

FOG 93M/13E (093M 125) ?

FILE NUMBER - ASP 92H/7W (092HSE095)
ICE 93M/14W (093M 08A)

MADONATNA, CO B 93M/14W (093M 088)



008912

SICINTINE MINES LTD. (n.p.l.)

PROSPECTUS

Second Public Offering - 90,000 Shares at Sixty Cents (60¢)

	Price to Public	Commission	Proceeds if all Shares sold by Issuer
Per Unit	60¢	15¢	45¢
	\$54,000.00	\$13,500.00	\$40,500.00

EXPLORATION OF THE COMPANY'S MINERAL CLAIMS HAS NOT YET PROGRESSED SUFFICIENTLY TO ESTABLISH CONCLUSIVELY WHETHER OR NOT ANY COMMERCIAL ORE BODIES EXIST. CONSEQUENTLY A PURCHASE OF THE SECURITIES OFFERED BY THIS PROSPECTUS MUST BE CONSIDERED A SPECULATION.

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

THE SHARES OF THE COMPANY HAVE PREVIOUSLY BEEN OFFERED TO THE PUBLIC BUT ARE NOT AT PRESENT TRADED ON ANY STOCK EXCHANGE OR OTHER RECOGNIZED SECURITY MARKET.

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

REFERENCE MAY BE FOUND HEREIN TO THE NUMBER OF SHARES OWNED BY THE DIRECTORS, OFFICERS AND PROMOTERS OF THE COMPANY, IN COMPARISON TO THE NUMBER OF SHARES OFFERED HEREBY.

92HSE095 - 05
092HNE201
PROPERTY FILE

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Registered Office: Shulman, Tupper & Company – Barristers & Solicitors
1710 – 1177 West Hastings Street, Vancouver 1, B. C.

Head Office: 401 – 550 Burrard Street, Vancouver, B. C.

**Registrar and
Transfer Agent:** Guaranty Trust Company of Canada
580 Hornby Street, Vancouver 1, B. C.

Auditors: MacGillivray & Co. – Chartered Accountants
302 – 550 Burrard Street, Vancouver, B. C.

Dated: May 27th, 1970

DIRECTORS AND OFFICERS

Name & Address	Office Held	Principal Occupations during past 5 years
William J. Coulter 3095 Marine Drive West Vancouver, B. C.	Director & President	1969 to present, Vice-President, Chataway Exploration Co. Ltd. (1969 to present), Secretary, Carval Mines Ltd. (N.P.L.); 1968 President, Action Exploration Ltd. (N.P.L.); 1966 – 1967 Manager-Director, Imperial Land Management Ltd. Prior to June 1966, Salesman, Standard Life Assurance Co.
Allan Graham 1316 West 57th Avenue Vancouver, B. C.	Director	Barrister & Solicitor, Vancouver Office, Canadian Pacific Railway Company, Director and Secretary-Treasurer, Chataway Exploration Ltd. (N.P.L.).
Bernard Guichon 1523 Grand Boulevard North Vancouver, B. C.	Director & Vice-President	Supervisor, Lands, Rights-of-Way and Legal Surveys, West Coast Transmission Co. Ltd., Vancouver, Director and President; Chataway Exploration Ltd. (N.P.L.)
John Gavin Thomson 770 Evelyn Drive West Vancouver, B. C.	Director	Retired, Bank Manager, Bank of Montreal

REMUNERATION OF MANAGEMENT AND OTHERS

The Company does not pay, nor does it intend to pay, its Directors any salaries or other direct remuneration.

Bernard G. E. Guichon received \$1,760.00 between May 1st, 1969 and January 31st, 1970 for management services.

William J. Coulter received \$2,840.00 between May 1st, 1969 and January 31st, 1970 for management services.

The Company does not provide any pension or retirement plan or any other remuneration payments for its Directors or Officers that constitute an expense to the Company.

There are no options outstanding in favour of any of the Company's Directors or Officers.

Since the beginning of the last completed financial year, there has been no indebtedness to the Company from any Director, Senior Officer, proposed nominee or associate of any such person.

William J. Coulter is presently receiving \$400.00 per month.

PROMOTERS

William J. Coulter, Allan Graham and Bernard Guichon may be considered to be the promoters of the Company under the definition contained in the British Columbia Securities Act. They have not received any assets or remuneration as promoters. Each of Allan Graham and Bernard Guichon received 68,750 shares in the capital stock of the Company in consideration of their transfer of interest in mineral claims to the Company as hereinafter described. Each of Bernard Guichon and Allan Graham have transferred 5,875 escrowed shares to William J. Coulter, who also purchased the interest of Sydney W. Wright, deceased, from the Estate, and the interests of other escrowed shareholders, so that William J. Coulter now holds a total of 95,125 escrowed shares and 41,750 non-escrowed shares, of which 36,750 are now subject to a pooling arrangement. He has also transferred an additional 38,000 escrowed shares to be held in trust for promotional and bonus purposes. Of the non-escrowed shares held by William J. Coulter, 5,000 of same were purchased for the price of 25¢ on October 7th, 1969, and 36,750 shares were purchased for a price of 8¢. Of these 36,750 shares 2,000 each were purchased from Allan Graham and Bernard Guichon. The interest in the claims sold to the Company by Bernard Guichon and Allan Graham cost each of them approximately \$400.00. They have also bought 18,750 shares in the Company for 10¢ per share of which they retained 16,750 each.

INCORPORATION

Sicintine Mines Ltd. (N.P.L.) was incorporated as a specially limited private company under the laws of British Columbia by Memorandum of Association on August 25th, 1967. It was converted to a public company on October 2nd, 1968.

SHARE CAPITAL

All of the shares of the Company, including those offered hereby, are of one class known as "Common" shares. There are no special rights or restrictions of any nature attached to any of the shares. All of the shares rank pari passu, one with the other, as to all benefits which might accrue to the holders of them.

Designation of Security	Amount Authorized	Amount outstanding at date of last Balance Sheet	Amount outstanding at May 1970	Amount outstanding if all securities being issued are sold
Common Shares	3,000,000	1,155,005	1,155,005	1,245,005

All securities sold for cash by the Company since its incorporation have been Common shares. Particulars are as follows:

- 5 subscriber shares at 50¢ per share;
205,000 shares at 10¢ per share;
5,000 shares at 40¢ per share;
5,000 shares at 35¢ per share;
190,000 shares at 30¢ per share.
- The total net cash received for the securities sold is \$81,252.50.
- No commissions have been paid on any shares sold.

