

Corporate Structure

Public Share Offering: By B.C. prospectus, dated Oct. 16/74, registered BCSC, Oct. 30/74, Leech River Mines Ltd. offers 250,000 shares at 50¢ per share subject to 12½¢ per share commission to net if all sold \$93,750.

Inc.: B.C., 4Sep73; became limited company, 13Sep74, when shares were changed from par value to no par, and became a reporting company upon prospectus being filed with B.C. Superintendent of Brokers.

Reg. Off.: 2500-595 Burrard St., Vancouver.

Head Office: 404-335 St. James St., Victoria.

Auditors: Thorne Riddell & Co., Vancouver.

T.A. & Reg.: Canada Trust Co., Vancouver.

Solicitor: G.R.D. Goulet, Vancouver.

Authorized Capital: 3,000,000 shs. no par.

Shares Issued:

For mineral claims, escrowed	750,000
For \$13,253 cash	132,525
For deferred expenses	51,910
Outstanding, 31Aug74 & 30Sep74	934,435
Offered, Oct. 16/74	250,000
To be outstanding if all sold	1,184,435

Directors: D.M. Scott, P. Eng., Victoria, pres.; R.C. Smith, Victoria, vice-pres.; metallurgist, Vancouver; S.G. Prismall, Victoria, registered pharmacist.

Promoters: The directors.

TARGETS ARE COPPER, VANCOUVER ISLAND GOLD, URANIUM AND IRON IN S.W. ALBERTA

Leech River Mines Ltd. with funds sought by its first public offering of shares, proposes that \$21,800 be used to carry out a program recommended by P.H. Sevensma, Ph.D., P. Eng., 13May74, on the company's Jill claims and \$55,055 also recommended by Dr. Sevensma, for the company's Lundbreck properties.

The 25 Jill claims are located about 2½ miles due west of Leechtown on southern Vancouver Island with access from Sooke about 6 airmiles to the south and via logging roads. D.M. Scott, president, after 3 years work during which he discovered a geochemical anomaly showing high copper values and subsequently located mineralization in place conveyed the claims to the company for 750,000 shs. of which Mr. Scott received 410,000 shs.; R. Cranston Smith received 100,000 shs.; S.G. Prismall received 90,000 shs. and Mary Scott received 150,000 shs.

Dr. Sevensma has recommended a \$21,000 field program to test the economic potential of the Jill property. He advises that the showings lie in a classical setting adjacent to a Tertiary acidic plug invading Tertiary volcanics, a short distance south of a bend in the major Leech River fault. Soil sampling

showed that an area 2000 ft. long and 1000 ft. wide surrounds this plug and a copper occurrence in place measures 30 ft. by 12 ft. and averaged 0.37% copper.

The Lundbreck property in Alberta was optioned from Mr. Scott for his cost of \$1,716. This property in which the company acquired quartz mineral rights is in the vicinity of Lundbreck in SW Alberta. Also, the company has an option to acquire from Canadian Superior Oil Ltd. a 90% interest in all minerals on the property, with exception of sulphur, coal, hydrocarbons and gold and silver.

In a report, 19Jul74, Dr. Sevensma says the Lundbreck property contains a three feet to 6 feet wide showing of magnetite bearing tuffaceous sandstone traced for about 1,000 ft. Also he gives particulars of assays showing the presence of gold varying from a trace to 0.02 oz. oz./ton and U308 variously from 1 ppm to 32 ppm, the latter assay coming from a sample with 84 ppm. Radiometric counts vary from 2 to 5 times background. In view of the proven presence of both gold and uranium in small amounts within a highly favorable basin, he recommends further study and evaluation to include sampling by drilling for an estimated total field budget of \$55,055.

The company, from the anticipated proceeds of the share offering, plans to allocate \$5,000 for costs of the financing, \$2,000 as a reserve for a Vancouver Curb listing, \$800 for accounts payable and \$11,745 for general purposes.

THE COMPANY

92B | SW

Leech River Mines Ltd. (the "Company") was incorporated pursuant to the provisions of the Companies Act of British Columbia as a specially limited company by Memorandum and Articles registered on September 4, 1973. By special resolutions of the Company filed with the Registrar of Companies on the 13th day of September, 1974, the Company's Memorandum was altered to convert it to a limited company, its common shares were changed from par value shares to shares without par value and its Articles were amended. The Company will become a reporting company upon this Prospectus being filed with, and a receipt therefor issued by, the Superintendent of Brokers.

The registered office and the records office of the Company are located at 2500 Three Bentall Centre, 595 Burrard Street, Vancouver, British Columbia, and its head office is located at #404 - 335 St. James Street, Victoria, British Columbia.

