



## ***News Release***

### **X-TERRA RESOURCES TO ISSUE SHARES IN PAYMENT OF A DEBT**

Rouyn-Noranda, Québec, May 5, 2017 – X-Terra Resources Inc. (TSXV: XTT) and (FRANKFURT: XTR) announces that it proposes to issue 400,000 common shares in settlement of a debt in an amount of \$100,000 (the “Debt Settlement”). The debt resulted from exploration services provided by an arm’s length consultant of X-Terra.

The common shares to be issued pursuant to the Debt Settlement will be issued at a deemed price of \$0.25 per share and will be subject to a four-month hold period pursuant to applicable securities legislation and the policies of the TSX Venture Exchange.

The Board of Directors and Management of X-Terra believe that the proposed settlement of debts by the issuance of common shares is in the best interests of X-Terra as it allows it to preserve its cash position.

The Debt Settlement is subject to regulatory approval, including that of the TSX Venture Exchange.

#### **For further information:**

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##### **About X-Terra Resources Inc.**

X-Terra Resources is a resource company focused on acquiring and exploring precious metals and energy properties in Canada. X-Terra Resources currently has 17,836,123 common shares issued and outstanding.

### **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 development of the Property, or if any of them do so, what benefits X-Terra Resources will derive. 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](http://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.*