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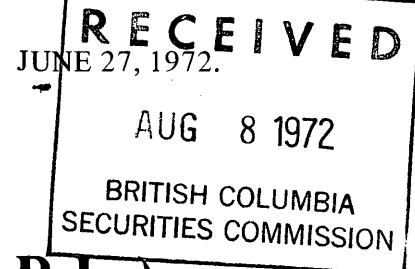
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PROSPECTUS

## PROPERTY FILE



250,000 shares with a nominal or par value of 50¢

## NORTHWIND MINES LTD. (N.P.L.)

*(Incorporated under the laws of the Province of British Columbia)*

## FIRST PUBLIC OFFERING

## PLAN OF DISTRIBUTION:

NORTHWIND MINES LTD. (N.P.L.), referred to as "the Company", offers Two Hundred and Fifty Thousand (250,000) of its common shares with a nominal or par value of 50¢ at Fifteen (15¢) Cents per share.

Shares of this issue may be sold by trading directors of the Company pursuant to the provisions of Section 7(2) of the Securities Act, and registered securities salesmen who will receive commissions as set forth below. No commissions will be paid with respect to shares sold by trading directors of the Company. Shares of this issue may also be offered by Brokers or Broker Dealers registered to trade in securities in the Province of British Columbia.

	Price to Public	Commissions	Proceeds to Company
Per Unit	15¢	3-3/4¢	11-1/4¢
Total (250,000 shares)	\$37,500.00	\$9,375.00	\$28,125.00 *

\* This figure is arrived at by assuming all the shares being offered hereunder, namely 250,000, are sold.

THERE IS NO EXISTING MARKET FOR THE SECURITIES OF THE COMPANY.

A PURCHASE OF THE SHARES OFFERED BY THIS PROSPECTUS MUST BE CONSIDERED A SPECULATION AS ALL OF THE PROPERTIES IN WHICH THE COMPANY HAS AN INTEREST ARE IN THE EXPLORATION AND DEVELOPMENT STAGE ONLY. THE COMPANY'S PROPERTIES ARE ALL WITHOUT A KNOWN BODY OF COMMERCIAL ORE.

NO SURVEY OF ANY PROPERTY OF THE COMPANY HAS BEEN MADE AND THEREFORE IN ACCORDANCE WITH THE MERIT OF THE SECURITIES OFFERED HEREUNDER AND ANY REPRESENTATION TO THE CONTRARY IS AN OFFENCE.

THIS PROSPECTUS IS NOT, AND UNDER NO CIRCUMSTANCES IS TO BE CONSIDERED AS, A PUBLIC OFFERING OF SHARES FOR SALE IN THE UNITED STATES OF AMERICA, OR IN ANY OF THE TERRITORIES OR POSSESSIONS THEREOF.

NO SECURITIES COMMISSION OR OTHER SIMILAR AUTHORITY IN CANADA HAS IN ANY WAY PASSED UPON THE MERIT OF THE SECURITIES OFFERED HEREUNDER AND ANY REPRESENTATION TO THE CONTRARY IS AN OFFENCE.

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

THE NUMBER OF SHARES ISSUED TO THE COMPANY'S PROMOTERS, DIRECTORS, OFFICERS AND CONTROLLING PERSONS FOR CASH, PROPERTY AND SERVICES EQUALS 73.1 PER CENT OF THE SHARES THAT WILL BE OUTSTANDING UPON COMPLETION OF THIS OFFERING, WHEREAS 19.2 PER CENT OF THE SHARES OUTSTANDING UPON COMPLETION OF THIS OFFERING WILL HAVE BEEN ISSUED TO THE PUBLIC FOR CASH.

HEAD OFFICE:	507 - 789 West Pender Street, Vancouver 1, British Columbia
REGISTERED OFFICE:	230 - 890 West Pender Street, Vancouver 1, British Columbia
REGISTRAR AND TRANSFER AGENT:	Guaranty Trust Company of Canada, 540 Burrard Street, Vancouver 1, British Columbia
AUDITORS:	Wolrige, Mahon & Co., 470 Granville Street, Vancouver 2, British Columbia
SOLICITORS:	Poyner, Gibbons, Barrett & Gibbons, Barristers and Solicitors, 230 - 890 West Pender Street, Vancouver 1, British Columbia

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COMPANY'S BUSINESS

NORTHWIND MINES LTD. (N.P.L.) is a mining company with power to engage in searching for and developing mineral properties.

MINING PROPERTY

The Company's properties consist of the following, all of which are situate within the Province of British Columbia and are subject to the B.C. Mineral Act, namely:

- (a) **Suey Bay Claims** – The Company is the registered and beneficial owner of 20 located mineral claims, situate approximately 23 miles northeast of Horsefly, British Columbia, between Suey Bay and Sardine Lake, in the Cariboo Mining Division, particulars of which are as follows:

<u>Name of Claim</u>	<u>Record Numbers</u>	<u>Expiry Date</u>
P 1 - 20 inclusive	65178 - 65197 incl.	December 13, 1972

(which claims are herein referred to as the "Suey Bay Claims")

The Company acquired the Suey Bay Claims, pursuant to an Agreement dated the 1st of April, 1972, from Ernest S. Peters and David J. Gallen, in consideration of the sum of \$5,000.00 and the allotment of 750,000 shares of its capital stock, which shares were allotted equally to Messrs. Peters and Gallen. David J. Gallen and Ernest S. Peters are directors, officers and promoters of the Company. The said vendors of the Suey Bay Claims acquired the claims for the cost of staking, which was approximately \$4,000.00.

- (b) **Princeton Claims** – the Company is the registered and beneficial owner of 14 located mineral claims, situate approximately 14 miles north of Princeton, British Columbia, in the Similkameen Mining Division, in the Province of British Columbia, particulars of which are as follows:

<u>Name of Claim</u>	<u>Record Numbers</u>	<u>Expiry Date</u>
J 1 - 14 inclusive	34999 - 35012 incl.	March 24, 1973

(which claims are herein referred to as the "Princeton Claims").

The Company acquired the Princeton Claims, pursuant to an Agreement dated the 1st of April, 1972, from Ernest S. Peters and David J. Gallen, in consideration of the sum of \$5,000.00. Ernest S. Peters and David J. Gallen are directors, officers and promoters of the Company. The said vendors of the Princeton Claims acquired the claims for the cost of staking, which was approximately \$4,000.00.

The above purchase price was determined by the directors of the Company. The amounts were arrived at by considering the location of the property, the cost of similar properties in the same area and the desirability of each property based on a field examination.

ACCESS

- (a) **Suey Bay Claims** – This property is accessible by boat from Horsefly Landing, a distance of 18 miles. Several logging roads reach the south shore of Horsefly Lake, the nearest of which joins the Horsefly River road at 20 miles east of Horsefly. This last mentioned method of access would reduce the distance via water to approximately 4 miles. Also, the property is easily accessible by light aircraft. Horsefly can be reached via secondary roads leaving Highway #97 at 150 Mile House. Road distance from Vancouver to Horsefly is approximately 380 miles.

- (b) **Princeton Claims** – This property straddles Highway # 5 and is ideally situated approximately 195 miles by road from Vancouver. Access is provided by logging roads branching from Highway # 5 both to the east and to the west.

HISTORY AND RECENT EXPLORATION

- (a) **Suey Bay Claims**

Although no thorough exploration programs appear to have been undertaken on the Suey Bay Claims. John R. Poloni, P.Eng., the Company's Consulting Engineer, in his report to the Company, dated March 8th, 1972, a copy of which is hereunto annexed and forms a part of this Prospectus, said the following:

"The 20 claims in the P group cover in part ground initially staked by Magnum Consolidated Mining Co. Ltd. and Helicon Explorations Ltd. in 1966 and 1967 as a joint venture, on 108 claims called the Suey Bay project. A programme consisting of air photo interpretation, geology, geophysics, and geochemical surveys was undertaken during 1967, over the main Suey Bay copper showing, located approximately 2100' south east of P 10. This culminated in the diamond drilling of 909.7 feet in three holes. The showing is now controlled by Green Eagle Mines Ltd."

**(b) Princeton Claims**

Although this claim group does not appear to have been subject to any exploration programs of significance, John R. Poloni, P.Eng., in his report to the Company dated March 22nd 1972, a copy of which report is hereunto annexed and forms part of this prospectus, said the following:

"The Princeton area in general has a long history of exploration and production dating to the early 1860's, with the discovery of placer gold deposits on Tulameen and Similkameen Rivers and tributary creeks. Lode mining for gold, and copper has had a long and successful history in the area, to the present day. Discovery of the Ingerbelle Mine (Similkameen Mining Co.) presently in production; the Axe property of Amex Explorations Inc.; and the Holmes Mountain property of Joy Mining Ltd. has maintained a strong exploration interest."

There has been no underground exploration or development on any of the Company's claims and there is no underground plant and equipment on any of the Company's claims. Also, except as hereinbefore set forth, there has been no surface exploration or development and there is no surface plant and equipment on any of the Company's claims.

**THERE IS NO KNOWN COMMERCIAL BODY OF ORE ON ANY OF THE COMPANY'S MINING PROPERTIES.**

**PROPOSED PROGRAM OF EXPLORATION OF THE COMPANY'S PROPERTIES**

The Company proposes to carry out the first phase, of a two-phase program, on each of its properties, as recommended by its Consulting Engineer, John R. Poloni, P.Eng., in his reports to the Company dated March 22nd, 1972, with respect to the Princeton Claims, and March 8th, 1972, with respect to the Suey Bay Claims. Both of these programs are surface exploration programs.

