

THIS PROSPECTUS CONSTITUTES A PUBLIC OFFERING OFFERED FOR SALE AND THEREIN ONLY BY PERSONS NO SECURITIES COMMISSION OR SIMILAR AUTHORITY HEREUNDER, AND ANY REPRESENTATION TO THE COI

Xerox + file (new) - 'ok Gold'

82E SW 052  
82E SW  
Greenwood  
THE MERITS OF THE SECURITIES OFFERED  
001553

NEW ISSUE

PROSPECTUS

~~9/11/88~~  
~~9/11/88~~

R.N.  
PROPERTY FILE

# TIGRIS MINERALS CORPORATION

(hereinafter called the "Company")  
2246 Sifton Avenue, Kamloops, British Columbia

## 550,000 COMMON SHARES

	Price to the Public	Commission	Proceeds to the Company
.....	\$0.35	\$0.04	\$0.31
.....	\$192,500	\$22,000	\$170,500 *

\* estimated costs of this issue of \$20,000 are deducted.

THE PUBLIC OF THE SECURITIES OFFERED FOR SALE HEREUNDER WAS DETERMINED BY NEGOTIATION BETWEEN THE COMPANY AND THE AGENT.

MARKET FOR THE SECURITIES OF THE COMPANY.

IF THE SECURITIES OFFERED BY THIS PROSPECTUS MUST BE CONSIDERED AS SPECULATION. ALL PROPERTIES IN WHICH THE COMPANY HAS AN INTEREST ARE IN THE EXPLORATION AND DEVELOPMENT STAGE ONLY AND ARE WITHOUT A KNOWN BODY OF COMMERCIAL ORE. NO SURVEY OF ANY PROPERTY OF THE COMPANY HAS BEEN MADE AND THEREFORE IN ACCORDANCE WITH THE LAWS OF THE JURISDICTION IN WHICH THE PROPERTIES ARE SITUATE, THEIR EXISTENCE AND AREA COULD BE IN DOUBT. REFERENCE IS ALSO MADE TO THE HEADING "SPECULATIVE NATURE OF SECURITIES" UNDER ITEM 8 HEREIN.

THE VANCOUVER STOCK EXCHANGE HAS CONDITIONALLY LISTED THE SECURITIES BEING OFFERED PURSUANT TO THIS PROSPECTUS. LISTING IS SUBJECT TO THE COMPANY FULFILLING ALL THE LISTING REQUIREMENTS OF THE VANCOUVER STOCK EXCHANGE ON OR BEFORE NOVEMBER 28, 1988, INCLUDING PRESCRIBED DISTRIBUTION AND FINANCIAL REQUIREMENTS.

NO PERSON IS AUTHORIZED BY THE COMPANY TO PROVIDE ANY INFORMATION OR TO MAKE ANY REPRESENTATION OTHER THAN THOSE CONTAINED IN THIS PROSPECTUS IN CONNECTION WITH THE ISSUE AND SALE OF THE SECURITIES OFFERED BY THE COMPANY.

UPON COMPLETION OF THIS OFFERING THIS ISSUE WILL REPRESENT 27.49% OF THE SHARES OUTSTANDING AS OPPOSED TO 43.57% THAT WILL THEN BE OWNED BY THE CONTROLLING PERSONS, PROMOTERS, DIRECTORS AND SENIOR OFFICERS OF THE COMPANY. REFERENCE SHOULD BE MADE TO THE HEADING "PRINCIPAL HOLDERS OF SECURITIES" UNDER ITEM 10 HEREIN FOR DETAILS OF SHARES CURRENTLY HELD BY THE CONTROLLING PERSONS, PROMOTERS, DIRECTORS AND SENIOR OFFICERS OF THE COMPANY.

THIS PROSPECTUS ALSO QUALIFIES THE ISSUANCE OF THE AGENT'S WARRANTS. THE AGENT MAY SELL ANY SHARES ACQUIRED PURSUANT TO THE EXERCISE OF THE AGENT'S WARRANTS, UNDER THE PROVISIONS OF THE SECURITIES ACT AND REGULATIONS WITHOUT FURTHER QUALIFICATION. REFERENCE SHOULD ALSO BE MADE TO THE SUB-HEADING "ADDITIONAL OFFERING" UNDER ITEM 2 ("PLAN OF DISTRIBUTION") HEREIN.

