

Valterra Resource Corp. Announces Private Placement

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Vancouver, Feb. 26, 2018 - [Valterra Resource Corp.](#) (TSXV: VQA) (OTCQB: VRSCF) ("Valterra" or the "Company") reported today that it plans to issue up to 7,000,000 units at \$0.03 per unit in a private placement for total gross proceeds of \$210,000. Each unit will consist of one common share and one share purchase warrant, with each warrant exercisable to purchase one common share at an exercise price of \$0.05 per share for a period of three years. Finders' fees and commissions may be paid by Valterra in relation to this issuance. The Company will make provision for an over-allotment option (Greenshoe) to allow a purchase of up to 10% additional units beyond the number of units in this offering. The securities issued upon closing of this offering will be subject to a hold period of four months and one day from issuance.

Net proceeds from the private placement will be used to fund costs associated with property maintenance costs for the Swift Katie project, corporate sustaining costs payable to third party service providers and for working capital. The private placement is subject to regulatory approval.

Valterra intends to make the private placement available to existing security holders in accordance with the provisions of BC Instrument 45-534 - Exemption from prospectus requirement for certain trades to existing security holders and in accordance with the provisions of various corresponding blanket orders and rules of other Canadian jurisdictions that have adopted the same or a similar exemption from prospectus requirement. The Company has set February 23, 2018 as the record date for the purpose of determining existing shareholders entitled to purchase units pursuant to this exemption. The maximum number of units being offered is 7,700,000 units for maximum gross proceeds of \$231,000 and the offering is not subject to any minimum subscription. Unless the Company determines to increase the gross proceeds of the offering and receives TSX Venture Exchange approval for such increase, if the offering is oversubscribed, Valterra will allocate the units issued under the offering to those subscribers whose subscriptions were first received by the Company.

The Company will also accept subscriptions from "accredited investors" (as defined in National Instrument 45-106 — Prospectus Exemptions) and may, at its discretion, also accept subscriptions pursuant to other prospectus exemptions available under applicable securities laws.

About Valterra Resource Corporation

Valterra is a Manex Resource Group Company. The group provides expertise in exploration, administration, and corporate development services for Valterra's mineral properties located in British Columbia and Nevada. Valterra is focused on early stage properties with the potential to host large deposits in regions with excellent infrastructure.

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On behalf of the Board of Directors,

"Lawrence Page"

Lawrence Page Q.C., President, [Valterra Resource Corp.](#)

For further information, please visit Valterra's website at valterraresource.com or contact Jay Oness at Valterra at 604.641.2759 or by email at ir@mnxlt.com.

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.

This news release may contain forward-looking statements including but not limited to comments regarding the timing and content of upcoming work programs, geological interpretations, receipt of property titles, potential mineral recovery processes, etc. Forward-looking statements address future events and conditions and therefore involve inherent risks and uncertainties. Actual results may differ materially from those currently anticipated in such statements. These statements are based on a number of assumptions, including, but not limited to, assumptions regarding general economic conditions, interest rates, commodity markets, regulatory and governmental approvals for [Valterra Resource Corp.](#)'s projects, and the availability of financing for [Valterra Resource Corp.](#)'s development projects on reasonable terms. Factors that could cause actual results to differ materially from those in forward looking statements include market prices, exploitation and exploration successes, the timing and receipt of government and regulatory approvals, and continued availability of capital and financing and general economic, market or business conditions. [Valterra Resource Corp.](#) does not assume any obligation to update or revise its forward-looking statements, whether as a result of new information, future events or otherwise, except to the extent required by applicable law.

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