**USE OF PROCEEDS**

The sum of \$28,125.00 to be derived from the sale of shares under this Prospectus, together with the sum of approximately \$18,000.00 already in the Company's treasury, will be used to carry out the first phase on the following exploration programs, namely:

**(a) Suey Bay Claims**

In his report to the Company dated March 8th, 1972, John R. Poloni, P.Eng., recommended the following exploration program:

Phase I	
1) Line Grid, 20 line miles @ \$150.00	\$ 3,000.00
2) Geochemical Soil Survey	
20 line miles @ \$75.00	1,500.00
Analysis for copper 1060 @ \$1.25	1,325.00
3) Geological Mapping and Prospecting	
1 month @ \$1,500.00	1,500.00
Photogeology	500.00
4) Magnetometer Survey	
20 line miles @ \$75.00	1,500.00
5) Induced Polarization Survey	
(Selected Areas) 6 miles \$450.00	2,700.00
6) Trenching and Sampling	500.00
7) Camp Costs	750.00
8) Transportation	1,000.00
	<u>c/f. \$14,275.00</u>

	b/f \$14,275.00
9) Drafting secretarial printing	250.00
10) Engineering and supervision	<u>1,500.00</u>
TOTAL	\$16,025.00
Contingencies 10%	<u>1,603.00</u>
TOTAL (Phase I)	<u>\$17,628.00</u>

**(b) Princeton Claims**

In his report to the Company dated March 22nd, 1972, John R. Poloni, P.Eng., recommended the following exploration program, namely:

Phase I	
1) Line Grid, 28 line miles @ \$50.00	\$ 1,400.00
2) Geochemical Soil Survey	
28 line miles @ \$75.00	2,100.00
Assays and Geochemical analysis	2,000.00
3) Geological mapping and Prospecting	1,000.00
4) Magnetometer Survey	
28 line miles @ \$75.00	2,100.00
5) Induced Polarization	
(Selected Areas) 6 line miles @ \$450.00	2,700.00
6) Trenching	1,000.00
7) Camp Costs	500.00
8) Transportation, Drafting, Secretarial and printing	500.00
9) Engineering and Supervision	<u>500.00</u>
TOTAL	\$13,800.00
Contingencies 10%	<u>1,380.00</u>
TOTAL (Phase I)	<u>\$15,180.00</u>

The balance of the monies, after deducting the cost of the first phases of the above programs, namely approximately \$13,300.00 will be used as follows:

(a) Legal and Audit	\$ 5,000.00
(b) Administration	5,000.00
(c) Reserve for preliminary investigation and possible staking of additional mineral properties	3,300.00

No funds will be spent on investigation of additional properties until the above two work programmes have been completed.

In the event that all the shares offered in this Prospectus are not sold by the Company and the Company receives less than the anticipated amount of \$28,125.00, priority will be given to the recommended program on the Suey Bay Claims.

No part of the proceeds derived from this issue of shares, nor any funds already in the Company's treasury, shall be used to invest, underwrite or trade in securities other than those that qualify as investments in which trust funds may be invested under the laws of the jurisdiction in which the securities offered by this Prospectus may be sold.

Should the Company propose to use the said proceeds to invest, underwrite, or trade in non-trustee type securities after the initial distribution of the securities offered by this Prospectus, approval by the shareholders shall first be obtained and disclosure made to the regulatory securities bodies having jurisdiction over the sale of the securities offered by this Prospectus.

**INCORPORATION**

NORTHWIND MINES LTD. (N.P.L.) was incorporated on the 21st day of March, A.D. 1972, under the Companies Act, British Columbia, by Memorandum of Association. The Company converted from a private to a public Company on the 27th day of June, 1972.

#### PRELIMINARY EXPENSES

The Company has incurred preliminary expenses totalling \$2,400.74, \$245.70 of which relates to administrative expenses, \$811.26 of which was spent on exploration of the Company's properties, and \$1,343.78 of which relates to incorporation expenses. It is anticipated that the Company will not incur any further preliminary expenses.

#### SHARE CAPITAL AND CAPITALIZATION

The Company is authorized to issue 3,000,000 common shares with a nominal or par value of 50¢. There is only one class of shares and all rank equally as to dividends, voting rights and participation in assets.

Share Capitalization Authorized	Outstanding as at April 21/72	Outstanding as at June 1/72	Outstanding on Completion of this Offering
3,000,000	1,050,002	1,050,002	1,300,002

#### PRIOR SALES

The following table relates to shares of the Company sold for cash since its incorporation.

Number of Shares	Price	Cash Received	Commissions
2	50¢	1.00	NIL
300,000	10¢	\$30,000.00	NIL
300,002		\$30,001.00	NIL

200,002 of the above shares have been pooled with the Guaranty Trust Company of Canada, 540 Burrard Street, Vancouver, British Columbia, subject to release upon the expiration of 30 days from the date of completion of the primary distribution of the shares offered under this Prospectus.

100,000 of the above shares, which were issued to David J. Gallen and Ernest S. Peters, who are directors and promoters of the Company, are held in escrow by the Guaranty Trust Company of Canada, subject to release only with the consent of the British Columbia Securities Commission.

In addition to the shares sold for cash, the Company has allotted and issued 750,000 shares, in consideration of the acquisition of mining properties (see headings "Escrowed Shares", "Promoters", and "Mining Properties").

#### ESCROWED SHARES

As of the 6th of June, 1972, 750,000 shares are held in escrow by the Guaranty Trust Company of Canada, subject to the direction or determination of the British Columbia Securities Commission (Commission). The escrow restrictions provide that the shares may not be traded in, dealt with in any manner whatsoever, or released nor may the company, its transfer agent or escrow holder make any transfer or record any trading of the shares without the consent of the Commission.

In the event the company loses or abandons or fails to obtain title to all or part of the property or assets for which it allotted all or part of the escrow shares, the company will declare any such event to the Commission by way of directors resolution and the holders of such shares, the trustee thereof and the company, have agreed that such number of said shares, as the Commission determines shall have become subject to cancellation, shall be surrendered to the company by way of gift for cancellation. The complete text of the escrow agreement is available for inspection at the solicitor's office.

In addition, 100,000 shares which were sold at the price of 10¢ per share are held in escrow by the said Guaranty Trust Company of Canada, subject to release only with the consent of the British Columbia Securities Commission (see heading "Prior Sales" above).

Designation of Class	Number of Shares in Escrow at June 6, 1972	Percentage of Class
Common Shares	850,000	80.9%

#### PRINCIPAL HOLDERS OF SECURITIES

The following table sets forth particulars of all persons or companies who own of record or are known by the Company to own beneficially, directly or indirectly, more than ten (10%) per cent of the issued common shares of the Company.

Name and Address	Designation of Shares	Type of Ownership	No. of Shares as at June 1/72	Percentage of Class
Ernest S. Peters 1261 Chartwell Place West Vancouver, B.C.	Common	Direct of Record & Beneficial	475,001	45.2%
David J. Gallen 5351 Uplands Drive Tsawwassen, B.C.	Common	Direct of Record & Beneficial	475,001	45.2%

The following table sets forth particulars with respect to the percentage of the shares of the Company beneficially owned, directly or indirectly, by all directors and senior officers of the Company, as a group:

Designation of Class	Number of Shares Beneficially Owned as at June 1, 1972	Percentage of Class
Common Shares	950,002	90.4%

#### DIRECTORS AND OFFICERS

Name and Address	Office Held	Principal Occupations during Preceding 5 Years
Ernest S. Peters 1261 Chartwell Place West Vancouver, B.C.	President & Director	President and principal shareholder of Peter's Installations Ltd. from 1962 to 1969. Director, Demsey Mines Ltd., 1969 to date. Director, Panther Mines Ltd., 1969 to date. Director, Mountain Industries Ltd., 1970 to date. Director, Green Eagle Mines Ltd. 1969 - 1970. Director, Pine Buffalo Mines Ltd., 1967 to 1969.
David J. Gallen 5351 Uplands Drive Tsawwassen, B.C.	Secretary & Director	President and principal shareholder of Rockland Contractors Ltd. from 1966 to 1969. President, Green Eagle Mines Ltd., 1970 to date. Director, Panther Mines Ltd., 1969 to 1971. Director, Demsey Mines Ltd., 1969 to April 10, 1972. President of Bayland Mines Ltd. 1969 - 1970. General Manager of Omega Mines Ltd., Calt Mines Ltd., Coronet Mines Ltd., Taneloy Mines Ltd., 1969 - 1970.
H. Garrett Hunsperger 233 - 989 Lytton North Vancouver, B.C.	Director	University student from 1967 to 1969. Since 1969, professional athlete.

#### REMUNERATION

No remuneration has been paid to any of the Company's officers or directors as such since its incorporation and no remuneration will be paid during the current fiscal year, ending April 1st, 1973, to the directors and officers of the Company, in their capacities as such.

#### PROMOTERS

The directors of the Company, acting in their capacity as such, are considered to be the promoters of the

Company, as defined by the Securities Act, 1967. In consideration of the transfer of the Suey Bay Claims, the promoters each received \$2,500.00 and 375,000 shares of the Company's capital stock. All of the said shares are presently held in escrow by the Guaranty Trust Company of Canada, 540 Burrard Street, Vancouver, British Columbia.

In consideration for the sale of the Princeton Claims to the Company, David J. Gallen and Ernest S. Peters each receive the sum of \$2,500.00.

