



October 4, 2013

**TRADING SYMBOL: The Toronto Stock Exchange:  
Village Farms International, Inc. – VFF**

## **Village Farms International Announces Conversion of Participating Preferred Shares**

**Vancouver, B.C., October 4, 2013** – Village Farms International, Inc. (the “Company”) (TSX: VFF) announced today the final conversion of participating preferred shares.

The Company has received an exchange notice from Albert Vanzeyst to convert all of his outstanding participating preferred shares of VF U.S. Holdings Inc. into 9,387,002 common shares of the Company in accordance with the amended and restated securityholders’ agreement dated December 31, 2009. Pursuant to the securityholders’ agreement, this exchange right was exercisable at any time prior to October 18, 2013. Following the closing of this exchange transaction, which is scheduled to occur on October 8, 2013, the Company will have 38,707,345 common shares issued and outstanding and VF U.S. Holdings Inc. will not have any participating preferred shares remaining outstanding.

Mr. Vanzeyst has advised the Company that he has no immediate plans to sell any of the common shares that will be issued to him in connection with this exchange and that he intends to hold such common shares for investment purposes.

### **About Village Farms**

Village Farms is one of the largest producers, marketers and distributors of premium-quality, greenhouse-grown tomatoes, bell peppers and cucumbers in North America. This premium product as well as premium product produced under exclusive arrangements with other greenhouse producers is grown in sophisticated, highly efficient and intensive agricultural greenhouse facilities located in British Columbia and Texas. Product is marketed and distributed under the Village Farms® brand primarily to retail grocers and dedicated fresh food distributors throughout the United States and Canada. Village Farms currently operates distribution centres located in key markets in the United States and Canada. Since its inception, Village Farms has been guided by sustainable agricultural principles which integrate three main goals; environmental health, economic profitability, and social and economic equality.

### **Forward Looking Statements**

This press release contains certain "forward looking statements". These statements relate to future events or future performance and reflect the Company’s expectations regarding its growth, results of operations, performance, business prospects, opportunities or industry performance and trends. These forward looking statements reflect the Company’s current

internal projections, expectations or beliefs and are based on information currently available to the Company. In some cases, forward looking statements can be identified by terminology such as "may", "will", "should", "expect", "plan", "anticipate", "believe", "estimate", "predict", "potential", "continue" or the negative of these terms or other comparable terminology. A number of factors could cause actual events or results to differ materially from the results discussed in the forward looking statements. In evaluating these statements, you should specifically consider various factors, including, but not limited to, such risks and uncertainties as availability of resource, competitive pressures and changes in market activity, risks associated with U.S. and Canadian sales and foreign exchange, regulatory requirements and all of the other "Risk Factors" set out in the Company's 2012 annual information form and management's discussion and analysis for the quarter ended June 30, 2013, which is available electronically at [www.sedar.com](http://www.sedar.com). Actual results may differ materially from any forward looking statement. Although the Company believes that the forward looking statements contained in this press release are based upon reasonable assumptions, you cannot be assured that actual results will be consistent with these forward looking statements. These forward looking statements are made as of the date of this press release, and other than as specifically required by applicable law, the Company assumes no obligation to update or revise them to reflect new events or circumstances.

**For further information**

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