BUSINESS OF THE COMPANY

The principal business of the Company since its incorporation has been to engage in the acquisition and exploration of mineral properties and interests therein and in exploration thereof and the Company intends to continue to do so and, where feasible, to develop and operate mineral deposits.

PROPERTIES OF THE COMPANY

The Company has acquired interests in two property groups, the "Jill Claims" in the Province of British Columbia and the "Lundbreck Property" in the Province of Alberta. Particulars of these properties are as follows:

Jill Claims

By an agreement dated September 24, 1973 (the "Vendor's Agreement") entered into between the Company and David M. Scott, the president of the Company and a professional mining engineer and geologist of #404 - 335 St. James Street, Victoria, British Columbia, the Company acquired title to thirty-one mineral claims (the "Jill Claims") situate in the Victoria Mining Division of the Province of British Columbia, located under the British Columbia Mineral Act. Subsequently, six of these claims lapsed, and particulars of the twenty-five claims recorded in the name of the Company are as follows:

<u>NAME OF CLAIM</u>	<u>RECORD NUMBER</u>	<u>DATE OF RECORD</u>	<u>EXPIRY DATE</u>
JILL 1 - 20	17703 - 17722	Dec. 1, 1972	Dec. 1, 1974
JILL 1 Fr.	17723	Dec. 1, 1972	Dec. 1, 1974
JILL 27 - 30	18131 - 18134	April 30, 1973	April 30, 1975

↑  
Same as Prospectus.

**PROPERTY FILE**

Leech River Mines Ltd.

92B101 JILL

PROSPECTUS

These twenty-five claims comprise approximately 1250 acres and are located near and over Mount Jack at Latitude 48° 29'N. and Longitude 123° 46'W., about 2 1/2 miles due west of Leechtown on southern Vancouver Island. Access is from Sooke, about 6 airmiles to the south, via a number of logging roads.

The Company must perform \$200 assessment work per claim per year and pay an annual rental of \$10 per claim, or pay cash in lieu thereof, in order to keep this property in good standing.

The cost of acquiring the claims cannot be clearly defined as discovery of the geochemical anomaly showing high copper values and the subsequent location of in-place mineralization represented the culmination of a prospecting program carried out by Mr. Scott over a period of approximately three years. A cost of \$3000, including a statutory \$5 claim may be fairly adduced as representing the direct cash outlay with no account being taken of the time required by the program.

With respect to the six claims which lapsed, Mr. Scott has restaked substantially the same ground and has agreed to transfer the new claims to the Company without cost on May 1, 1975, the earliest date on which they may be transferred to the Company.

In consideration of the assignment to the Company of the Jill claims pursuant to the Vendor's agreement, the Company issued 750,000 shares of its capital stock of which David Morland Scott of #404 - 335 St. James Street, Victoria, British Columbia received 410,000 shares and at the direction of Scott, Robert Cranston Smith of 3009 - 1733 Comox Street, Vancouver, British Columbia, received 100,000 shares, Spencer George Prismall of 219 - 820 Craigflower Road, Victoria, British Columbia, received 90,000 shares and Mary Ethel Scott of #404 - 335 St. James Street, Victoria, British Columbia, received 150,000 shares. David Morland Scott, Robert Cranston Smith and Spencer George Prismall are promoters and insiders of the Company. Mary Ethel Scott is an insider and an associate of David Morland Scott.

An extensive trend of favourable geology in which the Jill claims are located has been subject to staking, prospecting and exploration work from time to time but there is no known history concerning the ground on which the Jill claims are now located and there is no known record of prior work.

The Company has carried out exploration work on this property comprising prospecting, rock trenching, geochemical soil sampling and an induced polarization survey. The induced polarization survey was carried out between November 21 and 25, 1973. In his report of May 13, 1974 Dr. P.H. Sevensma, Ph.D., P.Eng. gave the following summary and conclusions with respect to the Jill claims:

"The Jill showings lie in a classical setting adjacent to a Tertiary acidic plug invading Tertiary volcanics, a short distance south of a bend in the major Leech River Fault.

An area of over 100 ppm, with a peak of 1100 ppm, copper in the soils, measuring at least 2000' long by 1000' wide, surrounds this plug and a copper occurrence in place measuring 30' by 12' averaged 0.37% Cu.

Other occurrences in place have been found but require additional opening up before meaningful sampling can be undertaken.

Chlorite, occasional gypsum and 1/16" white quartz-zeolite stringers may be indicative of alteration associated with more extensive copper deposits in this type of environment.

A \$21,800 field program is recommended to test the economic potential of these showings, which are in an accessible location serviced by old logging roads and trails."