**STATUTORY RIGHTS OF WITHDRAWAL AND RESCISSION**

Sections 61 and 62 of the Securities Act, 1967 (British Columbia) provides in effect, that where a security is offered to the public in the course of primary distribution:

(a) a purchaser has a right to rescind a contract for the purchase of a security, while still the owner thereof, if a copy of the last Prospectus, together with financial statements and reports and summaries of reports relating to the securities as filed with the British Columbia Securities Commission, was not delivered to him or his agent prior to delivery to either of them of the written confirmation of the sale of the securities. Written notice of intention to commence an action for rescission must be served within sixty (60) days of the date of delivery of the written confirmation but no action shall be commenced after the expiration of three months from the date of service of such notice;

(b) a purchaser has the right to rescind a contract for the purchase of such security, while still the owner thereof, if the Prospectus or any amended Prospectus offering such security contains an untrue statement of a material fact or omits to state a material fact necessary in order to make any statement therein not misleading in the light of the circumstances in which it was made, but no action to enforce this right can be commenced by a purchaser after expiration of ninety (90) days from the later of the date of such contract or the date on which such Prospectus or amended Prospectus is received or is deemed to be received by him or his agent.

Reference is made to the said Act for the complete text of the provisions under which the foregoing rights are conferred.

**CERTIFICATE**

**DIRECTORS AND PROMOTERS**

THE FOREGOING constitutes full, true and plain disclosure of all material facts relating to the Securities offered by this Prospectus as required by Part VII of the Securities Act, 1967, and the regulations thereunder.

DATED this 27th day of June, A.D. 1972.

"E.S. PETERS"  
Director and Promoter

"D.J. GALLEN"  
Director and Promoter

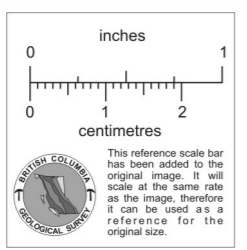
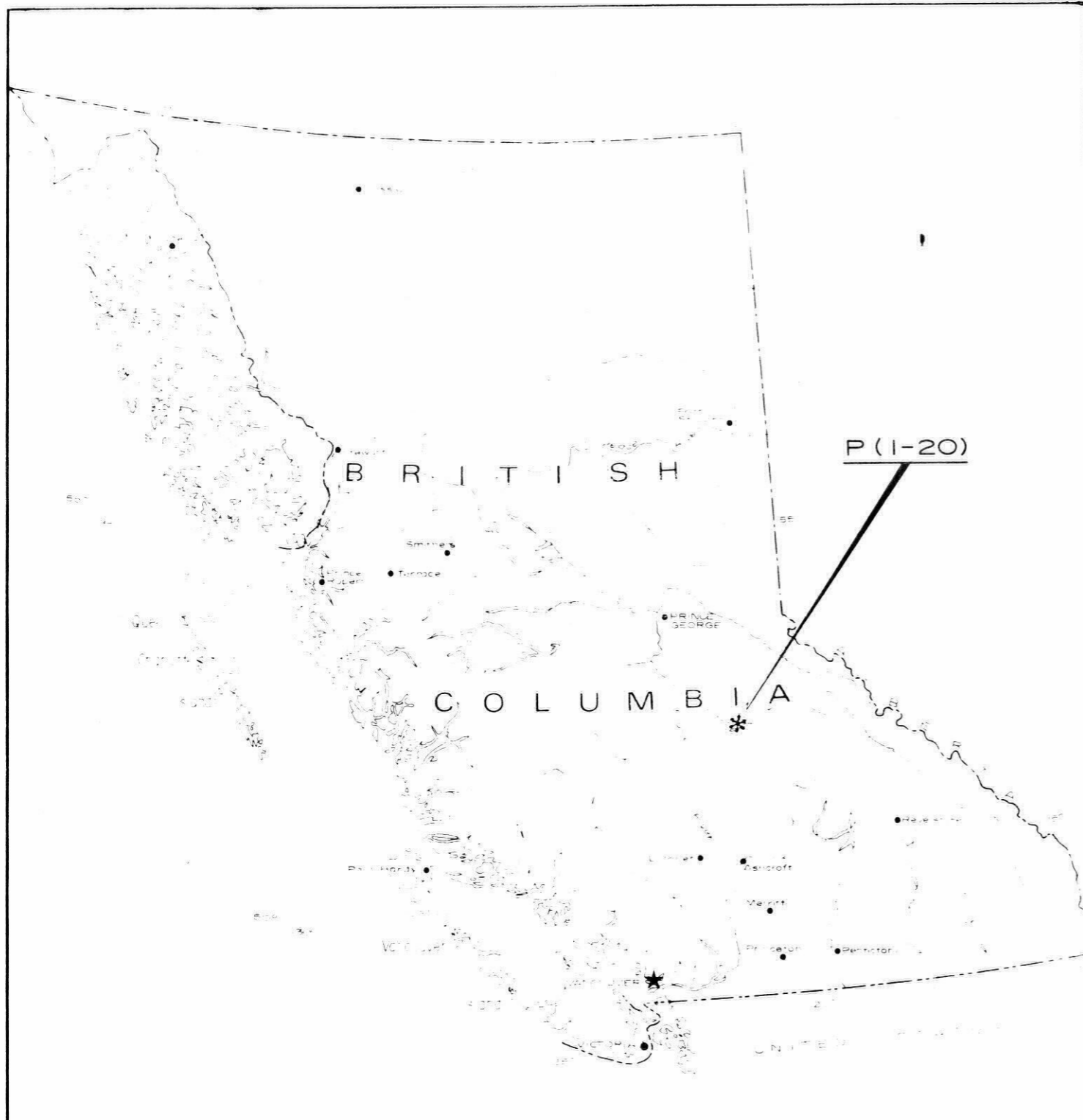
"H. GARRETT HUNSPERGER"  
Director and Promoter

REPORT ON THE P (1-20)  
MINERAL CLAIMS  
  
SUEY BAY AREA  
CARIBOO MINING DIVISION  
BRITISH COLUMBIA  
  
FOR  
  
NORTHWIND MINES LTD.  
  
BY  
  
John R. Poloni B.Sc.; P.Eng.  
March 8, 1972

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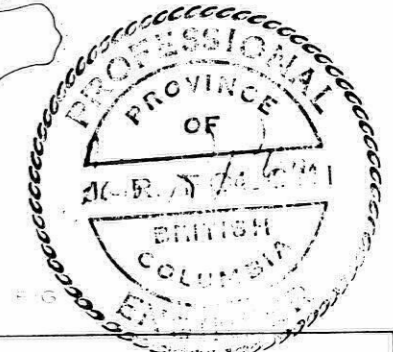
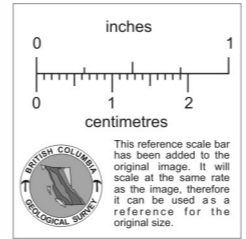
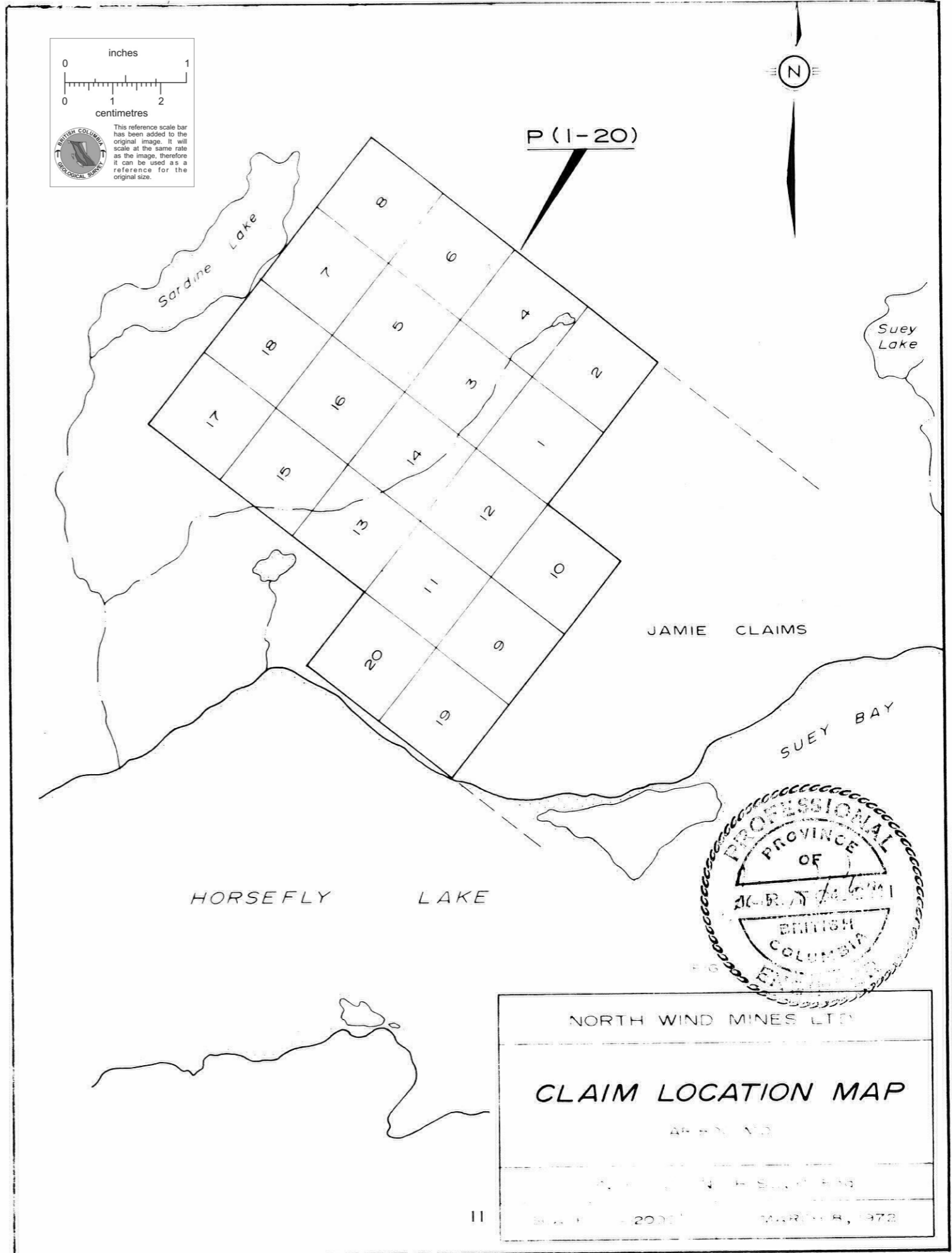
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NORTH WIND MINES LTD.	
<b>PROPERTY LOCATION MAP</b>	
CARIBOO M.D.	
JOHN R. POLONI B. Sc., P. Eng.	
SCALE 1" = 136 miles	MARCH 8, 1972

