

WS 92H/11W 092HNC75
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NO SECURITIES COMMISSION OR SIMILAR AUTHORITY IN CANADA HAS IN ANY WAY PASSED UPON THE MERITS OF THE SECURITIES OFFERED HEREUNDER AND ANY REPRESENTATION TO THE CONTRARY IS AN OFFENCE.

RECEIVED

NEW ISSUE

008642

PROSPECTUS

250,000 shares

SUPERINTENDENT
OF BROKERS

TOTEM INDUSTRIES LTD.

(Incorporated under the laws of British Columbia)

HEAD OFFICE:

802 - 1177 West Hastings Street
Vancouver, B.C.

DEPT. OF MINES
AND PETROLEUM RESOURCES
Rec'd FEB 23 1977

REGISTERED OFFICE:

802 - 1177 West Hastings Street
Vancouver, B.C.

	<u>Price to Public</u>	<u>Commissions</u>	<u>Proceeds to Company*</u>
Per Unit	\$0.20	\$0.05	\$0.15
Total	\$50,000.00	\$12,500.00	\$37,500.00

*before deducting legal, audit and printing expenses estimated at \$5,000.00. This offer is subject to a minimum subscription. For more details, see the heading "Minimum Subscription" on page 5.

THIS PROSPECTUS CONSTITUTES A PUBLIC OFFER OF THESE SECURITIES ONLY IN THOSE JURISDICTIONS WHERE THEY MAY BE LAWFULLY OFFERED FOR SALE.

THE COMPANY'S PROPERTIES DO NOT CONTAIN ANY PROVEN ORE RESERVES. A SUBSTANTIAL AMOUNT OF DRILLING AND OTHER EXPLORATORY WORK WILL HAVE TO BE DONE BEFORE A DETERMINATION CAN BE MADE AS TO WHETHER OR NOT THE CLAIMS CONTAIN ANY COMMERCIALY MINEABLE ORE BODIES. THEREFORE, A PURCHASE OF THE SHARES OFFERED BY THIS PROSPECTUS MUST BE CONSIDERED A SPECULATION. REFERENCE SHOULD BE MADE TO THE PARAGRAPH PRINCIPAL HOLDERS OF SHARES FOR A COMPARISON OF THE NUMBER OF SHARES HELD BY PROMOTERS AND DIRECTORS OF THE COMPANY FOR CASH AND PROPERTY WITH THE NUMBER OF SHARES OFFERED BY THIS PROSPECTUS.

NO SURVEY HAS BEEN MADE OF THE COMPANY'S LOCATED MINERAL CLAIMS AND THEREFORE IN ACCORDANCE WITH THE MINING LAWS OF BRITISH COLUMBIA, THEIR EXISTENCE AND AREA COULD BE IN DOUBT.

THERE IS NO MARKET FOR THE SHARES OF THIS COMPANY.

THIS PROSPECTUS IS DATED SEPTEMBER 13TH , 1976.

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GEOLOGICAL REPORT

On the

WS CLAIM

YALE AREA, NEW WESTMINSTER M.D., B.C.

OF

TOTEM INDUSTRIES LTD.

Vancouver, B.C.
November 10, 1975

E. Percy Sheppard, P.Eng.
Consulting Geologist

4. Capital stock

Details of shares issued at 30th June, 1976 are as follows:

	<u>Shares</u>	<u>Amount</u>
For cash	292,501	\$29,251.00
For mineral claims	<u>750,000</u>	<u>7,500.00</u>
	<u>1,042,501</u>	<u>\$36,751.00</u>

The 750,000 shares issued for mineral claims will be required to be held in escrow subject to release only on approval by the Superintendent of Brokers for the Province of British Columbia.

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MAPS:

Location Map		
Claim Map	Scale: 1" = 400'	Metric: 1:500
Magnetometer Survey	" "	
Geochemical Survey:		
Copper ppm	" "	
Nickel ppm	" "	

GEOLOGICAL REPORT

WS CLAIM

YALE AREA, NEW WESTMINSTER N.D., B.C.

SUMMARY & CONCLUSIONS

Totem Industries Ltd. is the owner of the WS Claim located at Emory Creek, B.C., 12 miles north of Hope, in the New Westminster Mining Division. The Claim lies 1.7 miles west of Highway 1.

The WS CLAIM consists of six units of approximately 61.78 acres each.