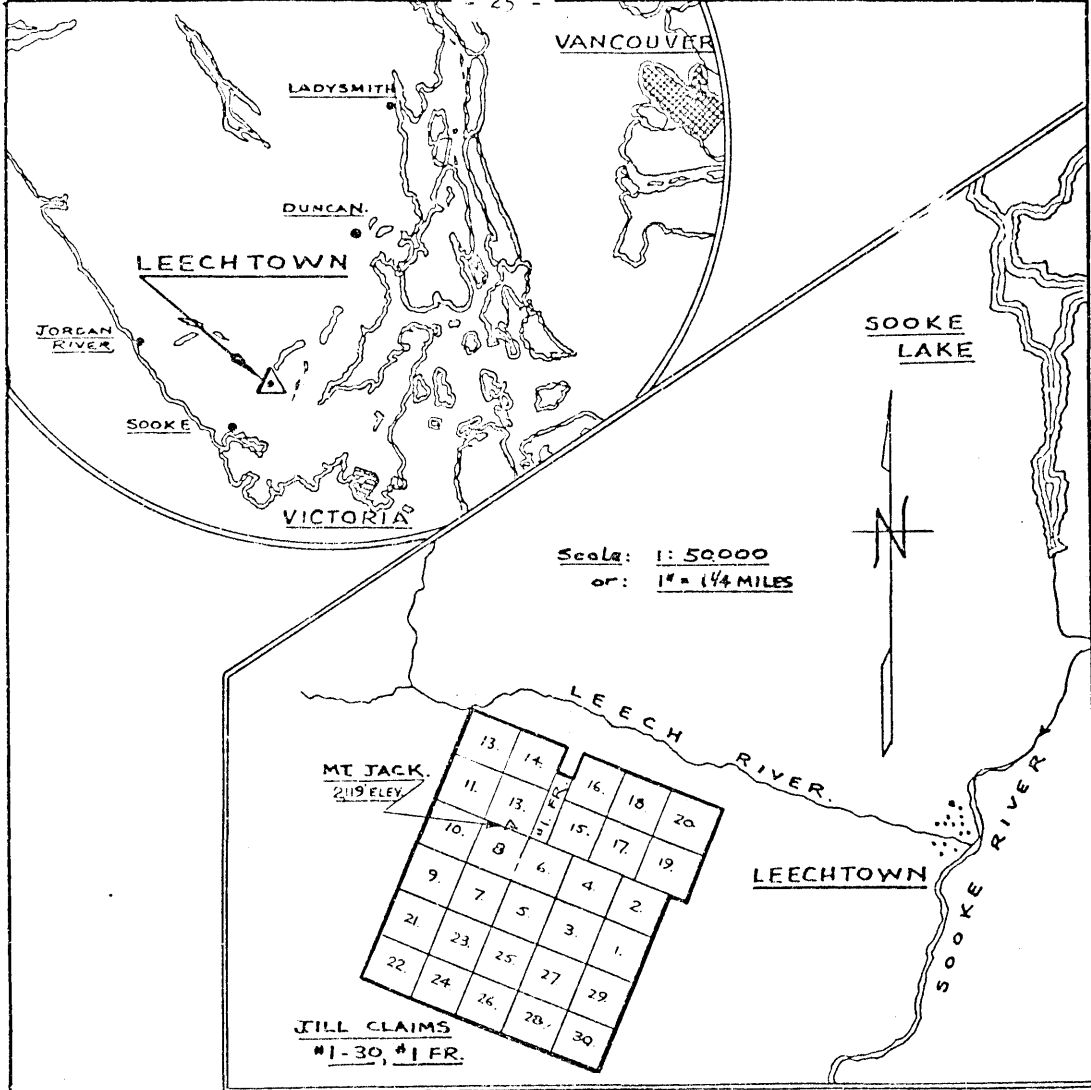
Particulars of the recommended program are referred to under the heading "Use of Proceeds".

There is no surface or underground plant or equipment on any of the Jill Claims. All of the Jill Claims are without a known body of commercial ore. The proposed exploration program recommended by Dr. Severisma and referred to under "Use of Proceeds" is an exploratory search for ore.

#### Lundbreck Property, Alberta

The Company and David Morland Scott concluded a Transfer of Mineral Claims dated July 23, 1974 and recorded on September 3, 1974 whereby the Company acquired title to certain Quartz Mineral Rights situated in the vicinity of Lundbreck, South West Alberta.