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NORTH WIND MINES LTD.	
<b>CLAIM LOCATION MAP</b>	
CARIBOO M.D.	
JOHN R. POLONI B. Sc., P. Eng.	
SCALE 1" = 136 miles	MARCH 8, 1972

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REPORT ON THE P (1-20)  
MINERAL CLAIMS  
SUEY BAY AREA  
CARIBOO MINING DIVISION  
BRITISH COLUMBIA  
FOR  
NORTHWIND MINES LTD.

BY

John R. Poloni B.Sc.; P.Eng.

March 8, 1972

#### INTRODUCTION

This report is prepared on the P (1-20) mineral claims owned by Mr. E. Peters in the Suey Bay area, Horsefly Lake, Cariboo Mining Division, for NorthWind Mines Ltd. The author located the claims as agent for Mr. Peters on December 10, 1971. This report is based on field observations, on published Government reports, on unpublished reports and upon a personal knowledge of the immediate area in which the Claims are located. The purpose of the report is to evaluate the economic potential of the claims.

A preliminary exploration program is recommended.

#### PROPERTY

The Property consists of 20 mineral claims P (1-20) located by John Poloni as agent for Mr. E. Peters, on December 10, 1971. The following claims data was obtained from the office of the Mining Recorder in Quesnel.

Name	Record No's	Record Date
P (1-20)	65178 - 65197	December 13, 1971

The claims are staked in accordance with regulations of the British Columbia Department of Mines and Petroleum Resources, and there appears to be no possible contraventions.

#### LOCATION AND ACCESS

Located 23 miles north east of Horsefly, B.C. between Suey Bay and Sardine Lake, the property is accessible by boat from Horsefly Landing, a distance of 18 miles. Several logging roads reach the south shore of Horsefly Lake, the nearest of which joins the Horsefly River road at 20 miles east of Horsefly. This method of access would reduce the distance via water to approximately 4 miles. The claims are located at 52°28' North latitude, 120°55' West longitude, N.T.S. Reference 93 A/7W. The property is easily accessible by light aircraft.

Horsefly can be reached via secondary roads leaving Highway # 97 at 150 Mile House. Road distance from Vancouver to Horsefly is approximately 380 miles.

#### PHYSIOGRAPHY

With elevations ranging between 2570' on Horsefly Lake to a maximum of 3300' above mean sea level, and with slopes generally less than 20°, the topography of the claims can be described as moderate.

The claims are densely timbered with immature pine and cedar, making access difficult.

East Sardine Creek and the easterly shore of Slate Bay on Quesnel Lake appear to follow a North easterly trending regional fault zone.

#### GLACIATION

During Pleistocene time the claims area was entirely covered with the Continental ice sheet, resulting in a mantle of glacial detritus ranging from 2 to 10 feet thick covering the south westerly parts of the claim block.

Ice Movement was generally from north to south.

#### CLIMATE

The precipitation in the Horsefly area ranges from moderate to heavy, generally coming during the fall and winter months. Dry, hot periods can occur during summer, but at no time are conditions too severe, to greatly hamper work.

#### HISTORY

No thorough exploration program appears to have been undertaken on the claims. The 20 claims in the P group cover in part ground initially staked by Magnum Consolidated Mining Co. Ltd. and Helicon Explorations Ltd. in 1966 and 1967 as a joint venture, on 108 claims called the Suey Bay project. A programme consisting of air photo interpretation, geology, geophysics, and geochemical surveys was undertaken during 1967, over the main Suey Bay copper showing, located approximately 2100' south east of P 10. This culminated in the diamond drilling of 909.7 feet in three holes. The showing is now controlled by Green Eagle Mines Ltd.

Diamond drill holes # 1 and # 2 were used to investigate a completely geophysical anomaly proven to be caused by a sequence of carbonaceous argillite or graphite invaded by fingers of quartz diorite. Diamond drill hole # 3 located on the main showing contained widely dispersed copper values of low grade in a mixture of sediments and intrusives for a length of 290 feet.

During the fall of 1971 Green Eagle Mines Ltd. contracted Seigel Geophysical Contractors and Consultants to conduct an Induced Polarization program over a large geochemical anomaly centred approximately 2100 feet S 50°E from the # 1 posts of P 9 and P 10. The results of this program are encouraging and diamond drilling is planned.

#### GEOLOGY

Geological Survey of Canada Map 1-1963 by R.B. Campbell 1961 and 1962 shows that the claims are underlain with Triassic and/or Jurassic volcanic and sedimentary rocks, and in part cover glacial or alluvium deposits of Pleistocene and Recent age.

Rock types occurring on the Jamie claims of Green Eagle Mines Ltd. south of the P-claims have been identified as consisting of siltstone, carbonaceous shale and slate, argillite, augite porphyry, Quartz diorite, dacite, phyllite and schist.

Field observations made by the author, and an analysis of the Induced Polarization survey conducted by Seigel Associates Ltd. on the Jamie Claims made by D.R. Cochrane, P.Eng. indicate that acidic intrusive rocks may underlie parts of both of the Jamie and P-claims. This appears to be substantiated by Aeromagnetic Map 5238 G, Mackay River showing that two areas of magnetic highs exist, east and north west of Suey Bay. The magnetic high immediately east of Suey Bay corresponds to unit 10b, Map 1-1963 G.S.C. mapped as hornblende diorite by R.B. Campbell.

The main showing on the Jamie claims occurs in a strong shear zone 10.5 feet wide, striking N60°W and dipping steeply to the north. Copper mineralization in the form of chalcopryite, malachite, azurite, and bornite occurs with pyrite, pyrrhotite, calcite, quartz and pyrolusite. Channel sampling by Chapman, Wood and Griswold personnel in 1966 and by the author in 1971 gave 2.22% copper and 1.14 oz/ton silver across 7 feet, and 1.56% copper and 0.4 oz/ton silver across 10.5 feet, respectively. Mineralization in the showing occurs principally along shears and minor fracture planes.

Minor pyrite, pyrrhotite, and chalcopryite frequently occurs in hair-line fractures in the sedimentary rocks, and also as disseminations and fracture fillings in tongues of quartz diorite on the Jamie claims as observed in the area of the main showing.

A strong regional shear zone with a north easterly strike, mapped by R.B. Campbell appears to cross the centre of the P (1-20) claim block. Fig. 2.

The possibility of finding copper mineralization on the P-claims is excellent and a detailed exploration program is warranted.

#### SUMMARY AND CONCLUSIONS

The P (1-20) group of mineral claims located between Suey Bay and Sardine Lake, near Horsefly Lake, is underlain with volcanic and sedimentary rocks of Triassic and/or Jurassic age.

Tongues of quartz-diorite intruding and the volcanic and sedimentary rocks are believed to occur on the P-claims. Copper mineralization is found as fracture fillings and disseminations in quartz-diorite on the Jamie claim immediately to the south and can occur in a similar manner on the P-claims. Copper mineralization also occurs with pyrite and pyrrhotite in hair-line fractures in the sedimentary and volcanic rocks near the south boundary of P 9 and P 10, on Jamie 71-1 and 71-2.

Interpretation of Geophysical data, by Green Eagle Mines Ltd. and the G.S.C. indicates that a Geological contact between intrusive rocks and metasedimentary rocks exists, on the P claims.

To date the highest grade copper mineralization found in the area is structurally controlled. A strong north easterly striking fault zone crossing the claims is an excellent exploration target for the discovery of copper mineralization.

The P (1-20) claims have not been examined in any thorough manner. Copper-silver mineralization is known to occur, coincident with geophysical and geochemical anomalies to the immediate south of the claims. The possibility of this occurring on the P-claims is sufficiently high to warrant a thorough preliminary exploration program.

In the writer's opinion the claims warrant detailed geochemical, geological, and geophysical programs to evaluate the possibility of the occurrence of economic copper-silver mineralization.

#### RECOMMENDATIONS

A preliminary work program is recommended: -

##### Phase I

- 1) Geochemical soil sampling at 100 foot intervals along control lines spaced at 400 feet apart.
- 2) Geological mapping and prospecting along the control grid, supplemented by photogeology.
- 3) A magnetometer survey along the established grid.
- 4) Induced Polarization survey of selected anomalous areas obtained from the previous surveys.
- 5) Trenching and sampling of coincident anomalies obtained in the preliminary work programs.

