

# Hempalta Corp. Announces AGM, Proposed Corporate Name Change, Financing Update, Audit Committee Composition and Filing of Annual Financial Statements

Calgary, Alberta--(Newsfile Corp. - February 2, 2026) - Hempalta Corp. (TSXV: HEMP) (the "Company") announces that its Board of Directors has approved the calling of the Company's annual general meeting of shareholders (the "AGM"), to be held on **April 9, 2026**, in Calgary, Alberta. Further details regarding the AGM, including the formal notice of meeting, information circular, and proxy materials, will be provided to shareholders in due course in accordance with applicable corporate and securities laws.

## Proposed Corporate Name Change

In addition, the Board of Directors has authorized management to propose, for shareholder consideration at the AGM, a **change of the Company's corporate name to "Next Phase Ventures Ltd."**, or such other name as the directors may determine, subject to shareholder approval and acceptance by the TSX Venture Exchange. The proposed name change reflects the Company's intention to **evolve the parent company into a diversified venture platform**, while continuing to operate its existing subsidiaries, including **Hempalta Processing Inc.** and **Hemp Carbon Standard Inc.**, as distinct operating divisions. The Company believes the proposed name better aligns with its longer-term strategic direction, which includes diversification initiatives, leveraging its public-company infrastructure, and enhancing capital markets flexibility.

## Private Placement Update

The Company also announces that it continues to pursue additional subscriptions under its previously announced non-brokered private placement and intends to continue accepting subscriptions in connection with this financing through and shortly following the upcoming AGM.

## Audit Committee Composition & Annual Financial Statements

The Company also announces that its Board of Directors has constituted an Audit Committee comprised of all three directors, with Chris Ostafie, an independent director, appointed as Chair of the Audit Committee. The composition of the Audit Committee satisfies the requirements of TSX Venture Exchange Policy 3.1, including the requirement that a majority of Audit Committee members be independent of management.

The Audit Committee has reviewed and recommended for approval, and the Board of Directors has approved the Company's audited annual financial statements and related management discussion and analysis for the fiscal year ended September 30, 2025. The Company has filed its annual financial statements and MD&A on SEDAR+ in accordance with applicable securities laws.

## About Hempalta Corp. ("Hempalta")

Hempalta is a TSX Venture Exchange-listed company headquartered in Calgary, Alberta, focused on developing and operating businesses across emerging and evolving markets. The Company operates through its subsidiaries, including **Hempalta Processing**, a hemp-focused operating division, and **Hemp Carbon Standard (HCS)**, a nature-based carbon solutions platform. HCS supports the development of high-integrity carbon credit programs utilizing industrial hemp and digital measurement, reporting, and verification frameworks, including alignment with **ISO 14064-2** standards. Hempalta is focused on building scalable platforms that combine operational discipline, regulatory compliance, and

capital markets access to support long-term value creation.

[www.hempalta.com](http://www.hempalta.com) | [www.hempcarbonstandard.org](http://www.hempcarbonstandard.org) | [www.trustedcarbon.org](http://www.trustedcarbon.org)

## For Investor Inquiries

[invest@hempalta.com](mailto:invest@hempalta.com)

[www.hempalta.com/pages/investor-relations](http://www.hempalta.com/pages/investor-relations)

This news release contains forward-looking information within the meaning of applicable securities laws. Forward-looking information includes, but is not limited to, statements regarding: the timing and outcome of the Company's annual general meeting; the proposed corporate name change; the receipt of shareholder and TSX Venture Exchange approvals; the completion of additional tranches of the previously announced private placement; and the Company's strategic direction.

Forward-looking information is often identified by words such as "plan," "expect," "intend," "propose," "believe," "may," "could," or similar expressions suggesting future outcomes.

Forward-looking information is based on management's current expectations and assumptions and is subject to known and unknown risks and uncertainties that may cause actual results to differ materially. Such risks and uncertainties include, but are not limited to: the risk that shareholder or regulatory approvals may not be obtained on a timely basis or at all; changes in market conditions; the availability of financing; and general economic, market, and regulatory risks.

Readers are cautioned not to place undue reliance on forward-looking information, which is made as of the date of this news release. The Company undertakes no obligation to update or revise forward-looking information except as required by applicable law.

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

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**HEMPALTA**

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