ONE OR MORE OF THE DIRECTORS OF THE COMPANY MAY HAVE AN INTEREST, DIRECT OR INDIRECT, IN OTHER NATURAL RESOURCE COMPANIES. REFERENCE SHOULD BE MADE TO THE HEADING "CONFLICTS OF INTERESTS" UNDER ITEM 14 FOR A COMMENT AS TO THE RESOLUTION OF POSSIBLE CONFLICTS OF INTEREST.

We, as Agent, conditionally offer these securities subject to prior sale if, as and when issued by the Company and accepted by us, in accordance with the conditions contained in the Agency Agreement referred to under Item 2 ("Plan of Distribution") on page 1 hereof.

AGENT:  
**McDERMID ST. LAWRENCE LIMITED**  
10th Floor - 601 West Hastings Street  
Vancouver, British Columbia

REGISTRAR & TRANSFER AGENT:  
**THE CANADA TRUST COMPANY**  
Four Bentall Centre - P.O. Box 49390  
1055 Dunsmuir Street  
Vancouver, British Columbia

DATED: MAY 18, 1988

EFFECTIVE DATE: JUNE 1, 1988

evaluated, in conjunction with the available information from the previous work carried out in the area, in order for the Company to determine the nature and extent of further work to be conducted on the property.

THIS PROPERTY IS WITHOUT A KNOWN BODY OF COMMERCIAL ORE AND THE PROPOSED PROGRAM IS AN EXPLORATORY SEARCH FOR ORE.

(B) NICKEL 3 PROPERTY, OSOYOOS MINING DIVISION, BRITISH COLUMBIA

~~8211 8 NE~~  
82 ESW

Property Agreements

NTS: 82 E/05 W

Pursuant to an agreement dated July 14, 1987 with Loss Lament Investments Ltd. and Raymond B. Stewart, both of 1604 - 650 16th Street, West Vancouver, B.C. (the "Optionor"), the Company was granted an option to acquire a 100% interest in the Nickel 3 mineral claim, Record No. 2180 (1), situated in the Osoyoos Mining Division of the Province of British Columbia. This claim consists of 12 units (300 hectares).

The agreement provides that, in order to exercise the option, the Company must make the following cash payments:

- (a) \$10,000 upon the execution of the agreement (which has been paid);
- (b) an additional \$15,000 within 6 months of the posting and calling for trading of the Company's shares on the Vancouver Stock Exchange;
- (c) an additional \$25,000 within 18 months of the posting and calling for trading of the Company's shares on the Vancouver Stock Exchange.

The agreement also provides that the Company shall allot and issue 50,000 fully-paid and non-assessable shares in its capital stock to the Optionor upon the expenditure by the Company of at least \$35,000 on the property, provided the Company files engineering reports acceptable to the Vancouver Stock Exchange indicating progress on the claims. In the event these shares are not issued by July 14, 1990, the agreement will terminate and be of no further force and effect.

Property Summary

This property is located in southcentral British Columbia, on Strayhorse Creek adjacent to Apex and Nickel Plate Mountains near Hedley, British Columbia. Access to the property is via logging or mining roads past either the north or south ends of Nickel Plate Lake. This claim ties on to the north boundary of the Company's Nickel Plate John claims, which are optioned to Lacana Mining Corporation.

Previous work on the property by the Optionor includes a geochemical survey, a report by Mr. R. J. McKnight, P. Eng., dated March 20, 1986 and an airborne geophysical survey report by David Mark, Geophysicist, dated July 16, 1985. Both surveys produced anomalies and exploration program recommendations for further exploration programs. No drilling or underground work has been performed on the property to date.

The Company has constructed a tightly spaced grid covering the anomalous portions of the claim and has covered these areas with a ground magnetic survey. THE COMPANY WILL NOT SPEND ANY OF THE FUNDS RAISED BY THIS OFFERING ON THIS PROPERTY EXPLORATION PROGRAM. THE COMPANY INTENDS TO FINANCE FURTHER WORK BY PRIVATE PLACEMENTS OF "FLOW-THROUGH" SHARES.