PLAN OF DISTRIBUTION

The Company is registered as a Security Issuer and will effect the sale of the shares offered hereby itself through licensed salesmen employed by it or through the facilities of registered Broker-Dealers or Brokers. The Company will pay its salesmen or registered companies who sell the offered shares a commission of up to 15¢ per share. The trading Directors shall not receive any commission for any shares sold by them.

USE OF PROCEEDS

The estimated net proceeds of \$40,500.00, together with current funds of approximately \$21,140.00, will be used by the Company for exploration and development work on its mineral claims, particulars of which are given below, and for general operating and administration expenses, as well as the examination and prospecting of other apparently meritorious properties brought to its attention, but the Company does not intend to proceed with Stage II of the program for the Asp claims at the present time. There are no arrangements or provisions for holding any part of the net proceeds in trust or subject to the fulfillment of any conditions. If not all of the shares offered hereby are sold, the proposed work program on the Company's claims will be cut back according to results secured from work done and according to recommendations received by the Company from time to time from its consultants. No part of the funds will be used on the Sicintine Lake claims unless an engineer's report is first filed with the British Columbia Securities Commission.

In particular, it is expected that specific expenditures will be made by the Company as follows:

- To carry out Phase I of the recommended program for the Fog claims as set forth in the attached Report of Rae G. Jury, P. Eng., dated September 30th, 1969, particulars of which are as follows:

Air-photo topographic map compilation	\$ 1,200.00
Prospecting -- 2 men at \$35.00/man per day	3,920.00
Geology & supervision	2,600.00
Camp costs -- 4 men at \$8.00/man per day	1,790.00
Diamond drilling 300 feet at \$15.00/foot	4,500.00
Assays -- 30 samples Ag., Cu, MoS ₂	390.00
Transportation	3,600.00
Consulting	2,000.00
Contingency	2,000.00
	<u>\$22,000.00</u>

2. To carry out Stage I of the recommended program for the Asp claims as set forth in the attached Report of Gordon P. E. White, P. Eng., dated December 31st, 1969, particulars of which are as follows:

Camp or equivalent board	\$ 2,000.00
Geological mapping	2,250.00
Polished section study	250.00
Silt sampling & assaying	2,000.00
Soil sampling & assaying	2,000.00
Trenching & assaying	1,500.00
	<u>\$10,000.00</u>

3. To carry out Stage I of the recommended program for the Ice claims as set forth in the attached Report of Rae G. Jury dated April 30th, 1970, particulars of which are as follows:

Geological mapping	\$ 2,000.00
Helicopter transportation and camp servicing	5,000.00
Camp accommodation	2,000.00
Hand trenching, blasting and sample collecting	5,000.00
Assaying	1,000.00
	<u>\$15,000.00</u>

It is estimated that the sum of \$10,000.00 will be required for general administration, legal and audit fees. The balance of approximately \$4,000.00 shall be retained for additional work on the Fog, Asp and Ice claims as such work is warranted and recommended.

No part of the proceeds shall be used to invest in, underwrite or trade in securities other than those that qualify as investments in which trust funds may be invested under the laws of the jurisdictions in which the securities offered by this Prospectus may lawfully be sold.

Should the Company propose to use the proceeds to acquire non-trustee type securities after the initial distribution of the securities offered by this Prospectus, approval by the shareholders must be obtained and disclosure will be made to the securities regulatory bodies having jurisdiction over the sale of the securities offered by this Prospectus.

DESCRIPTION OF BUSINESS AND PROPERTY OF ISSUER

The Company is a mining company engaged in the business of acquiring, exploring and developing mineral claims and properties. Since its incorporation, it has acquired four blocks of mineral claims. The work done on the claims and information available to date is insufficient to establish the existence or otherwise of any commercial ore bodies. The exploratory searches for ore which the Company plans is an undertaking involving risk and the shares of the Company must accordingly be considered speculative. The Company has interest in the following properties:

1. FOG CLAIMS --

The Company is the owner of the full title and interest that can be acquired under the British Columbia Mineral Act to 39 located mineral claims situate approximately 47 miles north of Hazelton, in the Omineca Mining Division, Province of British Columbia, known as follows:

Claim Name	Record Number	Expiry Date
Fog 1 - 2	76535 & 36	July 28, 1972
Fog 3 - 10	76537 - 44	July 28, 1973
Fog 11	76545	July 28, 1972
Fog 12 - 39	79341 - 68	Sept. 5, 1972

The claims are situate on the western side of the Atna Range and access to the claims at this time is by helicopter. A gravel road adequate for two-wheel drive vehicles follows the Skeena and lower Babine rivers from Hazelton to the Kisgegas Indian Reserve which is some 20 miles south of the Fog claims.

The Company acquired the Fog claims by having them staked by Andrew Horne as agent of the Company. The Fog 1 - 11 claims were staked July 24th, 1969 and recorded in Mr. Horne's name. Subsequently, these claims were inadvertently transferred to Chataway Exploration Co. Ltd. (N.P.L.) and, subsequently, in consideration of \$55.00 for the staking fees, they were transferred to Sicintine Mines Ltd. (N.P.L.). The Fog 12 - 39 claims were staked August 24th, 1969 by Andrew Horne, recorded in his name and were subsequently transferred to Sicintine Mines Ltd. (N.P.L.) for the consideration of \$140.00 staking fees.

There is no known history of exploration on the claims prior to their being staked in 1969. The showings on the claims and in the area are recent discoveries, and there is no underground development or underground or surface plant or equipment on the claims. A three-man crew has worked on the property for three and one-half weeks prior to September 16th, 1969, and eight trenches were

blasted into the mineralized rock. The mineral showings discovered on the property are copper, silver and molybdenum, but there is no known body of commercial ore on the claims and the proposed future program on the claims will be in the form of an exploratory search for ore.

2. **ASP CLAIMS –**

The Company entered into an Option Agreement dated December 20th, 1969, wherein William C. Stevens of Box 753 Princeton, British Columbia, Harry P. Alaric of Box 117, Princeton, British Columbia, and Ronald E. Pond of Box 273 Princeton, British Columbia, as Vendors granted an option to Sicintine Mines Ltd. (N.P.L.) to purchase 19 located mineral claims situated near Coalmont in the Similkameen Mining Division in the Province of British Columbia, which claims are known as follows:

Claim Name	Record Number	Expiry Date
Asp 1 – 2	23329 – 30	Aug. 21, 1970
Asp 3	23334	Aug. 21, 1970
Asp 4	23331	Aug. 21, 1970
Asp 5 – 8	23335 – 38	Aug. 21, 1970
Asp 9 – 11	23343 – 45	Aug. 22, 1970
Asp 12 – 13	23332 – 33	Aug. 21, 1970
Asp 14	24998	June 3, 1970
Asp 15	23434	Sept. 6, 1970
Asp 16 – 19	24999 – 25002	June 3, 1970

These claims are presently held by Estey Agencies Ltd. as Trustee, pending the exercising or the abandonment of the option.

