

NOT FOR DISTRIBUTION TO UNITED STATES NEWSWIRE SERVICES OR FOR DISSEMINATION IN THE UNITED STATES

[Mexican Gold Corp.](#) ("Mexican Gold" or the "Company") (TSX VENTURE:MEX) is pleased to announce that its previously announced non-brokered private placement (the "Private Placement") of up to 5,000,000 units of the Company ("Units") at a price of \$0.30 per Unit for gross proceeds of up to \$1,500,000 has been oversubscribed and the Company will increase the size of the Private Placement by up to 1,000,000 Units for additional gross proceeds of up to \$300,000. Each Unit will consist of one common share of the Company (a "Common Share") and one transferable common share purchase warrant (a "Warrant"). Each Warrant will entitle the holder to purchase one Common Share at a price of \$0.45 per Common Share for a period of twenty-four months from the closing date of the Private Placement.

Closing of the Private Placement is anticipated to occur on or about May 24, 2017, and is subject to receipt of all required regulatory approvals including the approval of the TSX Venture Exchange.

The securities to be issued under the Private Placement will be offered by way of private placement in the provinces of Ontario and British Columbia and such other provinces of Canada as may be determined by the Company, in each case, pursuant to applicable exemptions from the prospectus requirements under applicable Canadian securities laws and in the United States on a private placement basis pursuant to exemptions from the registration requirements of the United States Securities Act of 1933, as amended. The securities issued under the Private Placement will be subject to a four month hold period under applicable Canadian securities laws which will expire four months and one day from the date of closing of the Private Placement.

The securities being offered have not been registered under the United States Securities Act of 1933, as amended, and may not be offered or sold within the United States absent U.S. registration or an applicable exemption from the U.S. registration requirements. This news release does not constitute an offer to sell or the solicitation of an offer to buy any securities.

About Mexican Gold Corp.

Mexican Gold is a Canadian based mineral exploration company committed to building long-term value through the discovery, acquisition and advancement of mineral properties. Mexican Gold holds an option on the Las Minas gold, silver and copper exploration project located within the Las Minas mining district in the State of Veracruz, Mexico. The district hosts one of the largest underexplored skarn systems known in Mexico and has a strong production history that dates back to the Aztec era.

CAUTIONARY STATEMENT REGARDING FORWARD-LOOKING INFORMATION: This news release includes certain information that may constitute "forward-looking information" under applicable Canadian securities legislation. Forward-looking information includes, but is not limited to, statements about the anticipated closing date of the Private Placement, the future exploration results relating to the Las Minas project, exploration plans for the Las Minas project and the exploration potential of the Las Minas project. Forward-looking information is necessarily based upon a number of estimates and assumptions that, while considered reasonable, are subject to known and unknown risks, uncertainties, and other factors which may cause the actual results and future events to differ materially from those expressed or implied by such forward-looking information, including the risks identified in the Company's disclosure documents available at www.sedar.com. There can be no assurance that such information will prove to be accurate, as actual results and future events could differ materially from those anticipated in such information. Accordingly, readers should not place undue reliance on forward-looking information. All forward-looking information contained in this press release is given as of the date hereof and is based on the opinions and estimates of management and information available to management as at the date hereof. The Company disclaims any intention or obligation to update or revise any forward-looking information, whether as a result of new information, future events or otherwise, except as required by law.

Neither 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 this release.

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