



Phoenix Gold Resources Corp.

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NEWS RELEASE

PHOENIX GOLD CLOSES \$48,390 SHARES FOR DEBT AND GRANTS OPTIONS

August 22, 2014 – Toronto, Ontario: Phoenix Gold Resources Corp (TSX-V: PXA), (the “Company” or “Phoenix Gold”): Further to the Company's news release dated August 8, 2014, the Company has completed its shares-for-debt transaction to settle aggregate total debt of \$48,390. Under the debt settlement, the Company issued an aggregate of 483,900 common shares (the “Shares”) of the Company at a deemed price of CDN\$0.10 per Share to one creditor, America's Gold Exploration, Inc. (“AGEI”).

AGEI is controlled and majority owned by Don McDowell, Vice-President Corporate Development of the Company, and now owns an aggregate of 17.7% of the issued and outstanding common shares of the Company.

All Shares issued are subject to a four (4) month hold period.

In addition, the Company wishes to announce the granting of an aggregate of 2,582,000 incentive stock options to directors, officers and consultants of the Company pursuant to the Company's stock option plan subject to the policies of the TSX Venture Exchange. All of the stock options are exercisable at a price of \$0.10 per share for a period of 5 years.

About Phoenix Gold

Phoenix Gold is a Canadian junior exploration company with strategically located mineral properties in Nevada's prolific Battle Mountain District. These properties are immediately adjacent to Newmont's Phoenix-Fortitude Gold/Copper Mine. With a defined strategy to delineate resources and create value to shareholders, Phoenix Gold has an experienced management team with an excellent track record of discoveries, including its most recent being the Condor Gold Project in Ecuador. Management and directors own approximately 41% of the Company's issued and outstanding shares.

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