The Agreement provides for the payment of \$1,000.00 which monies were paid at the time of the execution of the Agreement, and Sicintine undertook to pay therein, the sum of \$12,000.00 by instalments of \$2,000.00 due on or before the 15th day of August, 1970, \$3,000.00 due on or before the 15th day of August, 1971 and \$6,000.00 due on or before the 15th day of August, 1972. The aforesaid sum of \$1,000.00 has been applied to the payment of the \$12,000.00. On the payment of the full option price of \$12,000.00, Sicintine shall incorporate a new company and shall cause to be issued and allotted to the Vendors 300,000 shares of the new company, such shares to be allotted within sixty days of incorporation. Sicintine undertakes to cause to be done \$500.00 worth of work on the Asp 14, 16, 17, 18 and 19 claims prior to the 3rd day of June, 1970, and not less than \$1,400.00 worth of work on the remaining fourteen claims on or before the 15th day of August, 1970. The Company also undertakes and agrees that within twelve months of the incorporation of the new company, such new company shall be required to expend a minimum amount of \$15,000.00 in the form of geological examination, prospecting, exploration and development of the property.

The Asp claims are located along a northwest flowing branch of Olivine Creek, approximately 14 miles northwest of Princeton, British Columbia, and are readily accessible by motor vehicle from Princeton. The mineral showings discovered on the property are copper and a grained steel-grey metallic in the basic rocks which has not as yet been identified. There is no known body of

commercial ore on the claims and the proposed future program on the claims will be in the form of an exploratory search for ore.

There is no known history of this property, the original stakers having done the trenching work and filed assessment work in the year 1968. There is no underground or surface development plant or equipment on the property.

3. **ICE CLAIMS –**

The Company is the owner of the full title and interest that can be acquired under the British Columbia Mineral Act to 32 located mineral claims situate approximately 95 miles north of Smithers, in the Omineca Mining Division, Province of British Columbia, known as follows:

Claim Name	Record Number	Expiry Date
Ice 1 – 10	52896 – 52905	Sept. 11, 1972
Ice 34 – 55	61982 – 62003	Aug. 8, 1972

The claims cover approximately 1,650 acres. Access to the claims at this time is by helicopter. A public road leads past a helicopter pad ten miles from the claims, and connects with Hazelton, British Columbia.

The Company acquired the Ice claims by having them staked by agents of the Company. No consideration was paid for the claims.

There is no known history of exploration on the claims prior to their being staked in 1967 and 1968. The showings on the claims and in the area are recent discoveries. There is no underground development or plant or equipment on the claims. Work has been done by the Company in 1968 and 1969 which consisted of mapping, trenching, sampling, prospecting, and a geochemical survey. The mineral showings discovered on the property are molybdenite, copper, gold and silver, but there is no known body of commercial ore on the claims and the proposed future program on the claims will be in the form of an exploratory search for ore.

4. **SICINTINE LAKE PROPERTY –**

The Company is the owner of 43 located mineral claims situate near Sicintine Lake in the Omineca Mining Division, in the Province of British Columbia, approximately 8 miles north of the Company's Ice claims, known as follows:

Claim Name	Record Number	Expiry Date
Atna 1 – 4	48634 – 48637	April 7, 1982
Atna 5 – 10	48638 – 48643	April 7, 1973
Atna 11 – 14	48644 – 48647	April 7, 1982
Sic 1 – 6	48603 – 48608	April 7, 1983

Sic 7 - 10	48609 - 48612	April 7, 1973
Sic 11 - 16	48613 - 48618	April 7, 1983
Sic 17	48619	April 7, 1973
Sic 18	48620	April 7, 1982
Sic 19 & 20	48621 & 48622	April 7, 1973
Sic 23	48623	April 7, 1982
Sic 25 - 29	48624 - 48628	April 7, 1982
Sic 31	48630	April 7, 1973
Sic 33 & 34	48632 & 48633	April 7, 1973

Pursuant to the exploration and development option described below, 77 additional claims have been staked or acquired within two miles of the above 43 claim group, and are accordingly covered by the Option Agreement. The additional claims are known as follows:

Claim Name	Record Number	Expiry Date
Sic 35 & 36	61722 & 61723	Aug. 13, 1973
C.M. Fraction	62321	Sept. 5, 1971
C.M. 1 - 6	43474 - 43479	Sept. 12, 1974
Cob 1 & 2	53386 & 53387	Aug. 14, 1983
Cob 3 & 4	53388 & 53389	Aug. 14, 1984
Cob 5 & 6	53390 & 53391	Aug. 14, 1974
Cob 7 & 8	53392 - 53393	Aug. 14, 1973
Cob 9 - 16	53394 - 53401	Aug. 14, 1972
Cob 17 - 19	53402 - 53404	Aug. 14, 1973
Cob 20	54506	Sept. 6, 1980
Cob Fraction	54507	Sept. 6, 1975
Jan 1 & 2	53726 & 53727	Sept. 20, 1974
Jan 3 - 5	53728 - 53730	Sept. 20, 1975
Jan 6	53731	Sept. 20, 1970
Jan 7	53732	Sept. 20, 1979
Jan 8	53733	Sept. 20, 1980
Jan 9 - 11	53734 - 53736	Sept. 20, 1979
Jan 12 - 14	53737 - 53739	Sept. 20, 1974
Jan 15 & 16	53740 - 53741	Sept. 20, 1970
Jan 17 & 18	53742 - 53743	Sept. 20, 1980
Jan 19 & 20	53744 - 53745	Sept. 20, 1970
Jan 21 - 28	53746 - 53753	Sept. 20, 1979
Jan 31 - 33	56813 - 56815	Nov. 29, 1979
Jan 35 & 36	56817 & 56818	Nov. 29, 1979
Mad 1 & 2	55075 & 55076	Oct. 4, 1980
Mad 3	55077	Oct. 4, 1970
Mad 4	55078	Oct. 4, 1980
Mad 5	55079	Oct. 4, 1970

Claim Name	Record Number	Expiry Date
Mad 6	55080	Oct. 4, 1979
Mad 7	55081	Oct. 4, 1980
Mad 8	55082	Oct. 4, 1979
Mad 12	56824	Nov. 29, 1979
Mad 14	56826	Nov. 29, 1979
Mad 15 - 18	62322 - 25	Sept. 5, 1979

The total group of claims covers approximately 5,000 acres. Access to the property is also by helicopter from Smithers or from the helicopter pad near the Ice claims.

