



ROCKSHIELD CLOSES SPIN-OUT TRANSACTION

Vancouver, British Columbia, June 7, 2018 – **Rockshield Capital Corp. (CSE:RKS), (US: RKSCF), (FSE: 6BC)** (the “**Company**” or “**Rockshield**”) is pleased to announce that it has closed its previously announced arrangement (the “**Arrangement**”) pursuant to an arrangement agreement dated March 13, 2018 among the Company, Rockshield Acquisition Corp. (“**AcquiCo**”) and Rockshield Opportunities Corp. (“**OppCo**”).

Pursuant to the Arrangement, the Company spun out 130,000 shares in Plus Products Holdings Inc. (“**Plus Products**”), a company in the cannabis sector, to AcquiCo, and 13,000 shares in Helius Medical Technologies Inc. (“**Helius Medical**”), a company in the life sciences sector, to OppCo. These shares do not represent a major portion of the Company’s holdings in each of Plus Products and Helius Medical.

Prior to closing of the Arrangement AcquiCo and OppCo were wholly owned subsidiaries of Rockshield and on closing the Company has distributed on a pro rata basis, without cost as a return of capital, all of its 3,159,592 shares in each of AcquiCo and OppCo to the Company’s shareholders. The Arrangement has resulted in each of AcquiCo and OppCo being standalone corporations owned by the same shareholders that own Rockshield Capital. AcquiCo and OppCo will be seeking to advance business opportunities in cannabis / life sciences sector. Rockshield will not be funding the costs of either company.

Each Rockshield shareholder has received such number of common shares in the capital of AcquiCo and OppCo equal to the number of Rockshield shares held by such Shareholder on April 4, 2018 multiplied by 0.0653. DRS Registration statements representing the appropriate number of AcquiCo and OppCo shares have been issued and sent to all registered Shareholders.

For further details of the Arrangement, please see Rockshield’s management information circular dated March 19, 2018 and subsequent press release dated March 28, 2018, both of which have been filed on Rockshield’s profile on SEDAR at www.sedar.com.

ROCKSHIELD CAPITAL CORP.

Rockshield Capital makes early stage seed investments of dollars and human capital with the expectation of superior rates of return. We search for opportunities where we can unlock value as a partner. We do not operate businesses; rather we strive to complement management as active participants. We assist with financings, identify acquisition targets, develop strategic plans, support operations and implement exit strategies.

On Behalf of the Board of Directors of Rockshield,

“Dave Doherty”

Dave Doherty, President and CEO

1305 - 1090 West Georgia Street, Vancouver BC, V6E 3V7
T: 604.315.1237 F: 604.683.1585
W: www.rockshield.ca

For further information contact:

Dan Sorger, Director

dan@rockshield.ca

www.rockshield.ca

The Canadian Securities Exchange has neither approved nor disapproved the information contained herein and does not accept responsibility for the adequacy or accuracy of this news release.

Some of the statements contained in this news release are forward-looking statements and information within the meaning of applicable securities laws. Forward-looking statements and information can be identified by the use of words such as “plans”, “expects”, “expected”, “intends”, “is expected”, “potential”, “suggests” or variations of such words or phrases, or statements that certain actions, events or results “may”, “could”, “should”, “would”, “might” or “will” be taken, occur or be achieved.

Forward-looking statements include, without limitation, statements that are not facts. Forward-looking statements are based on a number of assumptions and estimates that, while considered reasonable by management based on the business and markets in which the Company operates, are inherently subject to important risks and uncertainties which could cause actual results to differ materially from future results expressed, projected or implied by the forward-looking statements.

Although the Company has attempted to identify important factors that could cause actual results, performance or achievements to differ materially from those contained in the forward-looking statements, there can be other factors that cause results, performance or achievements not to be as anticipated, estimated or intended. There can be no assurance that such information will prove to be accurate or that management’s expectations or estimates of future developments, circumstances or results will materialize.

Accordingly, readers should not place undue reliance on forward-looking statements. The Company disclaims any intention or obligation to update or revise such information, except as required by applicable law, and the Company does not assume any liability for disclosure relating to any other company herein.