



HEMPCO FOOD AND FIBER INC. (formerly Genview Capital Corp.)

NOT FOR DISTRIBUTION TO U.S. NEWS WIRE SERVICES
OR FOR DISSEMINATION IN THE UNITED STATES.

HEMPCO ANNOUNCES COMPLETION OF QUALIFYING TRANSACTION

VANCOUVER, BRITISH COLUMBIA, April 18, 2016 – Hempco Food and Fiber Inc. (formerly Genview Capital Corp.) (“Hempco” or the “Company”) (TSX-V: HFF), is pleased to announce that it has completed its Qualifying Transaction (as defined in Policy 2.4 – Capital Pool Companies of the Corporate Finance Manual (the “Manual”) of the TSX Venture Exchange (the “Exchange”), as previously described in its press releases dated May 19, 2015, October 13, 2015 and February 5, 2016, and more particularly set out in its filing statement dated January 29, 2016 (the “Filing Statement”), which is available under the profile of the Company at www.sedar.com. As a result of the completion of the Qualifying Transaction, the Company has ceased to be a Capital Pool Company (as defined in the Manual). The Company expects trading in its common shares to commence at the opening of the market on Wednesday, April 20, 2016. The common shares will trade under the symbol “HFF”.

The Company completed the Qualifying Transaction through the acquisition of all of the outstanding equity securities (the “Acquisition”) of Hempco Canada Superfoods Inc. (formerly Dharma Distributors Ltd.) (“Hempco Superfoods”), a private company incorporated under the laws of British Columbia. Pursuant to the definitive agreement with respect to the Acquisition, the Company: (i) consolidated its share capital on a 2 for 1 basis immediately before the issuance of any securities referenced herein; and (ii) acquired all of the issued and outstanding equity securities of Hempco Superfoods from the holders thereof in exchange for the issuance of an aggregate of 20,000,000 common shares in the capital of the Company (each, a “Share”). Hempco Superfoods is now a wholly-owned subsidiary of the Company.

In addition, in accordance with the policies of the Exchange, the Company paid 300,000 Shares as a finder’s fee in connection with the completion of the Qualifying Transaction.

Financings

In connection with the Qualifying Transaction, on September 10, 2015 and October 30, 2015, Hempco Superfoods (with the assistance of the Company) issued a total of 28 convertible notes (the “Convertible Notes”) in the total aggregate principal amount of \$649,500 (the “Bridge Financing”). Upon closing of the Acquisition, the outstanding principal was automatically converted into Shares at a conversion price equal to 80% of the price of the Concurrent Financing (as defined below), being \$0.32 per Share. As a result of completion of the Acquisition, the Company issued 2,029,688 Shares to holders of the Hempco Superfoods Convertible Notes.

In connection with the Qualifying Transaction, the Company is pleased to announce that it also completed the non-brokered private placement financing (the “Concurrent Financing”) of an aggregate of 3,212,500 Shares at a price of \$0.40 per Share for aggregate gross proceeds of \$1,285,000, which exceeded the \$1 million proposed minimum offering. The Company: (i) paid aggregate cash amount of \$62,650; and (ii) issued an aggregate of 156,625 warrants, each of which is exercisable to acquire one common share of the Company at a price of \$0.40 per share until the date which is two years to certain finders in connection with the completion of the Concurrent Financing.



Directors and Officers

In connection with the Qualifying Transaction, certain directors and officers of the Company resigned and were appointed, such that the directors and officers of the Company are now as follows:

Name	Position
Charles Holmes	CEO and Director
Angela Holmes	COO and Director
Praveen Varshney	CFO and Director
Lorne Gertner	Director
Mary-Lynn Bellamy-Willms	Director
Ravinder (Rob) Kang	Corporate Secretary

For further biographical information about the foregoing persons, see the Filing Statement.

Sponsorship

As previously announced, the Exchange approved a waiver of sponsorship in connection with the Company's acquisition of Hempco Superfoods.

Escrow Shares

As disclosed in the Filing Statement, 20,140,625 Shares have been deposited into escrow pursuant to the policies of the Exchange. In addition, 20,000,000 of the foregoing Shares have been deposited into an additional voluntary escrow whereby the Shares will be released in equal tranches every six months for five years.

Stock Options

In connection with the Qualifying Transaction, the Company has granted an aggregate of 1,875,000 stock options to certain directors, officers, senior management and staff and members of the Company's advisory board at an exercise price of \$0.40 per Share for a period of 3 years from closing.

Hold Periods

The Shares and the finders' warrants issued in connection with the Concurrent Financing, the Shares issued in connection with conversion of the Convertible Notes, the Shares that were issued to Hempco Superfoods shareholders in connection with the Qualifying Transaction and the finder's shares are all subject to a four month and one day hold period under applicable Canadian securities laws or the policies of the Exchange. None of such securities have been or will be registered under the United States Securities Act of 1933, as amended (the "1933 Act"), and none of them may be offered or sold in the United States absent registration or pursuant to an applicable exemption from the registration requirements of the 1933 Act and applicable state securities laws.



About Hempco

Hempco Superfoods is a trusted and respected pioneer, innovator and provider of value added hemp seed foods as a major food source for humans and animals. The Holmes family is well known in the hemp seed food industry and has been involved in the business of hemp seed food R&D, manufacturing, distribution and marketing for 15 years. As a result of the Acquisition, the Company will continue the foregoing business of Hempco Superfoods.

ON BEHALF OF THE BOARD

Charles Holmes
Chief Executive Officer
HEMPCO FOOD AND FIBER INC.

FOR MORE INFORMATION, PLEASE CONTACT:
Don Mosher, Investor Relations
604-685-6454

The securities referred to in this news release have not been, nor will they be, registered under the United States Securities Act of 1933, as amended, and may not be offered or sold within the United States or to, or for the account or benefit of, U.S. persons absent U.S. registration or an applicable exemption from the U.S. registration requirements. This news release does not constitute an offer for sale of securities for sale, nor a solicitation for offers to buy any securities.

Neither the Exchange nor its Regulation Services Provider (as that term is defined in the policies of the Exchange) accepts responsibility for the adequacy or accuracy of this release.

Forward Looking Statements

Certain statements contained in this press release constitute forward-looking information. These statements relate to future events or future performance. The use of any of the words "could", "intend", "expect", "believe", "will", "projected", "estimated" and similar expressions and statements relating to matters that are not historical facts are intended to identify forward-looking information and are based on Hempco's current belief or assumptions as to the outcome and timing of such future events. Actual future results may differ materially. In particular, this release contains forward-looking information relating to the commencement of trading on the Exchange. Various assumptions or factors are typically applied in drawing conclusions or making the forecasts or projections set out in forward-looking information. Those assumptions and factors are based on information currently available to Hempco. The material factors and assumptions include the parties to the proposed Transaction being able to obtain the necessary regulatory approvals. Risk factors that could cause actual results or outcomes to differ materially from the results expressed or implied by forward-looking information include, among other things: conditions imposed by the Exchange, the failure to obtain the required final approval for



the Qualifying Transaction; changes in tax laws, general economic and business conditions; and changes in the regulatory regime. Hempco cautions the reader that the above list of risk factors is not exhaustive.

The forward-looking information contained in this release is made as of the date hereof and Hempco is not obligated to update or revise any forward-looking information, whether as a result of new information, future events or otherwise, except as required by applicable securities laws. Because of the risks, uncertainties and assumptions contained herein, investors should not place undue reliance on forward-looking information.

The foregoing statements expressly qualify any forward-looking information contained herein. This press release does not constitute an offer to sell or a solicitation of an offer to buy any securities in the United States.