



Holy Crap Brands Inc. Confirms Overwhelming Shareholder Approval to be Acquired by Plant&Co. Brands Ltd. pursuant to an Amalgamation

Vancouver, British Columbia – January 7, 2020 – Plant&Co. Brands Ltd. (CSE: VEGN) (FSE: VGP) (OTCPK: EURPF) (“Plant&Co.”), a vertically integrated enterprise focused on the health and wellness sector, and **Holy Crap Brands Inc. (“Holy Crap”)** are pleased to announce that the Annual General and Special Meeting (“AGSM”) of Holy Crap shareholders was held in Vancouver, British Columbia, Canada on January 6, 2021 at which all resolutions were passed. The AGSM highlights include approval of:

1. The three-cornered amalgamation (the “**Amalgamation**”) pursuant to the amalgamation agreement among Plant&Co., Plant & Company Group Brands Group Inc. (a wholly owned subsidiary of Plant&Co) and Holy Crap. dated November 25, 2020 (the “**Amalgamation Agreement**”);
2. The number of directors for the ensuing year set at three.
3. The re-election of the incumbent directors:
Derek Ivany,
Donna Reddy, and
Danielle Fernandes.
4. The appointment of Davidson & Company LLP, Chartered Professional Accountants, as auditors.
5. Re-approval of the 10% rolling stock option plan.

The Amalgamation was approved by 99.96% of the shares of Holy Crap that were voted at the AGSM.

“With the overwhelming approval from Holy Crap shareholders, we are now in a position to move forward and bring the great Holy Crap brand under the Plant&Co. banner, and most importantly introduce brand distribution to Central Canada as well as expansion into the massive US market for plant-based cereals and cereal bars,” said Shawn Moniz, CEO of Plant&Co. “Holy Crap breakfast cereals have a loyal following and sales of the plant-based breakfast cereal on Amazon have increased over 120% in the second half of 2020 versus the same period in 2019. Its social presence has increased by over 200% in the last six months alone, signalling explosive online growth with engagement rates consistently above industry benchmarks. We will leverage our Plant&Co. market presence to continue to grow Holy Crap revenues as a key focus in 2021, while developing exciting new plant-based food products that are delicious and support a healthy lifestyle.”

The disclosure with respect to the Amalgamation is provided in the management information circular of Holy Crap related to the AGSM and the news releases of Holy Crap dated November 27, 2020 and December 29, 2020 filed on www.sedar.com under the profile of Holy Crap.

Pursuant to the Amalgamation Agreement, the Holy Crap shareholders will receive 1.926088818 common shares of Plant&Co. in exchange for everyone common share of Holy Crap on the Effective Date of the Amalgamation.

The Effective Date of the Amalgamation is expected to be January 25, 2021.

Plant&Co. also announces it has granted incentive stock options to purchase a total of 300,000 common shares at an exercise price of \$0.48 per share for a period of two years to an officer in accordance with the provisions of its stock option plan.

About Holy Crap Brands Inc.

At Holy Crap Brands Inc. our mission is to create products that inspire through innovative branding and improve lives through simple, quality ingredients that ultimately feed the connection between gut and mind. The company's signature brand – Holy Crap – is an organic breakfast cereal for today's consumer that expects their food to work hard for them. Our great tasting cereal helps maintain a healthy gut which creates a happy mind.

For further information regarding Holy Crap, please contact:

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About Plant&Co. Brands Ltd.

Plant&Co. Brands Ltd. (CSE: VEGN) (FSE: VGP) (OTCPK: EURPF) is a vertically integrated enterprise focused on the health and wellness sector.

For additional information, please contact: ir@plantandco.com.

Neither the Canadian Securities Exchange nor its Regulation Services Provider (as that term is defined in the policies of the Canadian Securities Exchange) accepts responsibility for the adequacy or accuracy of this press release, which has been prepared by management.

Cautionary Note Regarding Forward-Looking Statements

All statements in this press release, other than statements of historical fact, are “forward-looking information” with respect to Plant&Co. and Holy Crap within the meaning of applicable securities laws, including with respect to the closing of the Transaction and the business plans and prospects of Plant&Co. and Holy Crap. Plant&Co. and Holy Crap provide forward-looking statements for the purpose of conveying information about current expectations and plans relating to the future and readers are cautioned that such statements may not be appropriate for other purposes. By its nature, this information is subject to inherent risks and uncertainties that may be general or specific and which give rise to the possibility that expectations, forecasts, predictions, projections or conclusions will not prove to be accurate, that assumptions may not be correct and that objectives, strategic goals and priorities will not be achieved. These risks and uncertainties include but are not limited to those identified and reported in Plant&Co.'s and Holy Crap's public filings under their respective SEDAR profile at www.sedar.com. Although Plant&Co. and Holy Crap have attempted to identify important factors that could cause actual actions, events or results to differ materially from those described in forward-looking information, there may be other factors that cause actions, events or results not to be as anticipated, estimated or intended. There can be no assurance that such information will prove to be accurate as actual results and future events could differ materially from those anticipated in such statements.

Plant&Co. and Holy Crap disclaim any intention or obligation to update or revise any forward-looking information, whether as a result of new information, future events or otherwise unless required by law.