



## **Tinley Closes \$2.75 Million Non-Brokered Private Placement of Units**

***FOR IMMEDIATE RELEASE***

***THIS NEWS RELEASE IS NOT FOR  
DISSEMINATION IN THE UNITED STATES OR TO  
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October 28, 2016: Toronto, Ontario and Los Angeles, California - The Tinley Beverage Company Inc. (the "Company" or "Tinley") is pleased to announce the closing of a non-brokered private placement of 16,176,470 units (the "Units") of the Company for gross proceeds of \$2,749,999.90 (the "Offering"). The Offering was completed at a price of \$0.17 per Unit. Each Unit comprised of one common share of the Company (a "Common Share") and one-half of one common share purchase warrant (a "Warrant"), with each full Warrant being exercisable for one Common Share at an exercise price of \$0.25 per Common Share for a period of 18 months from the date of closing.

The proceeds of the Offering will provide expansion capital for sales and marketing, as well as for new product development and general working capital purposes. Several insiders participated in the deal.

The Company engaged First Republic Capital Corporation as the Lead Finder for the Offering. Several firms acted as finders including Canaccord Genuity, Haywood Securities, Leede Jones Gable and PI Financial. Finders will be paid a cash fee up to 9% of the gross proceeds raised in the Offering. In addition, Finders will receive broker warrants ("Broker Warrants") exercisable for Units equal in number up to 9% of the number of Units sold under the Offering. The Broker Warrants will be exercisable at a price of \$0.17 per Unit for a period of 18 months after the closing of the Offering. All securities issued in connection with the Offering are subject to a four month and a day hold period.

"This financing effectively positions us to grow our CBD drink revenue and advance our THC drink strategies in jurisdictions throughout North America wherever such products are permitted. We continue to add store listings for our Hemplify CBD drink, mainly in Northern California, and continue to pursue opportunities related to the November 8 vote on cannabis legalization in that state. We thank our existing and new investors for their continued support," said Jeff Maser, CEO of Tinley.

### ***About The Tinley Beverage Company, Inc. and Hemplify, Inc.***

The Tinley Beverage Company (Toronto, Canada) is the parent company of Hemplify, Inc. (Santa Monica, California). Hemplify manufactures the "Hemplify" line of products. Hemplify is a line of fruit-flavored, sugar-free, vegan, drinkable supplements that contain hemp stalk extract. This extract contains terpenes and other phytoconstituents. Each product also contains 9-12x the potassium electrolyte content of major sports drinks, 200mg of Omega 3 and excellent sources of vitamins A through E, including 100% DV of Vitamin B12, C and D. Hemplify is produced with patented technology that elevates absorption into the bloodstream, ensures shelf stability and masks the hemp oil's taste to deliver delicious, refreshing flavors. The company is selling its products in California and in 5 other

states, as well as online. Tinley has also developed “Tinley ‘27”, a line of cannabis-infused beverages designed for the Canadian and US markets.

**Forward-Looking Statements**

*NEITHER THE CANADIAN SECURITIES EXCHANGE NOR ITS REGULATIONS SERVICES PROVIDER HAVE REVIEWED OR ACCEPT RESPONSIBILITY FOR THE ADEQUACY OR ACCURACY OF THIS RELEASE.*

This press release contains or refers to forward-looking information, and is based on current expectations that involve a number of business risks and uncertainties. Factors that could cause actual results to differ materially from any forward-looking statement include, but are not limited to, delays in obtaining or failures to obtain required governmental, environmental or other project approvals, political risks, uncertainties relating to the availability and costs of financing needed in the future, changes in equity markets, inflation, changes in exchange rates, fluctuations in commodity prices, delays in the development of projects and the other risks involved in the mineral exploration and development industry. Forward-looking statements are subject to significant risks and uncertainties, and other factors that could cause actual results to differ materially from expected results. Readers should not place undue reliance on forward-looking statements. These forward-looking statements are made as of the date hereof and the Company assumes no responsibility to update them or revise them to reflect new events or circumstances other than as required by law.

For further information on The Tinley Beverage Company (parent company of Hemplify, Inc.), please contact:

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