The original block of claims was acquired by a group known as the Atna Syndicate, the members of which are:

Merl Cloutier 424 Garden City Road Richmond, B. C.	Allan G. Graham 1316 W. 57th Avenue Vancouver, B. C.
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John M. Graham 3953 Williams Street North Burnaby, B. C.	Bernard G. E. Guichon 1523 Grand Boulevard North Vancouver, B. C.
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Andrew P. Horne Darfield British Columbia	Harry G. Mayson Box 599 Nakusp, B. C.
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Arthur L. Hilton P. O. Box 213 West Vancouver, B. C.	John G. Thomson 770 Evelyn Drive West Vancouver, B. C.
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The above mentioned Vendors who are Insiders or promoters of the Company are Allan G. Graham, Bernard G. E. Guichon and John G. Thomson.

The Syndicate granted an exploration and development Option Agreement on the claims to Canadian Superior Exploration Limited by an Agreement dated August 18th, 1967, as amended by an Agreement dated November 29th, 1967. The Syndicate then sold its interest in the mineral claims to the Company by an Agreement dated August 31st, 1967. The Company issued and allotted 750,000 shares in its capital stock to the members of the Syndicate as full consideration for the sale of the claims to it, subject to the option existing in favour of Canadian Superior Exploration Limited. The Company's Directors, Bernard Guichon and Allan Graham and Sydney W. Wright, Deceased, were members of the Syndicate, and for their interests, each received 68,750 of the said shares.

Transfers of shares have taken place within the Syndicate to the extent that W. J. Coulter has received by purchase 12.15 % of the original vendor stock and Max Martin has received 11.2 % of the original vendor stock.

It is not known that there is any history or exploration on the Sicintine Lake claims. The showings were only recently discovered. Canadian Superior Exploration Limited has, since acquiring its option on the claims, conducted an exploration program on the Sicintine Lake claims, and in the area, consisting of prospecting, sampling, preparation of a reconnaissance geological map of the mineralized areas, the excavation of trenches for the purpose of extensive sampling and the staking of new claims. Canadian Superior has now completed its second season of diamond drilling bringing the total footage to 5,295 feet in six holes. There is no underground or surface plant or equipment on the claims, nor underground or surface development or exploration work other than as done by Canadian Superior Exploration Limited. The Company has not, itself, done any work on the claims. The mineral deposits on the property are of molybdenite but there is no known body of commercial ore on the claims.

The Option Agreement with Canadian Superior Exploration Limited was terminated by notice dated March 20th, 1970. Canadian Superior Exploration Limited, although it was required to expend the sum of Seventy Thousand Dollars (\$70,000.00) on or before December 31st, 1969, did expend the sum of One Hundred Fifty-nine Thousand Twenty Dollars (\$159,020.00) to November 30th, 1969.

The Company does not intend to carry on any work on the subject property at the present time.

ESCROWED SHARES

Designation of Class	Number of Shares	Percentage of Class
Common	750,000 shares held by Guaranty Trust Company of Canada under direction of British Columbia Superintendent of Brokers and subject to release from time to time only upon order of Superintendent of Brokers. During escrow, no transfers or dealings in shares without consent of Superintendent of Brokers	64.9 %
Common	205,000 shares previously issued for cash have been voluntarily pooled with the Guaranty Trust Company of Canada until at least 30 days after the completion of the sale of shares offered by this Prospectus.	17.8 %

PRINCIPAL HOLDERS OF SECURITIES

- To the knowledge of the Company, only two people own more than 10 % of the presently issued shares of the Company. The following information is given with respect to such holders.

Name & Address	Designation of Class	Type of Ownership	No. of Shares Owned	Percentage of Class
W. J. Coulter 3095 Marine Dr. West Vancouver, B.C.	Common	Direct & Beneficial	136,875	11.85 %
Carl R. Jonsson 1710 - 1177 West Hastings Street Vancouver, B. C.	Common	Trust	170,000	14.72 %

- Carl R. Jonsson is holding the aforementioned 170,000 shares in Trust to be used for the purpose of bonusing in the best interests of the Company.
- The Directors and Senior Officers of the Company, as a group, own directly and beneficially, 334,750 shares in the capital stock of the Company, being approximately 28.98 % of the total issued shares.

RIGHT OF RECISSION

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 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 on the person who contracted to sell within 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:
- 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 statements 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 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

There are no other material contracts entered into by the Company other than those set out elsewhere in this Prospectus.

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 at the City of Vancouver, in the Province of British Columbia, this 27th day of May, A.D. 1970.

"WILLIAM J. COULTER"

William J. Coulter
Director & Promoter

"ALLAN GRAHAM"

Allan Graham
Director & Promoter

"BERNARD GUICHON"

Bernard Guichon
Director & Promoter

"J. G. THOMSON"

John Gavin Thomson
Director

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SICINTINE MINES LTD. (N.P.L.)
Report on the
Fog Group of Claims
Omineca Mining Division
British Columbia

ALRAE ENGINEERING LTD.

SEPTEMBER 30, 1969.

ABSTRACT

The 39 mineral claims of the Fog Group have been staked to cover copper-silver-molybdenum mineralization occurring on the western side of the Atna Range some 47 miles north of Hazelton, B. C. The claims, staked in July and August 1969, are held by Sicintine Mines Ltd. (N.P.L.) of Vancouver.

Chalcopyrite and molybdenite occur in a stockwork of quartz and quartz-feldspar stringers and as disseminations in a granodiorite. The granodiorite is one of numerous small intrusive bodies in the Atna Range that are emplaced in clastic sediments of the Bowser Group, and that have molybdenum-copper mineralization associated with them. Several broadly similar mineralized areas are being investigated by major exploration companies in this general region.

The principal mineralized area examined measured some 800 feet by 400 feet and is apparently open in all directions. Within this area three main stringer zones with enhanced mineralization have been detected but detailed mapping is required. Eight trenches into rock were completed in September, 1969 by a three man crew.

Two samples taken in these trenches assayed 0.48 oz/ton silver, 0.27 % copper and 0.01 % molybdenite over 50 feet and 0.16 % copper, 0.02 % molybdenite with only trace of silver over 30 feet. Surface sampling is probably inadequate.