THIS PROPERTY IS WITHOUT A KNOWN BODY OF COMMERCIAL ORE AND THE PROPOSED PROGRAM IS AN EXPLORATORY SEARCH FOR ORE.

82E SW  
NTS: 82E/05W

~~92H SE 038~~

(C) NICKEL PLATE JOHN GROUP PROPERTY, OSOYOOS MINING DIVISION, BRITISH COLUMBIA

Property Agreements

Pursuant to an agreement dated February 15, 1987 among Lacana Mining Corporation, of 1702 - 150 King Street West, Toronto, Ontario ("Lacana"), John Keith D'Angelo and Gerald D'Angelo, both of whom are Directors of the Company (hereinafter called the "D'Angelos"), the D'Angelos granted an option to Lacana, commencing on the date of the agreement and terminating on February 15, 1990, to acquire at least a 70% interest in the following 8 mineral claims and 8 two post claims, all of which are located in the Osoyoos Mining Division, in the Province of British Columbia, and more particularly known and described as:

<u>Claim Name</u>	<u>No. of Units</u>	<u>Record Number</u>
New Hope	8	901
Orion	8	1202
Cyrus	6	1224
Taurus	15	1225
Taurus Add 1	1	1230
Taurus Add 2	1	1231
Star 1	1	1232
Star 2	1	1233
Star 3	1	1234
John	9	1597
R.J. Group	12	1439
Jim Group	12	1440
Ursus	9	1228
Cygon 1	1	1239
Cygon 2	1	1240
Cygon 3	1	1241

The agreement provides that, in order to maintain its option, Lacana shall:

(a) incur or cause to be incurred the following costs on the property:

By December 31, 1987	-	\$200,000 (which has been spent)
By December 31, 1988	-	\$200,000
By December 31, 1989	-	\$100,000

TOTAL: \$500,000  
=====

and

(b) make non-refundable cash payments to the D'Angelos as follows:

On execution of the agreement	- \$ 20,000 (which has been paid)
On January 21, 1988	- \$ 30,000 (which has been paid)
On January 21, 1989	- \$ 50,000

TOTAL:	<u>\$100,000</u> =====
--------	---------------------------

provided that Lacana's only obligations under the agreement are to incur \$200,000 in expenditures on the property by December 31, 1987 (which expenditures have been incurred), and to make the initial cash payment of \$20,000 (which has been made).

The agreement also provides that any costs incurred in any year in excess of the minimum required to maintain Lacana's interest shall be carried forward and applied to reduce the amount required to be incurred in following years. If on December 31, 1989, aggregate costs totalling \$500,000 have not been incurred, Lacana will have the right to fulfill its earn-in requirements by paying on that date any deficiency in cash to the D'Angelos.

The agreement also provides that in the event Lacana incurs expenditures of \$500,000, and makes cash payments totalling \$100,000 to the D'Angelos, it shall have earned its 70% interest in the property. In this event, the D'Angelos must elect within 90 days of receipt of notice from Lacana to accept a 30% participating interest in a joint venture with Lacana to further explore and develop the claims, or, alternatively, to receive a 2½% net smelter return from any and all production from this property. This royalty will be subject to minimum annual payments of \$25,000 while the property is not in commercial production, and \$50,000 while the property is in commercial production. The agreement also provides that any such minimum annual royalty payments shall be credited against a total buy-out of \$2,000,000, payable over the first 3 years of commercial production. In the event a total of \$2,000,000 in royalties and lump sum cash payments is paid to the D'Angelos at any time during the first 3 years of commercial production, the obligation to pay any further royalty and other payments to the D'Angelos shall cease; however, if \$2,000,000 is not so paid, the 2½% net smelter return shall continue to be payable as long as commercial production continues.