The Claim is underlain by part of the Spuzzum quartz diorite Pluton, intruded into sedimentary and volcanic rocks with altered phases consisting of schists and amphibolites. Heavy overburden obscures the rocks on a large part of the claim. The geologic structure is complex. The claim appears to be located on the west flank of a north-westerly plunging synclinal structure.

A magnetometer survey located a strong anomaly which centers on the eastern part of the WS Claim and trends in a southerly direction. The results of a geochemical survey were analyzed for copper and nickel. An anomaly of over 440 ppm Cu, centering over the east part of the claim, coincided with the magnetometer anomaly. The nickel results showed an anomaly with a relief of over 700 ppm extending over three units of the WS Claim. This is the significant part of the survey as nickel is the metal sought after in this claim which adjoins the nickel-producing Giant Mascot Mine.

As a result of the work done to date, it is felt that this property warrants further exploration in the form of diamond drilling.

RECOMMENDATIONS

It is recommended that Totem Industries Ltd. carry out the exploration program outlined in this report. It is further recommended that the Company allocate the sum of \$20,000 to implement the proposed program.

E. Percy Sheppard
E. Percy Sheppard, P.Eng.
Consulting Geologist

November 10, 1975



GEOLOGICAL REPORT

WS CLAIM, YALE AREA

New Westminster M.D., B.C.

INTRODUCTION

The following report deals with the WS CLAIM belonging to Totem Industries Ltd. Data for the report were collected by the writer during a visit to the area in October 1975.

The work reported on in this report was performed in September and October of 1970, under the supervision of the writer. The claims were dropped by the previous owners, owing to difficulty in obtaining funds, and restaked by Totem Industries Ltd in October 1975. During the writer's visit in October no changes were found in the surface or evidence of any new work having been carried out.

This report was authorized by Mr. W. Shana, President of Totem Industries Ltd.

PROPERTY

The property consists of one legal claim named "WS", consisting of 6 units bearing tag number 10481.

This claim is staked under the Modified Grid System. Each unit measures 1640.42 ft. on a side and contains 61.78 acres; or on the metric system each unit measures 500 metres on a side and contains 25 hectares. The claim is staked on astronomic north bearing. The legal corner post of the claim lies on the southwest corner. The claim was staked to cover the part of the old group covered by the surveys.

OWNERSHIP

The WS CLAIM is owned outright by Totem Industries Ltd. by right of purchase.

LOCATION & ACCESS

The property is located on Emory Creek, 12 miles north of Hope, B.C., in the New Westminster Mining Division. Co-ordinates are approximately $49^{\circ} 30'$, $121^{\circ} 30'$.

Access is by a gravel road which turns off Highway 1 about 12 miles north of Hope and follows the Emory Creek valley in a westerly direction. The claim starts 1.7 miles west from the highway along the gravel road.

HISTORY

The general area has had a long history of mineral discoveries although few of the many properties have been exploited with any major commercial success.

In 1856 placer gold was discovered in the gravel bars of the Fraser River in the district. Later lode silver and silver-lead-zinc deposits were discovered in the east side of the Hope-Yale district. In 1923 a nickel-copper deposit was discovered 7 miles northwest of Hope which was later developed into the most productive mine in the area.

There has not been any commercial production of ore from the WS Claim.

GENERAL GEOLOGY

The area lies within the Cascade and Coast Mountains (Lillooet Range). Rocks consist of north-northwest trending Spuzzum Pluton composed of quartz diorite. Sedimentary and volcanic rocks lie to the east of the contact with alteration phases consisting of schists and amphibolites. The structure is complex with north-trending faulting being the chief feature.

Details of the geology of the claim are largely unknown, mainly due to the thick mantle of overburden which blankets a large part of the area. However, from a study of the regional geology map, it is assumed that the claim lies on the west flank of a syncline which plunges northwest toward the Pluton.

WORK DONE

A magnetometer survey was carried out over the six units comprising the WS CLAIM on a grid system with 300 ft. spacings E-W from a N-S base line located N 3000 E. Readings were taken along these lines at 100 ft. stations. A Sharpe Model A-3 Magnetometer was used for the survey.

A geochemical survey was carried out over the same stations and samples were analyzed for copper and nickel.