As large tonnages are probable, such values are worth pursuing and recommendations for further prospecting, geological mapping and exploratory drilling have been made. Phase I of this program is estimated to last eight weeks and provide geological and preliminary assay data for Phase II, which would be some 2,000 feet of diamond drilling. Costs are estimated as follows:

PHASE I

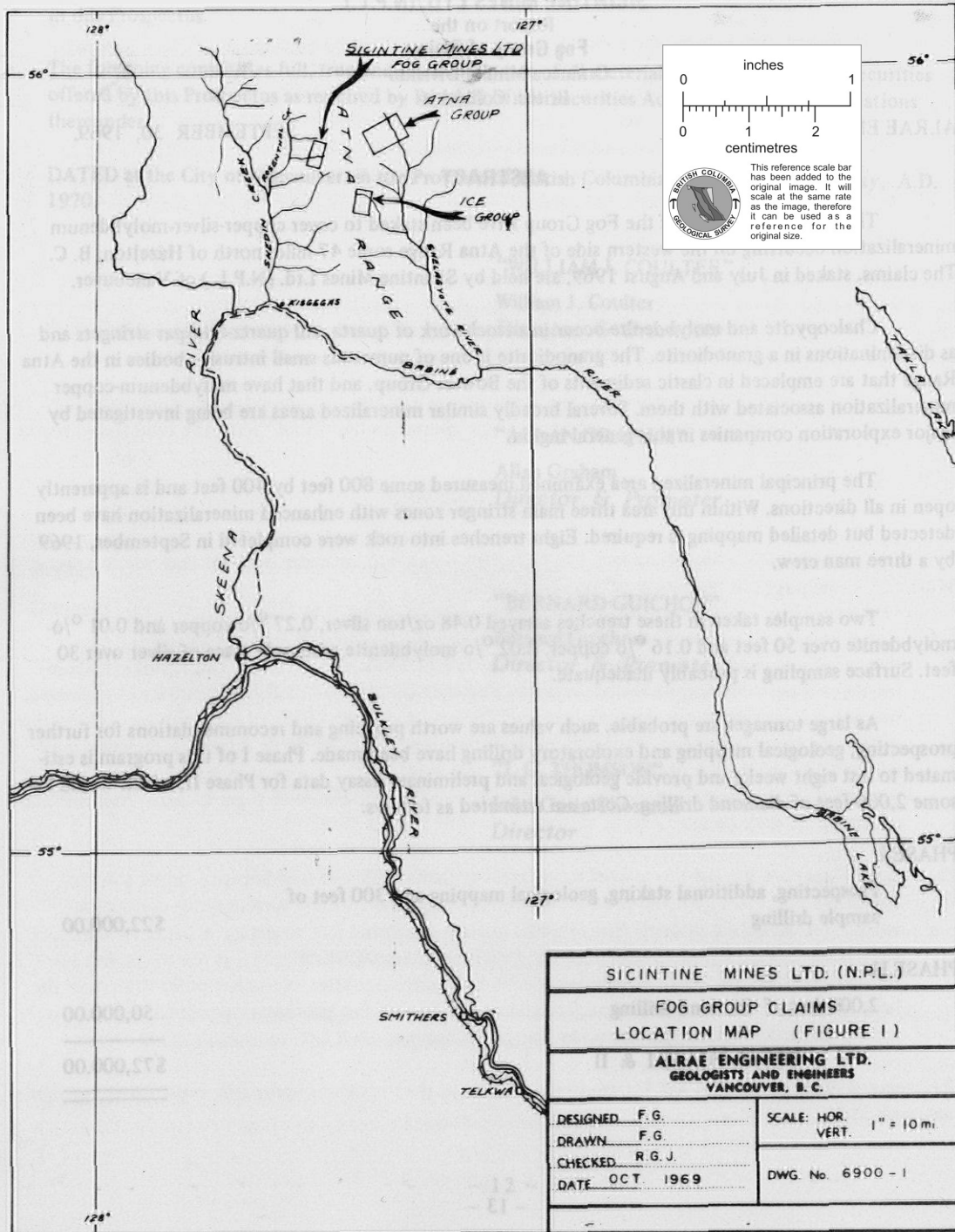
Prospecting, additional staking, geological mapping and 300 feet of sample drilling	\$22,000.00
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PHASE II

2,000 feet of diamond drilling	50,000.00
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TOTAL PHASE I & II

\$72,000.00



INTRODUCTION

The Fog Group of mineral claims, located in the Omineca Mining Division, were staked in July and August 1969 to cover newly discovered copper-silver-molybdenum mineralization occurring in intrusive rocks of the Atna Range. The claims are held by Sicintine Mines Ltd. (N.P.L.) of Vancouver.

The principal showings on the property were visited by Mr. F. Guardia of Alrae Engineering Ltd., on September 15 and 16, 1969, in the company of Mr. M. Cloutier of Sicintine Mines. Fresh snowfall prevented full examination of the mineralized area.

This report makes recommendations and cost estimates for initial exploration work required to outline the potential of the property.

Location and Access

The Fog claims are situated at elevations between 4,500 feet and 6,500 feet above sea level, on a westerly spur of the Atna Range, immediately south of Shedin Peak (latitude 55°55'N, longitude 127°30'W). The area is drained by tributaries of Rosenthal Creek, which flow southwesterly to Shedin Creek, a south-flowing tributary of the Babine River.

The Atna Range has been heavily glaciated and northerly slopes in the property area still maintain active glaciers. The mineralized area is one of steep, rugged bare rock slopes, glacier and talus.

The property lies 78 air miles north-northwest of Smithers and 47 air miles north of Hazelton. Presently access is by helicopter operated from a charter base in Smithers. A gravel road adequate for 2-wheel drive vehicles follows the Skeena and lower Babine Rivers from Hazelton to the now abandoned Kisgegas Indian Reserve, which is some 20 miles south of the Fog claims.

Snowfall is generally heavy and may last from mid-September to late May. Water supplies are adequate and timber is abundant in the valleys.

Work Done

The copper-silver-molybdenum mineralization was discovered on July 20, 1969 and the 39 Fog claims were staked in July and August. There is no record of earlier work on the showings. A three man crew consisting of Messrs. M. Cloutier, A. Horne and M. Callaghan worked on the property for the three and one-half weeks prior to September 16, 1969 and eight trenches were blasted into the mineralized rock.

