

WINSTON
RESOURCES INC.

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WINSTON ANNOUNCES \$200,000 NON-BROKERED PRIVATE PLACEMENT

AND APPOINTMENT OF DIRECTORS

Toronto, Ontario, April 26, 2013 - Winston Resources Inc. (CNSX: WRW) ("Winston" or the "Company") is pleased to announce that it intends to complete a non-brokered private placement (the "Private Placement") of 4,000,000 pre-consolidation common shares (the "Shares") of Winston at a price of \$0.05 per Share, for gross proceeds of \$200,000. The securities will be issued pursuant to appropriate exemptions under the United States Securities Act of 1933, as amended, and will be subject to a hold period in Canada of four months and a day. The proceeds of the Private Placement will be used for working capital purposes.

Conditional on the closing of the private placement, and subject to shareholders approval, Winston will appoint four additional directors, namely Shanali (Shawn) Bhagat, Aziz Hashim, Jeffrey Potwarka and Graham Murray.

Shawn Bhagat is CEO of American Energy Distribution LP ("AED") a Dallas, USA based fuel distribution company which he founded in 1999. AED had revenues in 2011 of over \$200 million and merged in April 2012 with Empire Petroleum Partners LLC. Mr. Bhagat has been a director of a number of private companies in banking, real estate, construction, and restaurants. He is a director of a number of non-profit organizations including the World Affairs Council of Dallas and is Associate Director of Southern Methodist University COX School of Business.

Aziz Hashim is a highly regarded executive in the U.S. and international franchise space. Mr. Hashim is the President and Chief Executive Officer of NRD Holdings, LLC (NRD), a U.S. company and Dandle, Inc., a Canadian pet-supply company. Mr. Hashim founded NRD in 1996 with one Quick Service Restaurant (QSR) location and has grown the company to over 60 units, including several high-profile brands: Popeyes®, Subway, and Checkers/Rally's Drive-In Restaurants, Inc®. Previously honored as Nation's Restaurant News Franchisee of the Year and recognized by several franchisors as setting the standard for multi-unit franchisees, Mr. Hashim has been featured, published and quoted in several prestigious industry publications as well as The Wall St. Journal, The Globe and Mail, Los Angeles Times and Washington Post and FOX News. Mr. Hashim serves on several boards including the executive committee of the

International Franchise Association (IFA) which represents over 700,000 franchise locations, and 1.8 trillion dollars of economic activity. In 2016, he will become the chair of the IFA. He is deeply involved in community service and frequently contributes to the industry at large, sharing his knowledge and experience at major restaurant and franchise conferences.

Jeffrey Potwarka is a Certified Management Accountant providing accounting and financial management services to several small cap public companies and private companies in Canada. From 2005 to 2009 he was Chief Financial Officer of Ausnoram Holdings Ltd, a Canadian publicly listed investment company. Previously, he was a principal with Murcon Limited, a private merchant banking company which focused on small cap Canadian public companies. He is a graduate of the University of Waterloo with an Honours Bachelor of Mathematics degree.

Graham Murray is the principal of GMUR Consulting, which provides investor and public relations consulting services to small cap Canadian public companies. Previously he was for over 20 years a retail and institutional Equity Trader and Market Maker with a number of investment bankers, including Bolder Investment Partners and Canaccord Capital.

A special meeting (“Meeting”) of Winston shareholders will be held on June 12, 2013 at which the shareholders will be asked to vote on a special resolution approving an increase in the number of directors to eight, and appointing Shanali (Shawn) Bhagat, Aziz Hashim, Jeffrey Potwarka and Graham Murray as directors. The record date for determining shareholders entitled to receive notice of and vote at the Meeting, is May 3, 2013.

About Winston Resources

Winston is a Toronto based mineral company whose majority owned subsidiary CNRP Mining Inc (CNSX: CND) is developing its’ 100% owned Elmtree Gold Project in New Brunswick, Canada. Winston also owns an investment portfolio of publicly listed mineral stocks.

For more information please see www.WinstonResourcesInc.com or contact Danny Wettreich at (416) 628 9879 or dw@WinstonResourcesInc.com

Forward-Looking Information: This press release may include forward-looking information within the meaning of Canadian securities legislation, concerning the business and trading in the common stock of Winston Resources Inc. The forward-looking information is based on certain key expectations and assumptions made by the company's management. Although the company believes that the expectations and assumptions on which such forward-looking information is based are reasonable, undue reliance should not be placed on the forward-looking information because the company can give no assurance that they will prove to be correct. These forward-looking statements are made as of the date of this press release and the company disclaims any intent or obligation to update publicly any forward-looking information, whether as a result of new information, future events or results or otherwise, other than as required by applicable securities laws.

The CNSX has not reviewed, approved or disapproved the content of this press release