By subsequent agreement dated August 1, 1987 between the D'Angelos and the Company, as amended by agreement dated April 20, 1988, the D'Angelos granted to the Company an option to acquire the opportunity to joint venture the 30% interest in the property with Lacana, such right being open for a period of 30 days from the receipt by the Company of written notice from the D'Angelos that Lacana has exercised its option. This option shall only be exercisable by the Company if, at the time Lacana earns its interest, the property is of "determinate value" (as that term is defined in the local policies of the Superintendent of Brokers for the Province of British Columbia), with the consideration to be paid by the Company to the D'Angelos to equal 50% of the value of the D'Angelos 30% joint venture interest in the property, as determined by an independent valuation, payable in shares of the Company, at a deemed value

per share equal to the average trading price of the Company's shares, as traded on the Vancouver Stock Exchange over the 20 trading days immediately preceding the exercise of the option, subject to a minimum deemed value per share of \$0.15.

### Property Summary

This property is located on Nickel Plate Mountain between Cahill and Winters Creeks, east of Mascot Gold Mines near Hedley, British Columbia.

Access to most parts of the property is possible via a network of recently improved Provincial logging and mining roads. The road to Apex Mountain Ski Resort and the Nickel Plate Mine crosses the central part of the claim group.

The D'Angelos staked the property in 1979-80, sold their interest to Primont Resources Ltd. ("Primont"), and then re-acquired the property in 1985.

Previous exploration work by Primont and Placer Development Limited ("Placer") totalled approximately \$380,000. Primont conducted grass roots, geochemical and magnetometer surveys. The property was then optioned to Placer during 1984, 1985 and 1986. Placer conducted more detailed soil sampling, magnetometer, VLF-EM and IP surveys which produced a number of drill targets. Limited diamond drilling was conducted and the property was returned to the D'Angelos in late 1986.

Lacana entered into its option on February 15, 1987 and has since spent in excess of \$221,000 on the property\*. Its exploration work included soil and rock sampling, geological mapping, detailed geophysical work, approximately 23 days of excavator trenching and access construction, and diamond drilling 11 holes totalling 3,842 feet. Two of these drill holes in the northwest area of the property cut skarned volcanics with extensive sulphide mineralization and anomalous gold values.

\*Since entering its option with the D'Angelos in respect of this property, Lacana has acquired control of Mascot Gold Mines Ltd., and as such a large body of exploration data with respect to the area is now available to Lacana.

THE COMPANY WILL NOT BE REQUIRED TO EXPEND ANY FUNDS FROM THIS OFFERING ON THE PROJECT. THERE IS NO SURFACE PLANT OR EQUIPMENT ON THE PROPERTY AT PRESENT. THIS PROPERTY IS WITHOUT A KNOWN BODY OF COMMERCIAL ORE AND THE PROPOSED PROGRAM IS AN EXPLORATORY SEARCH FOR ORE.

### 5. DESCRIPTION OF SECURITIES

The authorized capital of the Company consists of 20,000,000 common shares without par value. All shares issued by the Company rank equally as to dividends, voting rights and as to any distribution of assets on winding-up or liquidation. There are no indentures or agreements limiting the payment of dividends and there are no conversion rights, no special liquidation rights,