##### Phase II

- 1) Drilling - This phase is contingent on the findings of the previous surveys.

#### APPENDIX A

##### ESTIMATED COST OF THE RECOMMENDED EXPLORATION PROGRAM

##### Phase I

Time	-	2 months	
Personnel	-	Geologist	
	-	2 man field crew	
Contract	-	Induced Polarization field crew	
		for maximum of two weeks.	
1) Line Grid			
		20 line miles @ 150.00	\$3000.00
2) Geochemical Soil Survey			
		20 line miles @ 75.00	1500.00
		Analysis for Copper 1060 @ 1.25	1325.00
3) Geological Mapping and Prospecting			
		1 month @ 1500.00	1500.00
		Photogeology	500.00
4) Magnetometer Survey			
		20 line miles @ 75.00	1500.00
5) Induced Polarization Survey			
		(Selected Areas) 6 miles @ 450.00	2700.00
6) Trenching and Sampling			500.00
7) Camp Costs			750.00
8) Transportation			1000.00
9) Drafting secretarial printing			250.00
10) Engineering and Supervision			1500.00
Total			\$16025.00
Contingencies 10%			1603.00
Total (Phase I)	c/f		\$17628.00

##### Phase II

1) Drilling - This phase is contingent on the success of the preceding surveys.		
	2000' in 4 holes @ \$18.00	b/f \$36000.00
	Contingencies 10%	3600.00
	Total (Phase II)	\$39600.00
	Total cost (Phases I and II)	<u>\$57228.00</u>

Respectfully submitted,

"J.R. POLONI"  
John R. Poloni, B.Sc., P.Eng.

#### APPENDIX B REFERENCES

- 1) Lorinczi G., September 1, 1967. Summary Report for Chapman, Wood and Griswold Ltd.: - Magnum - Helicon Project - Suey Bay Prospect.
- 2) Lorinczi G., May 31, 1967; July 21, 1967. Weekly reports: - Magnum THX Suey Bay.
- 3) Poloni J.R., August 6, 1971. Report on the Jamie Group of Mineral Claims for Green Eagle Mines Ltd.
- 4) Cochrane D.R. February 3, 1972. Notes on the Geochemical and Geophysical Data, Suey Bay on behalf of Green Eagle Mines Ltd.
- 5) Fominoff P.J. and Poloni J.R. December 10, 1971. Report on an Induced Polarization Survey. Horsefly Lake Area, British Columbia on behalf of Green Eagle Mines Ltd.

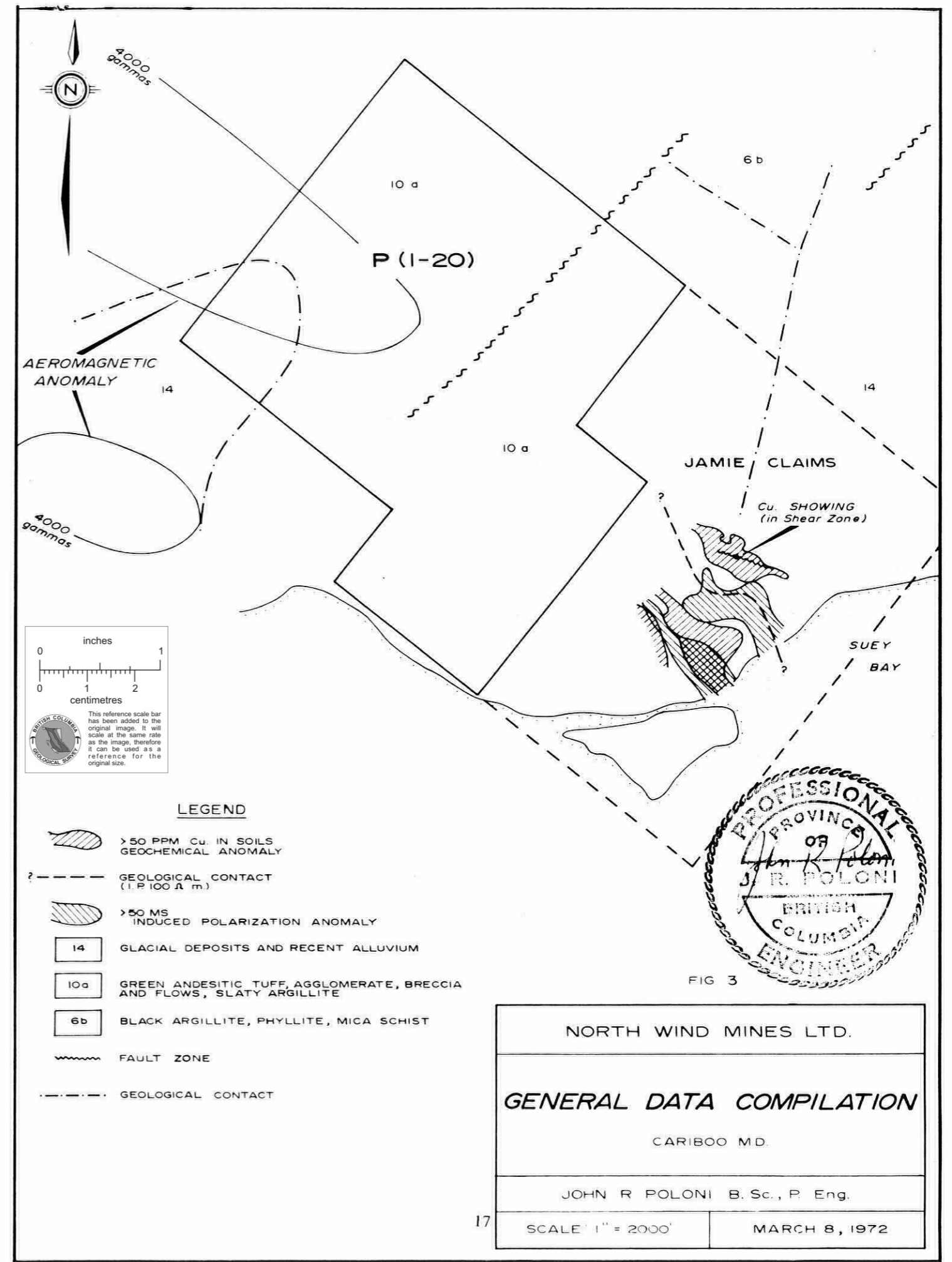
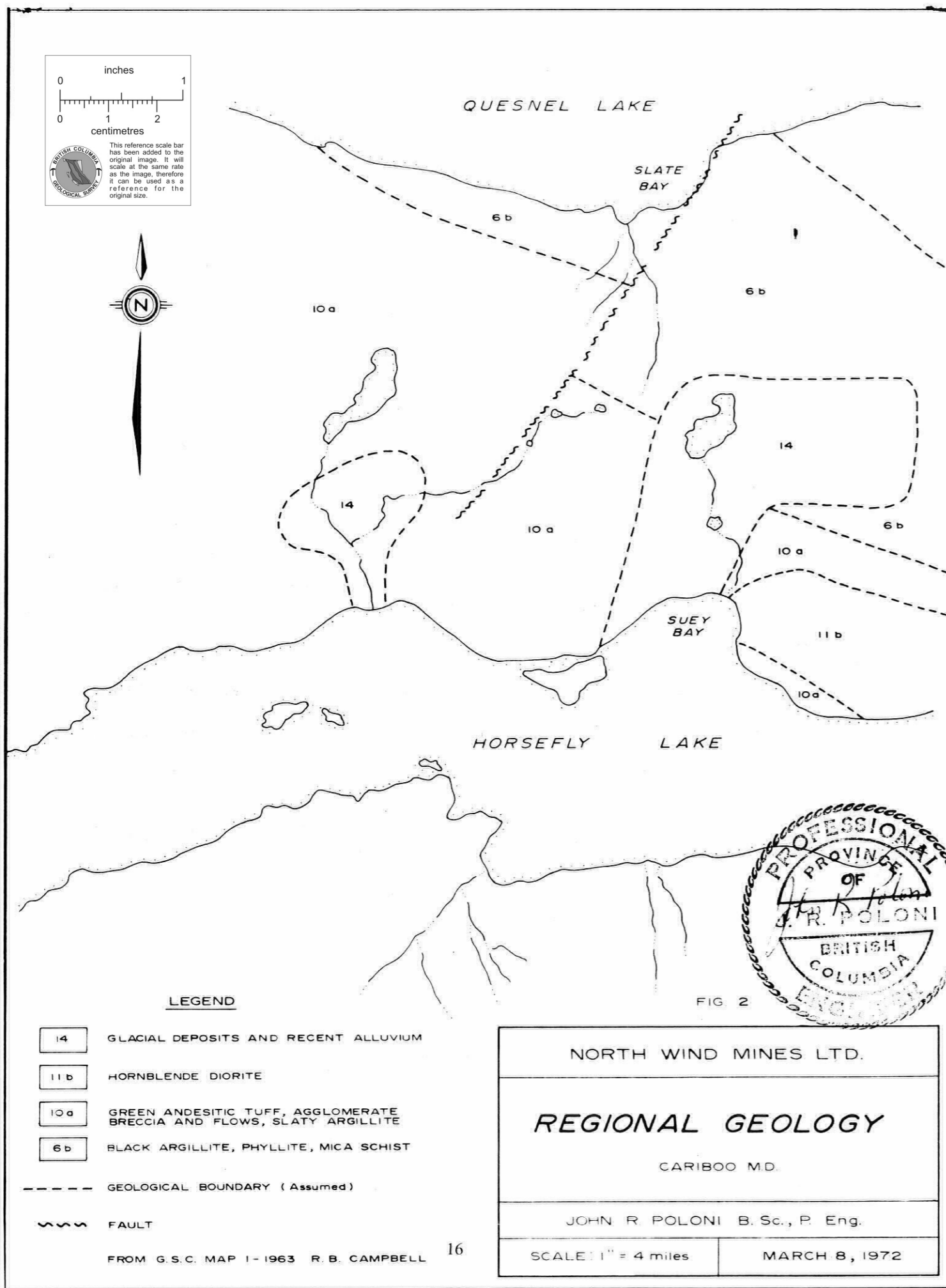
#### APPENDIX C CERTIFICATE

