

## NEWS RELEASE

### For Immediate Release

## **GOLDTRAIN ANNOUNCES A PROPOSED NON-BROKERED PRIVATE PLACEMENT OF UNITS AND A PROPOSED UNITS FOR DEBT PLACEMENT**

**TORONTO, May 30, 2011 – GoldTrain Resources Inc. (CNSX: GT)** (“GoldTrain” or the “Corporation”) is pleased to announce a proposed non-brokered private placement and a proposed units for debt placement.

### **Non-Brokered Private Placement**

GoldTrain announces a proposed non-brokered private placement of up to 2,000,000 units at a price of \$0.05 per unit (each a “Unit”), for aggregate gross proceeds of up to \$100,000 (the “Private Placement”). Each Unit is comprised of one common share of the Corporation (each a “Common Share”) and one transferable common share purchase warrant (each a “Warrant”), each Warrant entitling the holder to purchase one Common Share at a price of \$0.10 per share at any time within 2 years from the applicable closing date.

The gross proceeds to GoldTrain from the Private Placement will be used for exploration work on GoldTrain’s properties in Canada and for general working capital purposes.

### **Units for Debt Placement**

GoldTrain also announces a proposed non-brokered units for debt private placement at a price of \$0.05 per Unit (the “Units for Debt Placement”). Each Unit is comprised of one Common Share and one Warrant. Each Warrant entitles the holder to purchase one Common Share for a price of \$0.10 per share at any time within two years from the applicable closing date. The issuance of Common Shares and Warrants pursuant to the Units for Debt Placement is being completed pursuant to assignment of debt agreements whereby a creditor of GoldTrain assigned certain debt to the subscribers with the consent of GoldTrain (collectively, the “Assignment Agreements”).

Pursuant to the Assignment Agreements, the Corporation will issue up to 2,000,000 Common Shares and 2,000,000 Warrants, in order to settle up to \$100,000 of debt owing by GoldTrain.

The Private Placement and the Units for Debt Placement are subject to the receipt of all regulatory or other approvals that may be necessary in order to complete the transactions contemplated herein. All of the securities issued pursuant to the Private Placement and the Units for Debt Placement will be subject to a four (4) month hold period.

Upon successful completion of the transactions contemplated herein, GoldTrain would have a total of up to 36,095,947 common shares issued and outstanding.

GoldTrain is exploring for gold and base metals in Ontario. For additional information about GoldTrain and its mineral properties, please visit GoldTrain’s regulatory filings at [www.sedar.com](http://www.sedar.com) or at [www.cnsx.ca](http://www.cnsx.ca).

For further information please contact Brian Wright, President and Chief Executive Officer, GoldTrain Resources Inc., by phone at (705) 967-0216, by e-mail at [brian.wright@goldtrainresources.com](mailto:brian.wright@goldtrainresources.com) or by mail to Suite 1801-180 Dundas Street West, Toronto, Ontario M5G 1Z8.

*This press release shall not constitute an offer to sell or solicitation of an offer to buy securities in any jurisdiction. The Common Shares and the Warrants comprising the Units, or any shares issuable upon the exercise of the Warrants, will not be and have not been registered under the United States Securities Act of 1933 and may not be offered or sold in the United States absent an applicable exemption from the registration requirements.*

*This news release contains or refers to forward-looking information. All information other than statements of historical fact that address activities, events or developments that GoldTrain believes, expects or anticipates will or may occur in the future are forward-looking statements, including statements regarding the expected proceeds that GoldTrain may realize from the Private Placement and the use of same. These forward-looking statements are subject to a variety of risks and uncertainties beyond GoldTrain's ability to control or predict that may cause actual events or results to differ materially from those discussed in such forward-looking statements, including the risk that the Private Placement may not close and the proceeds contemplated thereby may not be made available to GoldTrain. Any forward-looking statement speaks only as of the date on which it is made and, except as may be required by applicable securities laws, GoldTrain disclaims any intent or obligation to update any forward-looking statement, whether as a result of new information, future events or results or otherwise. Although GoldTrain believes that the assumptions inherent in the forward-looking statements are reasonable, forward-looking statements are not guarantees of future performance and accordingly undue reliance should not be placed on these forward-looking statements due to the inherent uncertainty thereof.*

*The Canadian National Stock Exchange (CNSX Markets Inc.) has neither approved nor disapproved of the contents of this press release.*