Other work in the area includes that of Canadian Superior Exploration Ltd. on a property located on the west side of Sicintine Lake, held under option from Sicintine Mines, where molybdenum-copper mineralization is reported to occur as fracture fillings in quartz-diorite. Some 5,000 feet of diamond drilling has been done. In 1968 Newmont Mining Corporation worked on a large molybdenum showing in intrusive rocks near the head of Sperry Creek some two to three miles south of the Fog Group. Two other major companies have worked in the region.

Currently, Chataway Exploration Company Ltd. is conducting work on the Peak claims which adjoin the Fog group to the northeast. On the Peak claims, molybdenum-copper mineralization occurs in fractures in granitic rocks and, in addition, high grade molybdenite mineralization occurs in a vein-type structure in the sedimentary country rock. The latter showing may be partially covered by the Fog claims.

Property

The property currently consists of 39 staked mineral claims recorded as follows:

CLAIM NAME	RECORD NUMBER
Fog No's 1 - 11, incl.	not yet
Fog No's. 12 - 39, incl.	available

The claims are held in the name of Sicintine Mines Ltd. (N.P.L.) of Vancouver.

GEOLOGICAL SETTING

Regional Geology

The Atna Range area has recently been covered by the Geological Compilation Map of the Smithers, Hazelton and Terrace areas (Map 69-1) of the B. C. Department of Mines and Petroleum Resources. On this map sedimentary rocks of Middle Jurassic and (?) Lower Jurassic age, known as the Bowser Group, are invaded by Upper Cretaceous and early Tertiary intrusive rocks of intermediate to acid composition. It would appear that numerous dykes and bosses of the intrusive rocks are apophyses of a large central pluton coring the Atna Range. It is with these smaller intrusive bodies that much of the mineralization of the region is associated.

The sedimentary country rocks are comprised of greywacke, siltstone, mudstone, tuffaceous greywacke and conglomerate.

Local Geology

The Fog claims straddle the contact between sedimentary rocks and a large stock of generally granodioritic composition and granitic texture. Much of the contact zone within the property is masked by ice and talus. On the north side of main valley and north-west of the claims the sediments are seen to dip gently northwards but closer to the contact, northeast and east of the Fog Group, the host sediments are locally contorted and brecciated. The attitudes of the contact have not been determined.

The dominant intrusive rock-type present on the ground examined is a hornblende granodiorite with a generally granitic texture. Locally a markedly porphyritic phase is present exhibiting large potash feldspar phenocrysts with apparently random orientation. Other textural and compositional variations exist but their significance and distribution have not been studied. A number of east-west dark green dyke rocks of probably andesitic composition were noted with nearly flat to steep southerly dips.

Mineralization

The principal showings occur on steep, bare rock slopes southwest of the main glacier on the claims. Here granodiorite is invaded by very numerous stringers of quartz, and less commonly quartz-feldspar or even feldspar alone, that contain variable proportions of chalcopyrite, pyrite and molybdenite. These stringers may vary in size from three inches to fractions of an inch but are almost invariably mineralized by the sulphides. Distribution of sulphides in the smaller stringers is frequently quite uniform, but in the larger veins distribution is more erratic and the sulphides tend to occur in large knots of coarse crystals.

On preliminary examination it appears that the wider stringers have a general northwesterly strike and are concentrated in at least three major zones roughly 100 feet wide with almost vertical dip. However, smaller stringers and mineralized hair-line fractures are very abundant and their attitudes are varied and complex. One quartz vein, some 18 inches wide and locally mineralized, cuts vertically across the easternmost stringer zone with a westerly strike.

Within the main zones mineralization is also present as disseminations within the granodiorite, where chalcopyrite, pyrite and to a lesser extent molybdenite occur as small grains in the interstices of the host rock.

The mineralized area examined in the region of the upper trenches (see Fig. 2) is some 800 feet in an east-west direction and 400 feet north-south. However, limonite stain of similar density to that of the area inspected is seen to continue southwards to the top of the ridge and Mr. Cloutier reports generally similar mineralization to the south side of the ridge. In the region of the lower trenches the mineralization is much more sparse, but apparently molybdenite is more important, and this extends the strike length to some 2,000 feet. Much of the ground between the upper and lower trenches is talus covered.

It was not possible to estimate the stringer density throughout the entire area but in parts of the main mineralized zones the stringer: host-rock ratio is estimated in the order of 1:12.

ASSAYS

A sample of stringer material collected from the upper trenches by M. Cloutier is reported to have assayed 0.3 oz. Ag/ton, 1.37 % Cu and 0.09 % MoS₂.

On this examination two samples were taken and assayed by Technical Service Laboratories Ltd. of Vancouver as follows:

Sample Number	Location	Width ft.	Ag. oz/ton	Cu. %	MoS ₂ %
15502	Trench 4	50.0	0.48	0.27	0.01
15503	Trench 1	30.0	trace	0.16	0.02

The method of sampling was to take chip samples from the trenches from all protruding corners of both rock in place and broken blocks. As these corners are to some extent controlled by mineralized fractures it is likely that some bias toward higher assays was introduced. With such mineralization there can be no substitute for bulk sampling and analysis of complete drill core lengths.

CONCLUSIONS

The Fog Group claims cover a copper-silver-molybdenum stockwork deposit in a granodioritic mass intruding a series of Jurassic sediments. Mineralization occurs in very numerous quartz, and less frequently quartz-feldspar and feldspar, stringers of variable attitude but apparently occurring in three or more northwesterly striking zones. Locally, sulphide disseminations in the host rock are important.

The main mineralized area measures at least 800 feet by 400 feet with likelihood of considerable extension in depth. Detailed prospecting and mapping will probably greatly extend the known surface area of mineralization.

Surface sampling is difficult and unreliable but two assays of samples from surface show sufficiently interesting values for silver, copper and molybdenum to warrant further exploration.

Recommendations

The following two-phase program of exploration for the Fog Group is recommended:

PHASE I

- i) Detailed prospecting of the entire claim block and of the intrusive rocks and contact areas extending westwards from the claims. Data should be plotted on a topographic map professionally compiled from air-photographs. Any interesting mineralization should be protected by additional staking.
- ii) Geological mapping of the intrusive and its contacts in the neighbourhood of the Fog claims on a scale of 1" = 500'. Detailed geological mapping and fracture analysis on the main showings on a scale of 1" = 40'. Base maps for such geological maps should be made by plane-table surveying to allow spot elevations.
- iii) In order to obtain realistic samples for assay some 300 feet of diamond drilling using a light portable drill will be required. The locations and number of holes should await the results of detailed geological mapping.