I, John R. Poloni of 5502 - 8B Ave., in Delta, in the Province of British Columbia DO HEREBY CERTIFY that:

- 1) I am a Consulting Geologist.
  - 2) I am a graduate of McGill University of Montreal, Quebec, where I obtained a B.Sc. degree in Geology in 1964.
  - 3) I am a registered Professional Engineer in the Geological Section of the Association of Professional Engineers of the Province of British Columbia.
  - 4) I have practiced my profession since 1964.
  - 5) I am a Fellow of the Geological Association of Canada and a member of the Canadian Institute of Mining and Metallurgy.
  - 6) I am a member of the Association of Geologists of Quebec.
  - 7) I have located the P (1-20) claims in accordance with the regulations of the British Columbia Department of Mines and Petroleum Resources.
  - 8) I have no direct interest in any of the properties or Securities of Northwind Mines Ltd. nor do I expect to receive or acquire any.
- Dated this 8th day of March, 1972.

"J.R. POLONI"  
John R. Poloni, B.Sc., P.Eng.





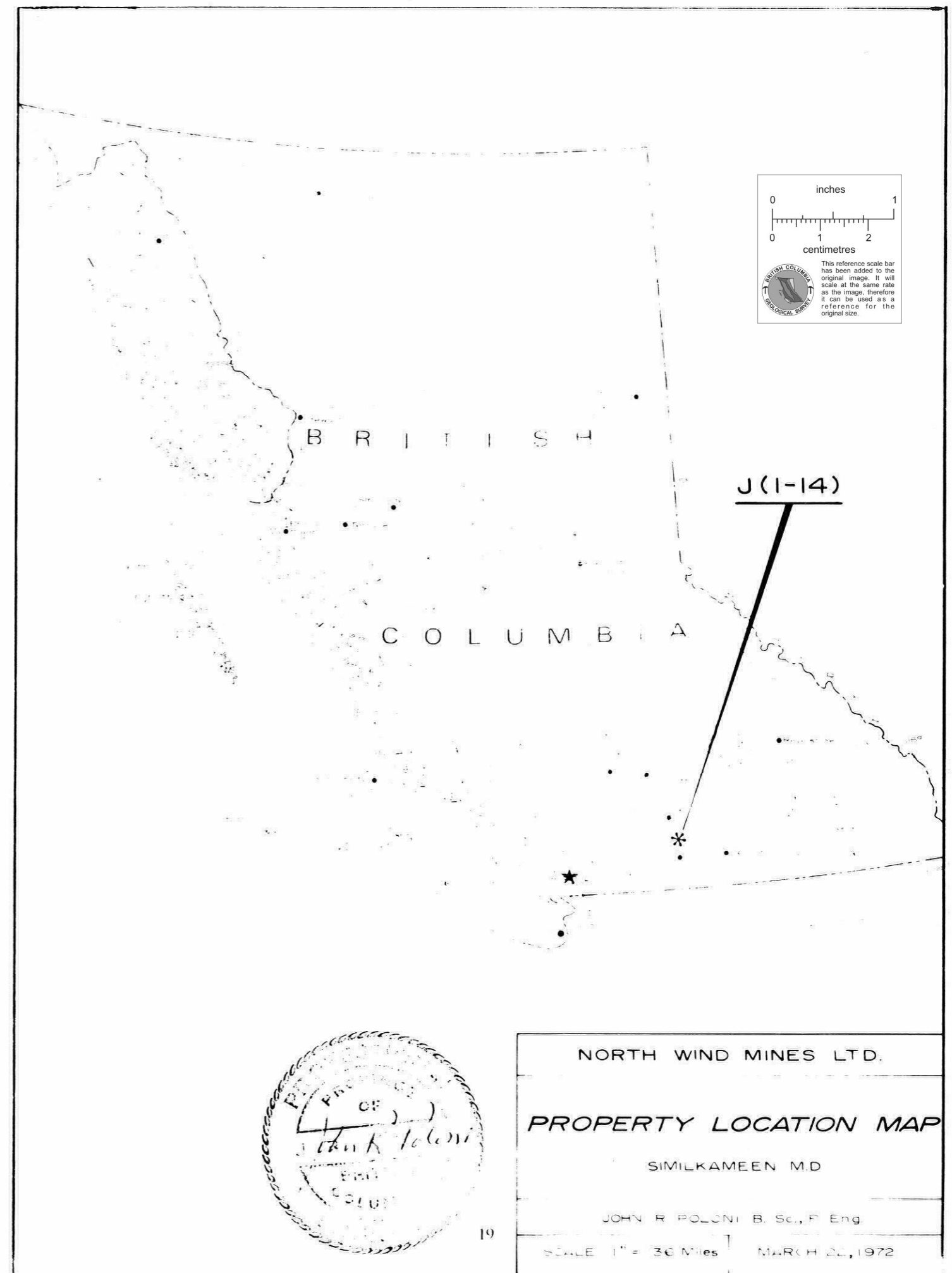
REPORT ON THE J (1-14)  
 MINERAL CLAIMS  
 ALLISON LAKE AREA  
 SIMILKAMEEN MINING DIVISION

FOR  
**NORTHWIND MINES LTD.**

BY  
 John R. Poloni B.Sc., P.Eng.  
 March 22, 1972

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NORTH WIND MINES LTD.  
**PROPERTY LOCATION MAP**  
 SIMILKAMEEN M.D.  
 JOHN R. POLONI B. Sc., P. Eng.  
 SCALE 1" = 30 Miles    MARCH 22, 1972

REPORT ON THE J (1-14)  
 MINERAL CLAIMS  
 ALLISON LAKE AREA  
 SIMILKAMEEN MINING DIVISION

FOR  
 NORTHWIND MINES LTD.

BY  
 John R. Poloni B.Sc., P.Eng.

March 22, 1972

**INTRODUCTION**

The 14 mineral claims in the J (1-14) group are located approximately 14 miles north of Princeton, B.C. near Borgeson and Allison Lakes, to the west and east of Highway No. 5. The claims were located by Mr. D. Gallen on March 20, 1972, and were visited by the author on that day. This report is based on field observations made in the area during August 1971, on published Government reports, and on unpublished reports. The purpose of the report is to evaluate the economic potential of the claims.

Preliminary exploration work is recommended.

**PROPERTY**

The property consists of 14 mineral claims located between Borgeson and Allison Lakes, at Latitude 49°41'N and Longitude 120°37'W. Claims data is as follows:

Name	Tag No's	Staking Date	Record Date
J (1-14)	298167-80 M	Mar. 20, 1972	

The claim posts for claims J 1,2, (7-14), were examined, and the claims are staked in accordance with the regulations of the British Columbia Department of Mines and Petroleum Resources. There appears to be no possible contraventions.

**LOCATION AND ACCESS**

Located 14 miles north of Princeton, B.C. and straddling Highway # 5, the property is ideally situated at 195 miles by road from Vancouver. Access is provided by logging roads branching from Highway # 5, both to the east and west.

