amend information disclosed in an earlier report. Indicate the date of the report that is being amended.

**Item 1 – Security and Reporting Issuer**

**1.1 State the designation of securities to which this report relates and the name and address of the head office of the issuer of the securities.**

This report relates to the units (“Units”) in the capital of:

Organto Foods Inc. (the “Organto”).

1090 Hamilton Street  
Vancouver, BC V6B 2R9

each unit comprised of one common share of Organto (“Shares”) and one share purchase warrant (“Warrants”)

**1.2 State the name of the market in which the transaction or other occurrence that triggered the requirement to file this report took place.**

Not applicable. Organto is listed on the TSX Venture Exchange

**Item 2 – Identity of the Eligible Institutional Investor**

**2.1 State the name and address of the eligible institutional investor.**

Meckelborg Financial Group Ltd.  
300-728 Spadina Crescent East  
Saskatoon, Saskatchewan  
S7K 3H2

**2.2 State the date of the transaction or other occurrence that triggered the requirement to file this report and briefly describe the transaction or other occurrence.**

The Eligible Institutional Investor, on behalf of client accounts over which it has discretionary trading authority subscribed for 13,400,000 Units at \$0.15 per Unit.

**2.3 State the name of any joint actors.**

Not applicable.

**2.4 State that the eligible institutional investor is eligible to file reports under Part 4 in respect of the reporting issuer.**

The Eligible Investor is eligible to file reports under Part 4 of National Instrument 62-103 in respect of Organto. The filing of this report is not an admission that any entity named in the report owns or controls any described securities or is a joint actor with another named entity.

**Item 3 – Interest in Securities of the Reporting Issuer**

**3.1 State the designation and the net increase or decrease in the number or principal amount of securities, and in the eligible institutional investor's securityholding percentage in the class of securities, since the last report filed by the eligible institutional investor under Part 4 or the early warning requirements.**

Not applicable. This is the initial report filed by the Eligible Institutional Investor.

**3.2 State the designation and number or principal amount of securities and the eligible institutional investor's securityholding percentage in the class of securities at the end of the month for which the report is made.**

As of September 30, 2016, the Eligible Institutional Investor has control or direction and is deemed to beneficially own over 13,400,000 Shares and 13,400,000 Warrants and the aggregate securityholding percentage of the Eligible Institutional Investor was 11.94% of the outstanding Shares, or 21.33% assuming exercise of the Warrants

**3.3 If the transaction involved a securities lending arrangement, state that fact.**

Not applicable.

**3.4 State the designation and number or principal amount of securities and the percentage of outstanding securities of the class of securities to which this report relates and over which**

**(a) the eligible institutional investor, either alone or together with any joint actors, has ownership and control,**

All of the Shares and Warrant described in item 3.2, are deemed to be beneficially owned by the Eligible Institutional Investor but are held on behalf of client accounts over which it has discretionary authority

**(b) the eligible institutional investor, either alone or together with any joint actors, has ownership but control is held by persons or companies other than the eligible institutional investor or any joint actor**

None.

- (c) the eligible institutional investor, either alone or together with any joint actors, has exclusive or shared control but does not have ownership.**

All of the Shares and the Warrants described in item 3.2 are held by the Eligible Institutional Investor on behalf of client accounts over which it has discretionary trading authority. Such Shares represent 11.94% of the outstanding Shares, or 21.33% assuming exercise of the Warrants, and are controlled by not owned by the Eligible Institutional Investor

- 3.5 If the eligible institutional investor or any of its joint actors has an interest in, or right or obligation associated with, a related financial instrument involving a security of the class of securities in respect of which disclosure is required under this item, describe the material terms of the related financial instrument and its impact on the eligible institutional investor's securityholdings.**

Not applicable.

- 3.6 If the eligible institutional investor or any of its joint actors is a party to a securities lending arrangement involving a security of the class of securities in respect of which disclosure is required under this item, describe the material terms of the arrangement including the duration of the arrangement, the number or principal amount of securities involved and any right to recall the securities or identical securities that have been transferred or lent under the arrangement.**

Not applicable

- 3.7 If the eligible institutional investor or any of its joint actors is a party to an agreement, arrangement or understanding that has the effect of altering, directly or indirectly, the eligible institutional investor's economic exposure to the security of the class of securities to which this report relates, describe the material terms of the agreement, arrangement or understanding.**

Not applicable.

#### **Item 4 – Purpose of the Transaction**

**State the purpose or purposes of the eligible institutional investor and any joint actors for the acquisition or disposition of securities of the reporting issuer. Describe any plans or future intentions which the eligible institutional investor and any joint actors may have which relate to or would result in any of the following:**

- (a) the acquisition of additional securities of the reporting issuer, or the disposition of securities of the issuer;
- (b) a sale or transfer of a material amount of the assets of the reporting issuer or any of its subsidiaries;
- (c) a change in the board of directors or management of the reporting issuer, including any plans or intentions to change the number or term of directors or to fill any existing vacancy on the board;
- (d) a material change in the present capitalization or dividend policy of the reporting issuer;
- (e) a material change in the reporting issuer's business or corporate structure;
- (f) a change in the reporting issuer's charter, bylaws or similar instruments or another action which might impede the acquisition of control of the reporting issuer by any person;
- (g) a class of securities of the reporting issuer being delisted from, or ceasing to be authorized to be quoted on, a marketplace;
- (h) the issuer ceasing to be a reporting issuer in any jurisdiction of Canada;
- (i) a solicitation of proxies from securityholders;
- (j) an action similar to any of those enumerated above.

The Shares held by the Eligible Institutional Investor were acquired in the ordinary course of business, for investment purposes only and not with the purpose of exercising control or direction over Organto. The Eligible Institutional Investor may from time to time, on behalf of the funds or accounts it manages, acquire additional Shares, dispose of some or all of the Shares they hold or continue to hold Shares.

#### **Item 5 – Agreements, Arrangements, Commitments or Understandings With Respect to Securities of the Reporting Issuer**

**Describe the material terms of any agreements, arrangements, commitments or understandings between the eligible institutional investor and a joint actor and among those persons and any person with respect to securities of the class of securities to which this report relates, including but not limited to the transfer or the voting of any of the securities, finder's fees, joint ventures, loan or option arrangements, puts or calls, guarantees of profits, division of profits or loss, or the giving or withholding of proxies. Include such information for any of the securities that are pledged or otherwise subject to a contingency, the occurrence of which would give another person voting power or investment power over such securities except that disclosure of standard default and similar provisions contained in loan agreements need not be included**

Not applicable.

**Item 6 – Change in Material Fact**

**If applicable, describe any change in a material fact set out in a previous report filed by the eligible institutional investor under the early warning requirements or Part 4 in respect of the reporting issuer’s securities.**

Please see above.

**Item 7 – Certification**

**Certificate**

The undersigned, as the eligible institutional investor, certifies, or the undersigned, as the agent filing the report on behalf of the eligible institutional investor, certifies to the best of its knowledge, information and belief, that the statements made in this report are true and complete in every respect.

**DATED** this 10th day of October, 2017.

**MECKELBORG FINANCIAL GROUP LTD.**

By: “Mark Meckelborg”  
Name: Mark Meckelborg  
Title: Portfolio Manager