



GRAY ROCK RESOURCES LTD.

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TSX-V Trading symbol: GRK

EARLY WARNING REPORT

On August 10, 2016, Mr. David Wolfin, President and Chief Executive Officer of Gray Rock Resources Ltd. (“Gray Rock”) acquired indirectly through Intermark Capital Corporation, a company controlled by Mr. Wolfin, 300,000 common shares of Gray Rock through the exercise of 300,000 warrants at a price of \$0.05 per warrant.

As a result of the acquisition, Mr. Wolfin, through Intermark Capital Corporation, now holds 5,185,000 common shares of Gray Rock representing approximately 34.47% of the issued and outstanding common shares of Gray Rock, as of the date hereof, on a non-diluted basis. The common shares of Gray Rock are listed on the TSX Venture Exchange.

An Early Warning Report respecting this acquisition has been filed on the System for Electronic Document Analysis and Review (“SEDAR”) and can be viewed at www.sedar.com.

Mr. Wolfin acquired the shares referred to above for investment purposes only. The investments will be reviewed on a continual basis, and Mr. Wolfin’s holdings may be increased or decreased in the future, depending upon economic or market conditions or matter relating to Gray Rock.

ON BEHALF OF THE BOARD

"David Wolfin"

David Wolfin
President & CEO

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 release contains statements that are forward-looking statements and are subject to various risks and uncertainties concerning the specific factors disclosed under the heading “Risk Factors” and elsewhere in the Company’s periodic filings with Canadian securities regulators. Such information contained herein represents management’s best judgment as of the date hereof based on information currently available. The Company does not assume the obligation to update any forward-looking statement.