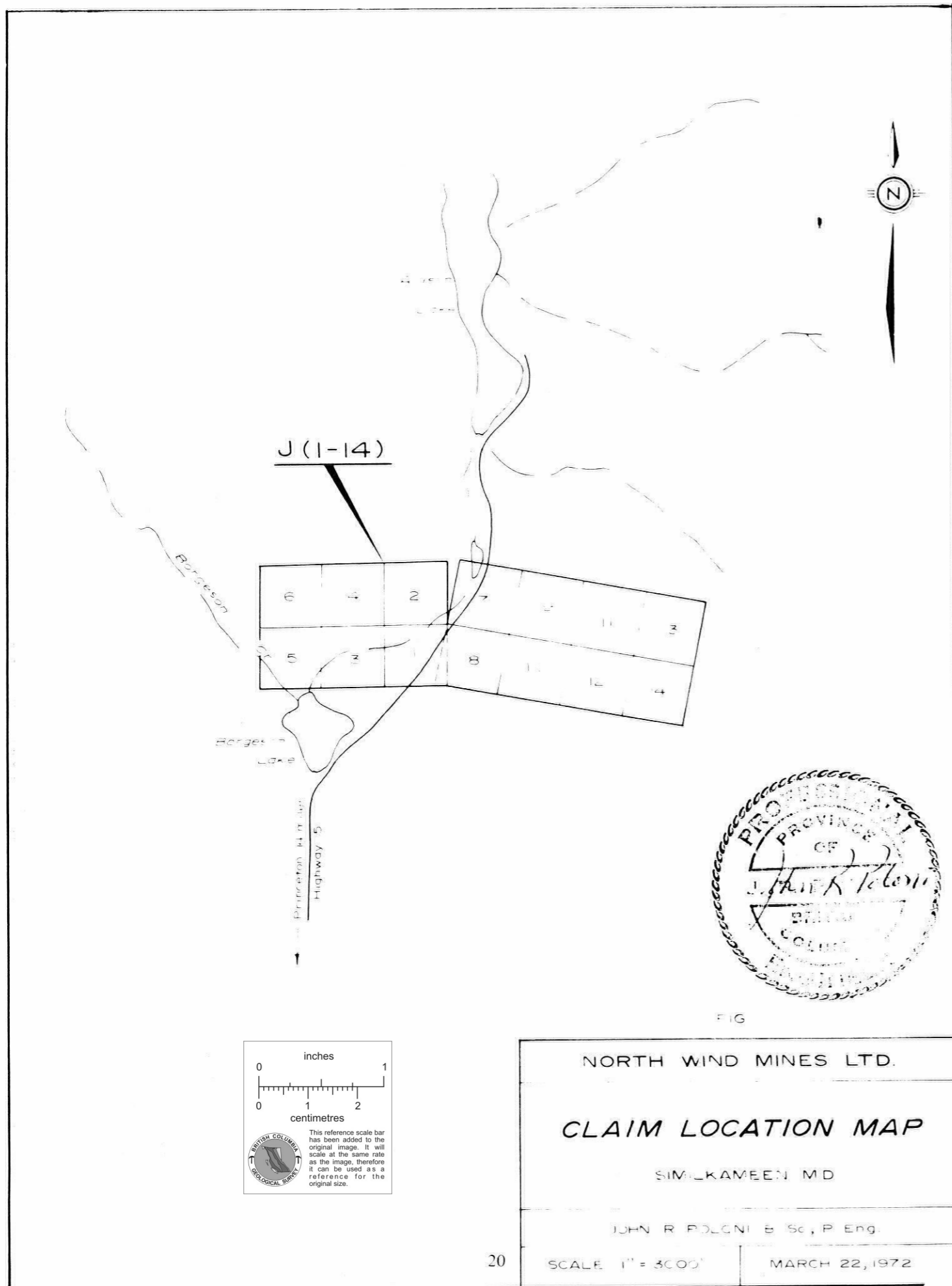
Railway facilities, natural gas and hydro electric power are readily available in the Princeton area. Both a hydro electric power line and natural gas pipe line, are located within 2 miles of the eastern boundary of the claims.

**PHYSIOGRAPHY**

The claims lie within the Interior Plateau of central British Columbia, where stream dissection has to a great extent obscured the level surfaces found further north. Upper Otter Creek, Allison Lake, and Allison Creek, occupy a comparatively straight valley, following a north-south trending fault zone which has been deeply scoured by moving ice.

Elevation differences on the claims range from approximately 3,000 feet above mean sea level along Highway # 5 to a maximum of 4,500 feet to the east.

Fir, alder and poplar are generously distributed over the claims. The valley of the westerly flowing stream crossing the claims east of Highway # 5, is occupied by alder, as moderately dense underbrush. Fir, the most abundant tree is small and would appear to have little present commercial value.



## GLACIATION

During Pleistocene time, the continental icesheet entirely covered the area. The ice movement was generally from north to south resulting in deep scouring of the north-south trending valleys. Noticeably, the effect of the glacial period has been to cover the area with a mantle of detritus ranging from 2 to 10 feet.

## CLIMATE

The claims area lies within the Interior Plateau of Central British Columbia, which is characterized by little precipitation, moderate winters, and long arid summers. Snow covers the ground to a depth of 2-5 feet for only a few winter months.

Sufficient precipitation occurs annually to provide both Borgeson and Allison Creeks with moderate water flow even through the dry summer months.

## HISTORY

The ground covered by the claims does not appear to have been subjected to any exploration programs of significance.

The Princeton area in general has a long history of exploration and production dating to the early 1860's, with the discovery of placer gold deposits on Tulammen and Similkameen Rivers and tributary creeks. Lode mining for gold, and copper has had a long and successful history in the area, to the present day. Discovery of the Ingerbelle Mine (Similkameen Mining Co.) presently in production; the Axe property of Amax Explorations Inc.; and the Holmes Mountain property of Joy Mining Ltd. has maintained a strong exploration interest.

Blue Gulch Explorations Ltd. have examined by geochemistry, geology, trenching, and diamond drilling low grade copper-pyrite mineralization immediately north of the J claims on the east side of Allison Lake. The samples of three bulldozer trenches in fractured and altered monzonite gave 0.20% Cu. for 160'; 0.19% Cu. for 140' and 0.37% Cu. for 150'. Subsequent diamond drilling failed to intersect economic grade mineralization, but further work is planned.

Laura Mines Ltd. conducted a geochemical soil survey on the D.D. group of mineral claims north of the J (1-8) claims, during the summer of 1971. Further follow-up work is planned.

## GEOLOGY

Memoir 243, G.S.C. by H.M.A. Rice, 1946 describes coarse-grained, reddish, altered, siliceous granite and granodiorite of Jurassic Coast Intrusions, contacting Triassic Nicola Group volcanic and sedimentary rocks, as occurring to the south of Allison Lake. The J (1-14) claims is underlain by these units.

The Nicola Group is a heterogeneous one consisting of a considerable thickness of successions of lavas, interbedded irregularly with lenses of tuffaceous and argillaceous rocks and infrequent beds of limestone. Commonly the volcanic is massive andesite porphyry, blue grey to dark green in colour. Phenocrysts of pyroxene or plagioclase are present. Magnetite, pyrite and occasionally specks of chalcopyrite are common.

Jurassic intrusive rocks in the area consist of red granodiorite ranging in composition from quartz diorite to granite. Potash feldspar and quartz contents are high. Amphibole, magnetite, apatite, titanite, and zircon are common accessory minerals. The Allison Lake intrusive body is extremely altered near the regional fault zone immediately east of Allison Lake.

Mineral occurrences have been found along the Nicola Group-Intrusive contact as at Brenda Mines located approximately 35 miles north east of the J claims, and on the Blue Gulch claims immediately north. Map 888 A G.S.C. shows many similar occurrences.

## STRUCTURE

A regional fault zone consisting of an en echelon arrangement of closely related faults occurs east of Allison Lake. This fault, trending northerly, from the Copper Mountain Intrusive, is a major structure over 100 feet wide, where exposed in a rock cut near the south end of Allison Lake. The rocks in the zone have been extremely crushed, broken, leached and silicified presenting a weathered gossan-like appearance. This zone crosses claims J (9-12).

A similar shear zone occurs 3000 feet west of Borgeson Lake.

## SUMMARY AND CONCLUSIONS

The J (1-14) mineral claims are located 14 miles north of Princeton, B.C. near the south end of Allison Lake.

This area is underlain with Triassic Nicola volcanic and sedimentary rocks in contact with Jurassic Coast Intrusive granodiorites.

Regional shearing with a general northerly strike, in the form of en echelon faults, crosses the claims.

Copper mineralization is known to occur disseminated with pyrite, in monzonite, near contacts with Nicola Group volcanics on the Blue Gulch claims, immediately to the north of the J claims. This contact zone has proven to be an excellent exploration target for the discovery of economic copper mineralization.

No examination of significance has been undertaken on the ground covered by the claims.

In the writer's opinion the J (1-14) mineral claims warrant detailed, geological, geochemical, and geophysical programs to evaluate the possibility of the occurrence of large disseminated type copper deposits.

## RECOMMENDATIONS

The following preliminary work program is recommended: —

### Phase I

- 1) Geochemical soil sampling at 100 foot intervals along control lines spaced 200 feet apart.
- 2) Geological mapping and prospecting.
- 3) A Magnetometer survey along the established grid.
- 4) Induced Polarization survey of selected anomalous areas obtained in initial surveys.
- 5) Trenching and sampling of coincident geochemical and geophysical anomalies.

### Phase II

- 1) Drilling — This is a success contingent program depending on the results of Phase I surveys.

## APPENDIX A

### ESTIMATED COST OF THE RECOMMENDED EXPLORATION PROGRAM

#### Phase I

Time	—	1 month	
Personnel	—	Geologist	
	—	2 man Field Crew	
Contact	—	Induced Polarization Field Crew for one week.	
1) Line Grid			
28 miles @ 50.00			\$1400.00
2) Geochemical Soil Survey			
28 line miles @ 75.00			2100.00
Assays and Geochemical analysis			2000.00
3) Geological mapping and Prospecting			1000.00
4) Magnetometer Survey			
28 line miles @ 75.00			2100.00
5) Induced Polarization			
(Selected Areas) 6 line miles @ 45.00			2700.00
6) Trenching			1000.00
7) Camp Costs			500.00
8) Transportation, Drafting, Secretarial, and printing			500.00
9) Engineering and Supervision			500.00
Total			13800.00
Contingencies 10%			1380.00
Total (Phase I)		c/f	\$15180.00

Phase II

1) Drilling - This phase is contingent on the findings of Phase I Surveys.

2000' in 4 holes @ 18.00	b/f	36000.00
Contingencies 10%		3600.00
Total (Phase II)		<u>39600.00</u>
Total (Phase I and Phase II)		<u><u>\$54780.00</u></u>

Respectfully Submitted

"J.R. POLONI"  
John R. Poloni, B.Sc.; P.Eng.

**APPENDIX B  
REFERENCES**

- 1) Rice, H.M.A. (1960) G.S.C. Memoir 243 Geology and Mineral Deposits of the Princeton Map-Area. British Columbia
- 2) Jury, R.G. Two reports for Blue Gulch Explorations Ltd., March 2, 1971 and December 12, 1969.
- 3) Poloni, J.R. Report on the D.D. Group of Mineral claims, Allison Lake Area, for Laura Mines Ltd., April 25, 1971.

