

# Navasota Resources Announces Closing of Debt Settlement

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Toronto, June 26, 2018 - [Navasota Resources Inc.](#) (the "Company") is pleased to announce the completion yesterday of its previously announced debt settlement (the "Debt Settlement") with certain arm's length and non-arm's length creditors (the "Creditors"). Pursuant to the Debt Settlement, the Company settled indebtedness of \$285,633 through the issuance of 5,712,660 common shares ("Debt Shares") at a deemed price of \$0.05 per Debt Share. The Debt Shares issued pursuant to the Debt Settlement are subject to a statutory hold period of four months and a day from the date of issuance.

As noted in the Company's news release issued on April 23, 2018 (the "Initial News Release"), certain Creditors are considered a "related party" to the Company under Multilateral Instrument 61-101 Protection of Minority Security Holders in Special Debt Settlements ("MI 61-101"). However, these Debt Settlements are exempt from the formal valuation and majority of the minority shareholder approval set out in MI 61-101 for the reasons described in the Initial News Release. The Company did not file a material change report at least 21 days prior to the completion of the Debt Settlement since the extent of the related party participation was not determined at that time.

Pursuant to the Debt Settlement, Greg Wilson of Ottawa, Ontario, acquired 820,826 Debt Shares. Mr. Wilson now owns an aggregate of 1,320,826 common shares in the capital of the Company ("Common Shares") and common share purchase warrants ("Warrants") exercisable for the purchase of 500,000 Common Shares, representing 13.51% of the issued and outstanding Common Shares on a non-diluted basis, and 17.71% on a partially-diluted basis (assuming exercise of Mr. Wilson's convertible securities). Mr. Wilson acquired these securities for investment purposes and may, from time to time, acquire additional securities of the Company or dispose of such securities as Mr. Wilson may deem appropriate. A copy of the early warning report being filed by Mr. Wilson may be obtained on the Company's SEDAR profile or by contacting the Company at 416-710-4906.

Pursuant to the Debt Settlement, Marc Lustig of West Vancouver, British Columbia, acquired 820,826 Debt Shares. Mr. Lustig now owns an aggregate of 1,320,826 Common Shares and Warrants exercisable for the purchase of 500,000 Common Shares, representing 13.51% of the issued and outstanding Common Shares on a non-diluted basis, and 17.71% on a partially-diluted basis (assuming exercise of Mr. Lustig's convertible securities). Mr. Lustig acquired these securities for investment purposes and may, from time to time, acquire additional securities of the Company or dispose of such securities as Mr. Lustig may deem appropriate. A copy of the early warning report being filed by Mr. Lustig may be obtained on the Company's SEDAR profile or by contacting the Company at 416-710-4906.

Pursuant to the Debt Settlement, Jason I. Goldman Professional Corporation ("JGPC"), a corporation controlled by Jay Goldman of Toronto, Ontario, acquired 1,032,015 Debt Shares. JGPC, together with Jennifer Goldman, the spouse of Mr. Goldman, now owns an aggregate of 1,532,015 Common Shares and Warrants exercisable for the purchase of 500,000 Common Shares, representing 15.67% of the issued and outstanding Common Shares on a non-diluted basis, and 19.77% on a partially-diluted basis (assuming exercise of Ms. Goldman's convertible securities). JGPC acquired these securities for investment purposes and may, from time to time, acquire additional securities of the Company or dispose of such securities as Mr. Goldman may deem appropriate. A copy of the early warning report being filed by JGPC may be obtained on the Company's SEDAR profile or by contacting the Company at 416-710-4906.

Pursuant to the Debt Settlement, Steven Mintz of Toronto, Ontario, acquired 344,005 Debt Shares. Mr. Mintz, together with Heather Mintz, the spouse of Mr. Mintz, now owns an aggregate of 1,532,015 Common Shares and Warrants exercisable for the purchase of 500,000 Common Shares, representing 15.67% of the issued and outstanding Common Shares on a non-diluted basis, and 19.77% on a partially-diluted basis (assuming exercise of Mr. Mintz's convertible securities). Mr. Mintz acquired these securities for investment purposes and may, from time to time, acquire additional securities of the Company or dispose of such securities as Mr. Mintz may deem appropriate. A copy of the early warning report being filed by Mr. Mintz may be obtained on the Company's SEDAR profile or by contacting the Company at 416-710-4906.

Pursuant to the Debt Settlement, Heather Mintz of Toronto, Ontario, acquired 688,010 Debt Shares. Ms. Mintz, together with Steven Mintz, the spouse of Ms. Mintz, now owns an aggregate of 1,532,015 Common Shares and Warrants exercisable for the purchase of 500,000 Common Shares, representing 15.67% of the

issued and outstanding Common Shares on a non-diluted basis, and 19.77% on a partially-diluted basis (assuming exercise of Mr. Mintz's convertible securities). Ms. Mintz acquired these securities for investment purposes and may, from time to time, acquire additional securities of the Company or dispose of such securities as Ms. Mintz may deem appropriate. A copy of the early warning report being filed by Ms. Mintz may be obtained on the Company's SEDAR profile or by contacting the Company at 416-710-4906.

On behalf of the Board of Directors, NAVASOTA RESOURCES INC

"Michael Lerner"

Michael Lerner, Chief Executive Officer and Director

T: 416 710-4906

E: mlerner10@gmail.com

*This news release contains forward-looking statements and other statements that are not historical facts. Forward-looking statements are often identified by terms such as "will", "may", "should", "anticipate", "expects" and similar expressions. All statements other than statements of historical fact included in this release, including, without limitation, statements regarding the Debt Settlement, are forward-looking statements that involve risks and uncertainties. There can be no assurance that such statements will prove to be accurate and actual results and future events could differ materially from those anticipated in such statements. Important factors that could cause actual results to differ materially from the Company's expectations are risks detailed from time to time in the filings made by the Company with securities regulators.*

*The reader is cautioned that assumptions used in the preparation of any forward-looking information may prove to be incorrect. Events or circumstances may cause actual results to differ materially from those predicted, as a result of numerous known and unknown risks, uncertainties, and other factors, many of which are beyond the control of the Company. As a result, the Company cannot guarantee that any forward-looking statement will materialize and the reader is cautioned not to place undue reliance on any forward-looking information. Such information, although considered reasonable by management at the time of preparation, may prove to be incorrect and actual results may differ materially from those anticipated. Forward-looking statements contained in this news release are expressly qualified by this cautionary statement. The forward-looking statements contained in this news release are made as of the date of this news release and the Company will only update or revise publicly any of the included forward-looking statements as expressly required by Canadian securities law.*

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