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WINSTON RESOURCES INC.

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WINSTON ANNOUNCES RIGHTS OFFERING

Toronto, Ontario, May 28, 2013 - Winston Resources Inc. (CNSX: WRW) ("Winston" or "the Company" announces that the Company will file a rights offering circular (the "Rights Offering Circular") with the securities regulators in each of the provinces of Canada where it has shareholders in respect of a rights offering to raise gross proceeds of \$43,800 (the "Offering") which will be used for general corporate purposes.

Under the Offering, each registered holder of common shares of the Company (the "Shares") as of the Record Date of June 18, 2013 will receive one right (a "Right") for each Share held. Four Rights plus the sum of \$0.05 (the "Subscription Price") are required to subscribe for one Share (the "Basic Subscription Privilege"). The Rights, which are non-transferable, will expire on a date to be announced (the "Expiry Date"), after which unexercised Rights will be void and without value. Shareholders who fully exercise their Rights may subscribe for any additional Shares not otherwise subscribed for before the Expiry Date (the "Additional Subscription Privilege").

The Offering is subject to regulatory approval and to the CNSX listing the common shares of the Company underlying the Rights. The Offering will be made in jurisdictions where the Company is eligible to make such an offering. To subscribe for Shares, a completed Rights Certificate, together with payment in full of the Subscription Price for the Shares subscribed for, must be received by the subscription agent for the Offering before the Expiry Date. Danny Wettreich, Chairman and CEO of the Company, has advised the Company that he intends to fully exercise his Rights under the proposed Offering and has entered into a stand-by commitment agreement to subscribe for those Rights Shares not otherwise subscribed for on the exercise of Rights. More details concerning the Offering and the procedures to be followed by the holders of Shares will be contained in the Rights Offering Circular to be mailed to holders of Shares.

About Winston Resources

Winston is a Toronto based mineral company whose 85% subsidiary CNRP Mining Inc (CNSX:CND) is developing its 100% owned Elmtree Gold Project in New Brunswick, Canada. Winston also has 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