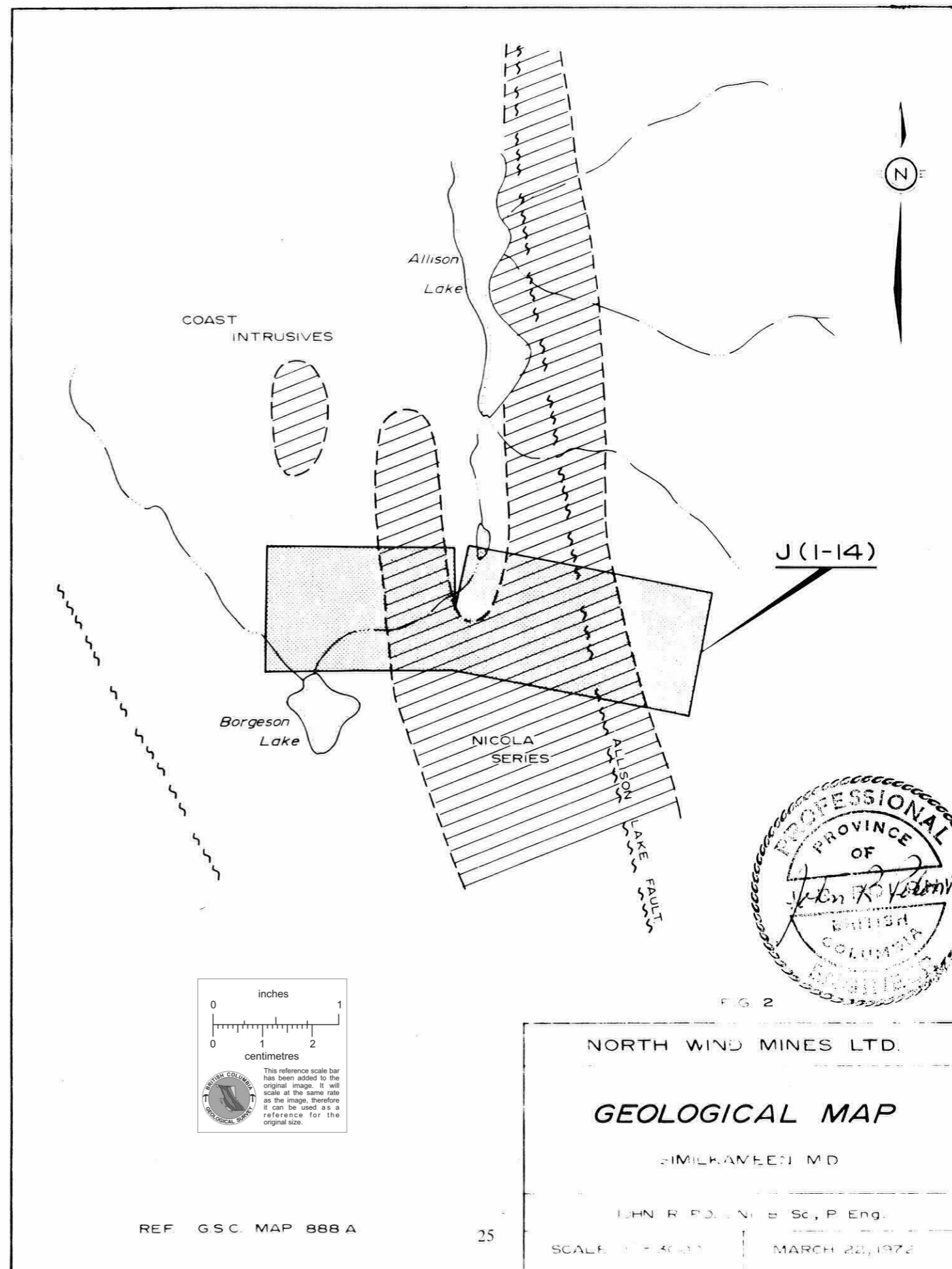
**APPENDIX C  
CERTIFICATE**

I, John R. Poloni of 5502 - 8B Avenue, in Delta, in the Province of British Columbia DO HEREBY CERTIFY that:

- 1) I am a Consulting Geologist.
- 2) I am a graduate of McGill University of Montreal, Quebec, where I obtained a B.Sc. degree in Geology in 1964.
- 3) I am a registered Professional Engineer in the Geological Section of the Association of Professional Engineers of the Province of British Columbia.
- 4) I have practiced my profession since 1964.
- 5) I am a Fellow of the Geological Association of Canada and a member of the Canadian Institute of Mining and Metallurgy.
- 6) I am a member of the Association of Geologists of Quebec.
- 7) I have visited the J 1,2 (7-14) mineral claims, and they are staked in accordance with the regulations of the British Columbia Department of Mines and Petroleum Resources.
- 8) I have no direct interest in any of the properties or Securities of Northwind Mines Ltd. nor do I expect to receive or acquire any.

Dated this 22nd day of March, 1972.

"J.R. POLONI"  
John R. Poloni, B.Sc., P.Eng.





NORTHWIND MINES LTD. (N.P.L.)

INDEX TO FINANCIAL STATEMENTS

Auditors' Report	
Balance Sheet	Exhibit "A"
Statement of Source and Application of Working Capital	Exhibit "B"
Notes to Financial Statements	Exhibit "C"

AUDITORS' REPORT

To the Shareholders:

We have examined the Balance Sheet of Northwind Mines Ltd. (N.P.L.) as at April 21, 1972 and the Statement of Source and Application of Working Capital for the period then ended. Our examination included a general review of the accounting procedures and such tests of accounting records and other supporting evidence as we considered necessary in the circumstances. We did not search the title of the mineral claims but relied on a title opinion supplied by the Company's Solicitor.

The company is engaged in exploration for minerals and the Company's principal assets consist of mineral claims stated at cost, and deferred development costs. The recovery of the above mentioned costs is dependent upon the success of future operations.

In our opinion, subject to the foregoing, these financial statements present fairly the financial position of the Company as at April 21, 1972 and the results of its operations and the Source and Application of its Working Capital for the period then ended, in accordance with generally accepted accounting principles.

WOLRIGE, MAHON & COMPANY

"WOLRIGE, MAHON & COMPANY"  
Chartered Accountants

Vancouver, B.C.  
April 22, 1972



NORTHWIND MINES LTD. (N.P.L.)

Exhibit "A"

BALANCE SHEET

April 21, 1972

ASSETS

Current	
Cash in bank	\$ 18,943.04
Mineral properties, at cost – Note 1 & 4	47,500.00
Deferred costs	
Administrative – Note 5	245.70
Exploration – Note 5	811.26
Incorporation	1,343.78
	<u>\$ 68,843.78</u>

LIABILITIES

Current	
Payables	\$ 1,343.78

SHAREHOLDERS' EQUITY

Share Capital	
Authorized: 3,000,000 common shares with a nominal or par value of .50¢ each	
Issued and fully paid – Note 2	
1,050,002 shares	67,501.00
Less: Subscriptions receivable	1.00
	<u>67,500.00</u>
	<u>\$ 68,843.78</u>

APPROVED ON BEHALF OF THE BOARD:

"E.S. PETERS"                      Director  
"D.J. GALLEN"                     Director

The notes set out in Exhibit "C" form part of this statement.

NORTHWIND MINES LTD. (N.P.L.)

Exhibit "B"

STATEMENT OF SOURCE AND APPLICATION OF WORKING CAPITAL

For the period from March 21, 1972  
(date of incorporation)  
to April 21, 1972

Source of Working Capital

Proceeds from the issue of 300,000 shares for cash \$ 30,000.00

Application of Working Capital

Mineral properties purchased for cash 10,000.00  
Administrative costs 245.70  
Exploration costs 811.26  
Incorporation costs 1,343.78

12,400.74

Working Capital

\$ 17,599.26

Represented by:

Current Assets \$ 18,943.04  
Less: Current Liabilities 1,343.78

Working Capital

\$ 17,599.26

## NOTES TO FINANCIAL STATEMENTS

April 21, 1972

## 1. Mineral Properties

Cariboo Mining Division British Columbia

20 claims acquired for 750,000 shares of the Company's capital stock at 5¢ per share plus \$5,000.00 cash

\$ 42,500.00

Similkameen Mining Division British Columbia

14 claims acquired for \$5,000.00 cash

5,000.00

\$ 47,500.00

## 2. Share Capital

Share Capital has been issued for the following consideration:

	<u>No. of Shares</u>	<u>Par Value</u>	<u>Discount</u>	<u>Net</u>
For cash	300,002	50¢	\$ 120,000.00	\$ 30,001.00
For mineral properties	<u>750,000</u>	<u>50¢</u>	<u>337,500.00</u>	<u>37,500.00</u>
	<u>1,050,002</u>	<u>50¢</u>	<u>\$ 457,500.00</u>	<u>\$ 67,501.00</u>

3. The Company was incorporated March 21, 1972 and these financial statements reflect the results of the operations of the Company from that date to April 21, 1972.

4. The amounts recorded for mineral properties and deferred costs represent costs accumulated to date and are not intended to reflect present or future values.

## 5. Deferred costs

Administrative – Printing	\$ 27.05
–Bank charges	2.50
–Sundry	216.15
	<u>\$ 245.70</u>
Exploration – Geologists	<u>\$ 811.26</u>