The Quartz Mineral Rights are vested in "Certificates of Record" issued by Her Majesty in right of the Province of Alberta, comprising one quarter section mineral claims of 160 acres more or less. Particulars of the mineral claims are set out as follows:

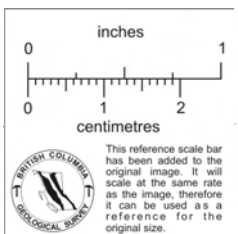


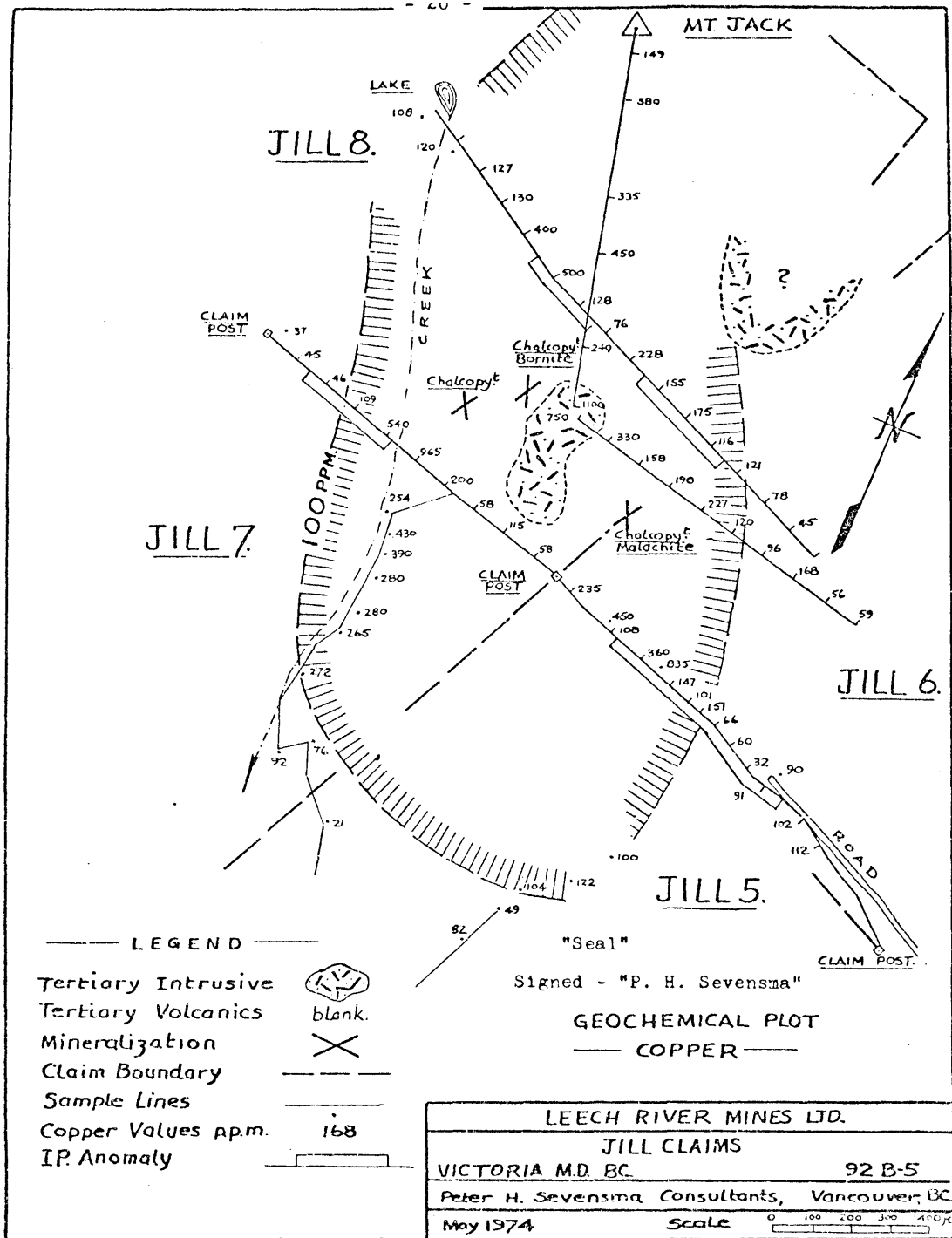
"Seal"  
 Signed - "P. H. Sevenstma"

**PROPERTY FILE**

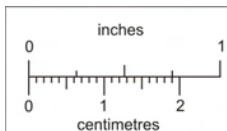
LEECH RIVER MINES LTD.	
Claim and Location Map	
VICTORIA M.D. B.C.	92 B-5
Peter H. Sevenstma Consultants, Vancouver, B.C.	
May 1974	Scale "as shown"

Map after P.E. Walcott, P. Eng.





# PROPERTY FILE



This reference scale bar has been added to the original image. It will scale at the same rate as the image, therefore it can be used as a reference for the original size.