STROUD
RESOURCES LTD

STROUD RESOURCES ANNOUNCES SHARES FOR DEBT TRANSACTION

TORONTO, CANADA, December 1, 2017 – ("Stroud" or the "Corporation") (TSX VENTURE: "SDR") is pleased to announce proposed shares-for-debt settlement transactions (the "**Debt Settlement**") in which Stroud would issue up to 4,125,000 common shares at a price of $0.05 per share to certain directors and officers of the Corporation (the "**Insiders**") in connection with the settlement an aggregate of up to $206,250 of debt relating to unpaid director fees.

The Debt Settlement is considered a "related party transaction" as defined under Multilateral Instrument 61-101 ("MI 61-101"). The Debt Settlement will be exempt from the formal valuation and minority shareholder approval requirements of MI 61-101 as neither the fair market value of the Common Shares to be issued to the Insider, nor the fair market value of the services provided by them, exceeds 25% of the Corporation's market capitalization. The Debt Settlement is subject to the approval of the TSX Venture Exchange as well as a vote of disinterested shareholders at the next annual general and special meeting of the Corporation.

About Stroud Resources Ltd.
Stroud Resources is a TSX-V listed company focused on the exploration and development of its Santo Domingo epithermal silver-gold project in central Mexico.

For more information please visit www.stroudsilver.com

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