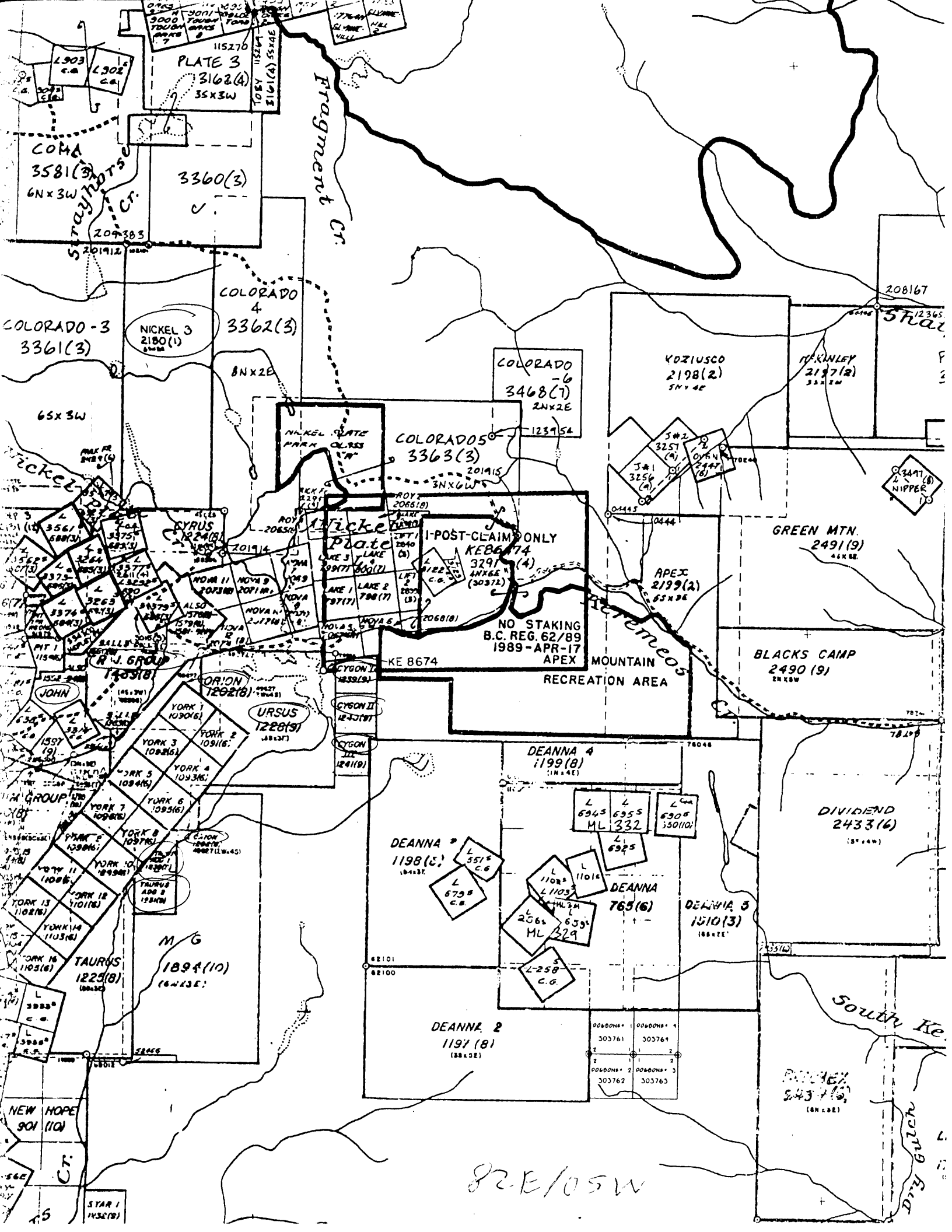


PLATE 3  
3162(4)  
35x3W

COMA  
3581(3)  
6N x 3W

3360(3)

COLORADO-3  
3361(3)

NICKEL 3  
2180(1)

COLORADO 4  
3362(3)

COLORADO -6  
3468(7)  
2N x 2E

COLORADO 5  
3363(3)

YOZIUUSCO  
2198(2)  
5N x 4E

MCKINLEY  
2197(2)  
3 1/2 x 2W

NICKEL PLATE  
PARK

1-POST-CLAIM ONLY  
KE 8674

NO STAKING  
B.C. REG. 62/89  
1989-APR-17  
APEX

APEX  
2199(2)  
5 1/2 x 2E

GREEN MTN.  
2491(9)  
4 1/2 x 2E

BLACKS CAMP  
2490(9)  
2 1/2 x 2W

DEANNA 4  
1199(8)  
(3N x 4E)

DEANNA 1  
1198(5)  
(3N x 3E)

DEANNA  
765(6)

DEANNA 5  
1191(3)  
(3N x 3E)

DEANNA 2  
1197(8)  
(3N x 3E)

DIVIDEND  
2433(6)  
(3 1/2 x 4W)

NEW HOPE  
301(10)

M/G  
1894(10)  
(6N x 3E)

STAR 1  
1432(8)

82E/05W

3447(8)  
NIPPER

South Ke  
MOUNTAIN  
GULCH