PHASE II

If the results of Phase I are sufficiently encouraging to warrant continued exploration, some 2,000 feet of diamond drilling will be required to confirm extension and grade of mineralization with depth. Location and depth of holes will again be dependent on the results of geological mapping but will also be severely limited by topography.

Estimated Costs

PHASE I – estimated duration 8 weeks

Air-photo topographic map compilation	\$ 1,200.
Prospecting – 2 men at \$35 per man/day	3,920.
Geology and supervision	2,600.
Camp costs – 4 men at \$8 per man/day	1,790.
Diamond drilling – 300 ft. at \$15/ft.	4,500.
Assays – 30 samples Ag, Cu, MoS ₂	390.
Transportation	3,600.
Consulting	2,000.
Contingency	2,000.

TOTAL PHASE I \$22,000.

PHASE II – estimated duration 6 weeks

Diamond drilling – 2,000 feet AQ wireline at \$15/ft.	\$30,000.
Assays – 200 samples Ag, Cu, MoS ₂	2,600.
Supervision	2,000.
Transportation	8,500.
Camp costs – 5 men at \$8 per man/day	1,680.
Consulting	2,000.
Contingency	3,220.

TOTAL PHASE II \$50,000.

TOTAL PHASE I and II \$72,000.

Respectfully submitted:

“FRANCIS GUARDIA”

Francis Guardia, B. Sc.

Endorsed by:

“RAE G. JURY”

Rae G. Jury, P. Eng.

CERTIFICATE

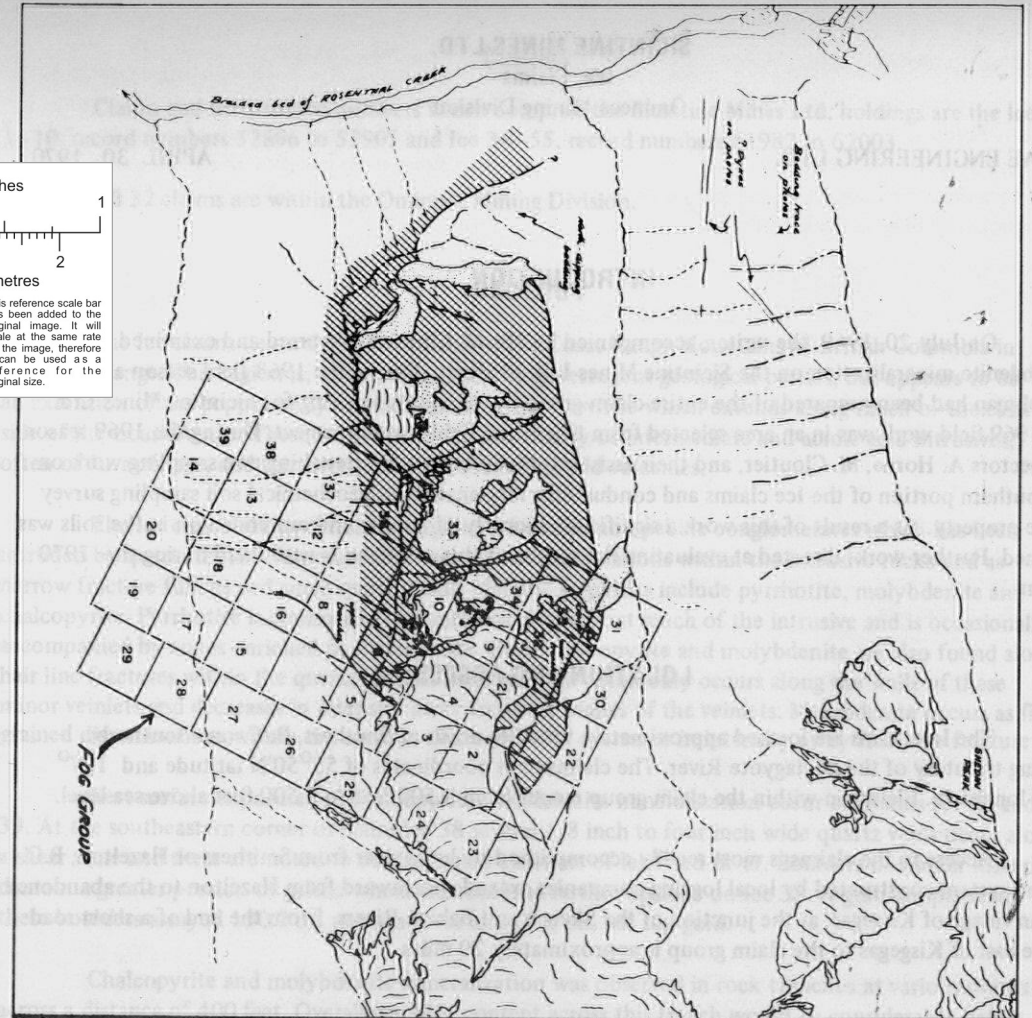
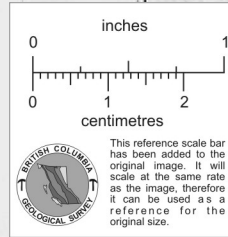
I, Francis Guardia, of the City of Vancouver, British Columbia, do hereby certify that:

1. I am a Senior Geologist employed by Alrae Engineering Ltd.
2. I am a graduate of London University, England (B.Sc. Special Geology, 1962).
3. I am currently seeking membership in the Association of Professional Engineers of British Columbia, and am preparing to write the prerequisite examinations for entry.
4. I have practiced my profession since 1962 with the Geological Survey of Guyana, George Wimpey & Co. (U.K.), Dolmage Campbell & Associates and Alrae Engineering Ltd.
5. I have not examined witness posts by which the claims were staked, but staking was done by Mr. A. Horne, an experienced prospector, and I believe the work to have been done in a careful manner and that no conflicting claims exist.
6. I have personally examined mineral occurrences on the Fog claims on September 15 and 16, 1969.
7. I have not received, nor do I expect to receive, any interest, either directly or indirectly, in the properties or securities of Sincintine Mine Ltd. (N.P.L.).

DATED AT VANCOUVER, this 30th day of September, A. D. 1969.

"FRANCIS GUARDIA"

Francis Guardia, B. Sc.



