



News Release

X-TERRA RESOURCES SIGNS A LETTER OF INTENT TO ACQUIRE A 100% INTEREST IN THE DUCRAN GOLD/COPPER PROPERTY

Rouyn-Noranda, Québec, September 20, 2017 – X-Terra Resources Inc. (TSXV: XTT) (FRANKFURT: XTR) is pleased to announce that it has signed a letter of intent with a private prospector to acquire a 100 per cent interest in the Ducran gold/copper property located in the Eeyou Istchee/Baie-James territory, 15 kilometres south of the town of Chapais in the province of Québec. The Ducran Property is comprised of 28 mining claims (the “Claims”) covering an area of approximately 1,560 hectares (15 km²).

“X-Terra Resources was presented with the opportunity to acquire the Ducran Property, and after preliminary observations, management decided to capitalize on this unique opportunity” stated Michael Ferreira, President and Chief Executive Officer of X-Terra Resources.

The following is a summary of the proposed terms of acquisition, as set out in the Letter of Intent: In order to acquire a 100% undivided ownership interest in the Claims, X-Terra Resources will make a cash payment in the amount of \$1,500 and issue 100,000 common shares to the vendor within five (5) business days following the approval of this transaction by the TSX Venture Exchange.

In addition, upon incurring an aggregate of \$275,000 of expenditures on the Claims, X-Terra Resources will be required to issue an additional 100,000 common shares to the vendor within 30 days following the filing by X-Terra with the *Ministère de l'énergie et ressources naturelles (Québec)* of the last work report that represents, in the aggregate with all the previous work reports, a total amount of \$275,000 of expenditures on the Claims. Should X-Terra Resources incur an additional amount of \$500,000 of expenditures on the Claims, X-Terra Resources will be required to issue an additional 100,000 common shares to the vendor within 30 days of the filing by X-Terra Resources of the latest work report with the *Ministère de l'énergie et ressources naturelles (Québec)* that represents, in the aggregate with all previous work reports, a total amount of \$775,000 of expenditures. The Claims will be subject to a two percent (2%) net smelter return royalty (the “NSR Royalty”) on production from the Claims, of which X-Terra Resources will have the right, at any time, to purchase one-half (1/2) of the NSR Royalty (1%) for a cash amount of \$1,000,000. The Letter of Intent contemplates a due diligence period ending on October 12, 2017 during which X-Terra Resources will verify and re-analyzed certain samples extracted from the Ducran Property.

The Ducran Property currently consists of two sectors, the Ducran sector (1.45% Cu, 0.58 g/t Au and 36.3 g/t Ag over 1.4 metres) and the Boma sector (10% Cu, 1.8 g/t Au and 70.18 g/t Ag over 1.82 metres) (*Ref: GM48085*). The evaluation work carried out thus far by Michel Chapdelaine, Vice-President of Exploration and Development of X-Terra Resources largely occurred in the Ducran sector of the property due to the total absence of outcrops. The work consisted of stripping two areas and drilling three exploratory holes.

The stripping work revealed volcanogenic alteration and mineralization encased in diorite, quartz diorite, gabbro and magnetic gabbro.

The Ducran area consists of a diorite cut by mafic schists (believed to be anthophyllite) that can contain up to 60% Po-Cp stringers. The surface area is 4 to 5 metres wide, with 20% centimetric to metric-sized diorite fragments and 5% ribboned felsic lava and chert fragments.

Drill hole No. 1 was drilled directly under the stripped area and intersected the mineralized zone at a depth of 10 metres over a width of 5.85 metres with the zone (alteration and mineralization in the diorite) containing 20% diorite fragments.

Drill hole No. 2 was drilled under No. 1 and intersected the mineralized zone at a depth of 50 metres over a width of 6.2 metres, as well as a 1.9 metre fragment consisting of 5 to 20% sphalerite just ahead of the altered zone, with a strongly sheared contact.

Drill hole No. 3 was drilled 25 metres to the East, parallel to hole No. 2 and also intersected the mineralized zone at the same depth over 6.9 metres.

Results are pending and are expected by mid-October 2017.

The terms of the Letter of Intent provide for the entering into a definitive agreement subject to X-Terra Resources' satisfactory due diligence review and the obtention of regulatory approval, by December 1, 2017. The transactions contemplated in this news release are conditional upon the entering into of a formal agreement with terms and conditions acceptable to both parties and conditional upon regulatory approval, including that of the TSX Venture Exchange.

In other news, X-Terra Resources has made another discovery on the Veronneau Property of a potentially new geological setting for the presence of VMS and gold-bearing VMS mineralization (felsic rocks, and porphyritic lava). At the same time, the association of gold with the mafic – ultra mafic rocks in the southern part of the Veronneau Property also led to the acquisition of 43 mining claims south of the property. Work in these new sectors, along with the extension of the Veronneau sector is currently underway. All the foregoing mining claims were acquired by X-Terra Resources through map designations.

“We are excited by the new developments at Veronneau, and that we have targeted another property to add to our portfolio. The terms of the Letter of Intent favour further exploration of the property and the geological context of the Ducran Property is interesting. We are looking forward to seeing the results in the coming weeks” further stated Michael Ferreira, President and Chief Executive Officer of X-Terra Resources.

Qualified person

Jeannot Theberge, PGeo, a consultant to X-Terra Resources, is the qualified person for the Veronneau and Ducran properties under *National Instrument 43-101 - Standards of Disclosure for Mineral Projects*, responsible for the technical contents of this news release, and has approved the disclosure of the technical information contained herein.

About X-Terra Resources Inc.

X-Terra Resources is a resource company focused on acquiring and exploring precious metals and energy properties in Canada.

Forward-Looking Statements

This news release contains statements that may constitute “forward-looking information” within the meaning of applicable Canadian securities legislation. Forward-looking information may include, among others, statements regarding the future plans, costs, objectives or performance of X-Terra Resources, or the assumptions underlying any of the foregoing. In this news release, words such as “may”, “would”, “could”, “will”, “likely”, “believe”, “expect”, “anticipate”, “intend”, “plan”, “estimate” and similar words and the negative form thereof are used to identify forward-looking statements. Forward-looking statements should not be read as guarantees of future performance or results, and will not necessarily be accurate indications of whether, or the times at or by which, such future performance will be achieved. No assurance can be given that any events anticipated by the forward-looking information will transpire or occur, including the acquisition of the Ducran property and the development of the Veronneau Property. Forward-looking information is based on information available at the time and/or management's good-faith belief with respect to future events and are subject to known or unknown risks, uncertainties, assumptions and other unpredictable factors, many of which are beyond X-Terra Resources' control. These risks, uncertainties and assumptions include, but are not limited to, those described under “Financial Instruments” and “Risk and Uncertainties” in X Terra Resources' Annual Report for the fiscal year ended December 31, 2016, a copy of which is available on SEDAR at www.sedar.com, and could cause actual events or results to differ materially from those projected in any forward-looking statements. X-Terra Resources does not intend, nor does X-Terra Resources undertake any obligation, to update or revise any forward-looking information contained in this news release to reflect subsequent information, events or circumstances or otherwise, except if required by applicable laws.

Neither the TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of the release.

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