

DONALD A. SHELDON
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Toronto, Ontario M5G 1Z8

GOLDTRAIN SHAREHOLDER NEWS RELEASE

May 3, 2011 – Donald A. Sheldon (the “**Offeror**”) of #1801 – 180 Dundas Street West, Toronto, Ontario M5G 1Z8 announces changes in his direct and indirect holdings in GoldTrain Resources Inc. (“**GoldTrain**” or the “**Issuer**”).

On April 29, 2011, the Offeror, through Suite 1800 Management Ltd., acquired 2,000,000 common shares and 2,000,000 warrants (each warrant entitles the holder to purchase one common share for \$0.10 on or before April 29, 2013). The Offeror now owns or controls a total of 6,169,945 common shares, 3,227,151 warrants and 250,000 options representing approximately 19.22% of the issued and outstanding common shares of GoldTrain, approximately 32.68% of the outstanding warrants and 13.2% of the options outstanding under the Issuer’s stock option plan.

The shares and warrants were acquired under the exemption set out in Sections 2.14 and 3.14 of National Instrument 45-106 – *Prospectus and Registration Exemptions*. The Offeror’s direct and indirect holdings in the Issuer as described above were acquired for investment purposes without any current intention to increase or decrease such holdings. The Offeror takes a long-term view of the investment and reserves the right to formulate other plans and take such actions with respect to the investment in the Issuer as may be determined from time to time.

This news release is issued pursuant to National Instrument 62-103 – *The Early Warning System and Related Take-Over Bid and Insider Reporting Issues*, which also requires a report to be filed with regulatory authorities in each of the jurisdictions in which the Issuer is a reporting issuer containing additional information with respect to the foregoing matters (the “**Early Warning Report**”). A copy of the Early Warning Report will appear with the Issuer’s documents on the SEDAR website at www.sedar.com. A copy of the Early Warning Report may also be obtained by contacting the Offeror at (416) 595-0147.