



RAZORE ROCK
RESOURCES INC.

NEWS RELEASE
FOR IMMEDIATE RELEASE
CSE: RZR

August 25, 2015

Razore Rock Announces Anticipated Default in Filing Financial Statements and Application for Management Cease Trade Order

TORONTO, Ontario. August 25, 2015 – Razore Rock Resources Inc. (“**Razore Rock**” or the “**Company**”) (CSE:RZR) wishes to advise that it will be late filing its audited financial statements and MD&A for the year ended April 30, 2015.

Pursuant to National Policy 12-203 Cease Trade Orders for Continuous Disclosure Defaults (the “**Policy**”) the Company advises that it will therefore be in default of filing its audited financial statements and MD&A for the year ended April 30, 2015 (the “**Financial Disclosure**”) which were to be filed on or before August 28, 2015 pursuant to relevant securities laws.

The delay in filing the Financial Disclosure and the resulting default are due primarily to a lack of available funding. The Company has been trying to raise funding to provide much needed working capital and to pay the auditor to perform the audit but have been unable to do so to meet the filing deadline. The Company is negotiating a loan from an arm’s length party to fund the costs of the audit and anticipates receiving funds by August 27, 2015.

The Company has made an application to be granted a Management Cease Trade Order under the Policy to be imposed against some or all of the CEO and CFO and directors, officers or insiders of the Company instead of a cease trade order being imposed against all securities of the Company. Such an order would not generally affect the ability of persons who have not been directors, officers or insiders of the Company to trade the securities of the Company pending the filing of the Financial Disclosure on SEDAR.

The Company is working with its auditors to complete the audit of the Company’s financial statements for the year ended April 30, 2015 as soon as possible and anticipates filing such financial statements and related MD&A by September 30, 2015 on SEDAR. Until the Financial Disclosure is filed, the Company intends to satisfy the provisions of the Alternate Information Guidelines as set out in the Policy for as long as it remains in default, including the issuance of bi-weekly default status reports, each of which will be issued in the form of a press release.

The Company is not subject to any insolvency proceeding and there is no other material information concerning the affairs of the Company that has not been generally disclosed.

Should the Company fail to SEDAR file the Financial Disclosure on or before September 30, 2015, the OSC may impose a cease trade order that all trading in securities of the Company cease for such period specified in the OSC order.

For further information, please contact:

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About Razole Rock Resources Inc.

Razole Rock Resources Inc. is a mineral exploration company focused on the acquisition, exploration and development of mineral resources.

***Cautionary Note Regarding Forward-Looking Statements:** This Press Release contains forward-looking statements that involve risks and uncertainties, which may cause actual results to differ materially from the statements made. When used in this Press Release, the words "may", "would", "could", "will", "intend", "plan", "anticipate", "believe", "estimate", "expect" and similar expressions are intended to identify forward-looking statements. Such statements reflect our current views with respect to future events and are subject to risks and uncertainties. Many factors could cause our actual results to differ materially from the statements made, including those factors discussed in filings made by us with the Canadian securities regulatory authorities. Should one or more of these risks and uncertainties, such as actual results of current exploration programs, the general risks associated with the mining industry, the price of gold and other metals, currency and interest rate fluctuations, increased competition and general economic and market factors, occur or should assumptions underlying the forward looking statements prove incorrect, actual results may vary materially from those described herein as intended, planned, anticipated, or expected. We do not intend and do not assume any obligation to update these forward-looking statements, except as required by law. The reader is cautioned not to put undue reliance on such forward-looking statements.*