The magnetometer survey outlined a strong, linear-type, south-trending anomaly on the east-central part of the claim. This anomaly is open to the south. A second linear anomaly, in the northwest part of the claim, trends northerly and is open to the north. A third linear anomaly trends southerly through the northwest portion and leaves the property at midpoint of the west boundary. This is lower in magnetic strength, about 7000 to 8000 gamma, while the eastern anomalies rise to peaks of more than 13,000 gamma. The background strength of 5000 to 6000 gamma is not considered to be anomalous.

WORK DONE - cont.

The geochemical survey covered the magnetometer anomalies. 335 samples were taken from the "B" zone, which was poorly developed in parts of the claim. The samples were analyzed for nickel and copper ppm. The method used was atomic adsorption with decomposition effected by hot HClO₄.

Copper: The survey outlined a copper anomaly in the south half of the property with peaks of up to 400 ppm; background, 10 to 40 ppm. This anomaly coincided very well with the magnetic anomalies.

Nickel: A strong anomaly was outlined which coincides with the magnetic and copper anomalies. This anomaly is open to the south.

The geochemical nickel anomaly is of great importance, as this is the metal being explored for in this claim which ties onto the nickel-producing Giant Mascot Mine.

EXPLORATION PROGRAM

Geological mapping should be completed in detail, and diamond drill holes laid out for testing the anomalies.

ESTIMATED COST OF EXPLORATION PROGRAM

Diamond drilling, 700' NX @ \$15/	\$10,500
Geological mapping & Sampling	4,000
Core boxes & Assaying	1,500
Travel	300
Camp & Food	1,200
Engineering & Supervision	1,500
Consulting fees	<u>1,000</u>
	\$20,000

It is estimated that the above program will be completed during one field season.

E. P. Sheppard.
E. Percy Sheppard, P.Eng.
Consulting Geologist



November 10, 1975

C E R T I F I C A T E

I, E. PERCY SHEPPARD, of the City of Vancouver, in the Province of British Columbia, hereby certify THAT:

I am a Consulting Geologist residing at #1202-945 Jarvis Street, Vancouver, B.C.;

I am a graduate of Dalhousie University, with a B.Sc. in Geology, and have been active in mining exploration and geophysics for over thirty years;

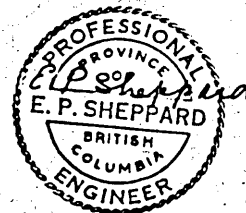
This report is based on my examination of the property in October 1970 and 1971 and supervision of the work carried out for the previous owners. Additional data were obtained during my visit to the property on October 2, 1975 for the present owners.

I have no direct or indirect interest in the property covered by this report, nor in the securities of Totem Industries Ltd, and do not expect to receive any such interest as a result of writing this report.

I am a member of the Professional Engineers Association of British Columbia, the American Institute of Mining Engineers, and a Fellow in the Geological Association of Canada.

DATED AT VANCOUVER, B.C., this 10th day of November 1975.

E.P. Sheppard
E. Percy Sheppard, P.Eng.

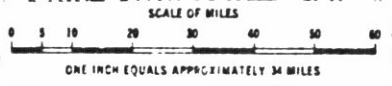
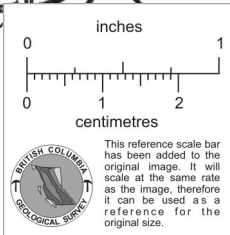




Area covered by
topographic maps
and maps

PROPERTY

TOPEM INDUSTRIES LTD
LOCATION MAP



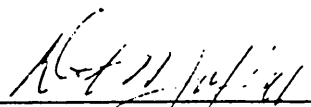
CERTIFICATE

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, and the regulations thereunder.

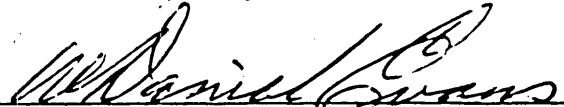
DATED at Vancouver, British Columbia, this 13th day of September , 1976.

TOTEM INDUSTRIES LTD.

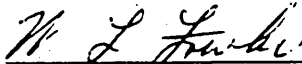
Per:




DOUGLAS MOFFAT, PRESIDENT,
DIRECTOR AND PROMOTER



WALTER DANIEL EVANS, SECRETARY
TREASURER, DIRECTOR AND
PROMOTER



WALTER LLEWELLYN FOWLER,
DIRECTOR AND PROMOTER



WILLIAM SHANE, MANAGER AND
PROMOTER