



GOLDTRAIN RESOURCES ANNOUNCES CLOSING OF SHARES FOR DEBT TRANSACTION WITH INSIDER PARTICIPATION

FOR IMMEDIATE RELEASE

Toronto, Ontario, August 22, 2018 – GoldTrain Resources Inc. (CSE: GT) (“**GoldTrain**” or the “**Company**”) is pleased to announce the closing today of a shares for debt transaction (the “**Transaction**”) by issuance of an aggregate of 2,176,832 common shares (each, a “**Common Share**”) in the capital of the Company at a deemed price of \$0.08 per Common Share in settlement of an aggregate of \$174,146.56 of debt owed by the Company to certain creditors.

The following officers and directors of the Company (collectively, the “**Insiders**”) participated, directly and through entities controlled by them, in the Transaction for an aggregate of 2,119,332 Common Shares representing 41.35% of the Company’s issued and outstanding Common Shares following the closing of the Transaction:

Name and Position with the Company	No. of Common Shares owned or controlled (and %) prior to Transaction	No. of Common Shares issued pursuant to the Transaction (and %)	No. of Common Shares owned or controlled (and %) following completion of Transaction
Carl McGill <i>Director</i>	50,700 (1.72%)	275,000 (12.63%)	325,700 (6.35%)
Donald Sheldon <i>Director</i>	485,869 (16.48%)	1,844,332 (84.73%)	2,330,201 (45.46%)
Total:	536,569 (18.20%)	2,119,332 (97.36%)	2,655,901 (51.81%)

All of the securities issued pursuant to this Transaction are subject to a four (4) month hold period.

Insider participation in the Transaction is a “related party transaction” as such term is defined under Multilateral Instrument 61-101 - *Protection of Minority Security Holders in Special Transactions* (“MI 61-101”). The Transaction was exempt from the valuation requirement of MI 61-101 as the Company’s shares are not listed on any or certain prescribed stock exchanges. The Company sought and obtained minority shareholder approval at the shareholders’ meeting held on August 21, 2018 for the Insider participation in the Transaction.

For further information please contact Frank Smeenck, CEO of GoldTrain at Phone: (416) 642-3575, or via email: fcs@primus.ca

Neither Canadian Securities Exchange nor any Regulation Services Provider accepts responsibility for the adequacy or accuracy of this release.