SINCINTINE MINES LTD. (N.P.L.)	
FOG GROUP CLAIMS PROPERTY LOCATION MAP (FIGURE 2)	
ALRAE ENGINEERING LTD. GEOLOGISTS AND ENGINEERS VANCOUVER, B. C.	
DESIGNED, F.G.	SCALE, HOR. VERT. 1" = 1/2 MI.
DRAWN, F.G.	DWG. No. 6900-2
CHECKED, R.G.J.	
DATE, OCT. 1969	

LEGEND

- RISE
- CREEK
- GLACIER
- TILLUS DEPOSIT
- SINCINTINE MINES TRENCHES
- GRANODIORITE
- BOWSER GROUP SEDIMENTS

NOTE: TOPOGRAPHIC DATA FROM UNCORRECTED AIR-PHOTOGRAPHS
CLAIM LOCATIONS APPROXIMATE

NORTH (APPROX.)

SICINTINE MINES LTD.

Ice Claims

Omineca Mining Division

ALRAE ENGINEERING LTD.

APRIL 30, 1970

INTRODUCTION

On July 20, 1969, the writer, accompanied by Mr. M. Cloutier, traversed and examined copper-molybdenite mineralization on the Sicintine Mines Ltd. property. During the 1968 field season a geological map had been prepared of the entire claim group by geologists working for Sicintine Mines Ltd. The 1969 field work was in an area selected from this initial field seasons project. During the 1969 season prospectors A. Horne, M. Cloutier, and their assistant, M. Callaghan did trenching and sampling work on the southern portion of the Ice claims and conducted a reconnaissance geochemical soil sampling survey of the property. As a result of this work a significant anomaly of copper and molybdenum in the soils was outlined. Further work, directed at evaluating the source of this anomaly, is warranted during the 1970 season.

LOCATION AND ACCESS

The Ice claims are located approximately 96 miles north of Smithers, B. C. on a southerly flowing tributary of the Shelagyote River. The claims have coordinates of 55°50'N latitude and 127°20'W longitude. Elevation within the claim group ranges from 3,500 feet to 5,500 feet above sea level.

Access to the claims is most readily accomplished by helicopter from Smithers or Hazelton, B.C. A road system constructed by local logging companies extends northward from Hazelton to the abandoned Indian village of Kisgegas, at the junction of the Skeena and Babine Rivers. From the end of a short road to the east of Kisgegas to the claim group is approximately 20 miles.

CLIMATE AND TOPOGRAPHY

The Ice claims are on the eastern portion of the Coast Range Mountains in central British Columbia which is an area subject to heavy annual precipitation at this relatively high elevation. Glaciers occur at slightly higher elevation to the north of the area worked during 1969 and small permanent snowfields were encountered within the area studied. These snowfields and glaciers support small mountain streams flowing from the highest elevations on the mountain throughout the entire summer.

The area of the claims surveyed by soil sampling is decidedly alpine in character and encompasses cliffs, talus slides and steep alpine meadows. Most of the area sampled is entirely above timber line. Vegetation within the soil sampling area consisted of scrub hemlock and balsam on the lower slopes and heather on the upper soil covered areas.

CLAIMS

Claims and their record numbers which comprise the Sicintine Mines Ltd. holdings are the Ice 1-10, record numbers 52896 to 52905 and Ice 34-55, record numbers 61982 to 62003.

All 32 claims are within the Omineca Mining Division.

GEOLOGY

The Ice claims lie on the eastern flank of the Coast Range Mountains of British Columbia in the Atna Range. This region is, as yet, unmapped by government geological parties, but appears to be an extension of the copper-molybdenum metallogenic province which extends along much of the eastern side of the Coast Range. These rocks are composed chiefly of intermediate and acidic acid intrusives, often of Jurassic age, and intrusive into older sediments and volcanics.

The Ice claims are underlain by argillites, hornfels and pebble conglomerates which has been intruded by quartz diorite. Mineralization occurs as disseminations within the intrusive rocks and as narrow fracture fillings and small quartz veins. Metallic sulphides include pyrrhotite, molybdenite and chalcopyrite. Pyrrhotite is commonly disseminated throughout much of the intrusive and is occasionally accompanied by zones enriched in chalcopyrite. Both chalcopyrite and molybdenite are also found along hair line fractures within the quartz diorite. Sericitization commonly occurs along the walls of these minor veinlets and decreases in intensity away from the planes of the veinlets. Molybdenite occurs as fine grained disseminations within the sericitic zones and also decreases in intensity away from the fracture planes.

Best surface exposures of chalcopyrite-molybdenite mineralization occur on claims Ice 38 and 39. At the southeastern corner of claim Ice 38 several 1/8 inch to four inch wide quartz veins occur along a shear zone and these are noted to contain small amounts of lead and silver. Boulders of similar material contain a greater portion of galena where encountered farther upslope on Ice 38. A grab sample from these boulders assayed 190.2 oz. per ton silver and 0.16 oz. per ton gold.

Chalcopyrite and molybdenite mineralization was observed in rock trenches at various points across a distance of 400 feet. Overall sulphide content across this trench would be considerably below economically interesting grades. However, short intervals within the trench contain significant chalcopyrite and molybdenite.

SOIL SAMPLING

Geochemical soil sampling of the southern portion of the Ice claims has indicated one distinct and significant anomaly approximately 300' X 1,000' which occurs on claims Ice 36, 38 and 39. The upslope side of this anomaly (and presumably its source area) is near the ridge top and on the southwestern fringe of the mineralization exposed by surface rock trenching. This area is chiefly covered by shallow overburden and is near the crest of the ridge on which the rubble rich in silver was discovered. Other smaller anomalies occur on the southern portion of the claims.

Samples were collected by digging holes 8 to 12 inches in depth and collecting fine to medium grained light brown soil where possible. Samples were of course omitted in areas of outcrop, talus slide and snowfields. Sample interval was on a grid varying from 200 to 400 feet along lines 400 feet apart. These samples were subsequently analyzed in Vancouver for copper, molybdenum and silver content. The above described anomaly is indicated by anomalous values in copper and molybdenum. Silver content was anomalous only in isolated locations.

CONCLUSIONS AND RECOMMENDATIONS

Preliminary evaluation of the Ice claims which includes geological mapping, reconnaissance soil sampling and surface rock trenching has indicated one distinct zone of anomalous copper and molybdenum content in soils which is known to be underlain by mineralized quartz diorite containing small amounts of chalcopyrite and molybdenite. The upslope source of this anomaly is an area in which much bedrock is obscured by shallow overburden and in which rubble containing significant amounts of silver has been encountered. To complete evaluation of this anomaly it is necessary to do a detailed investigation of this target area. This work should take the form of detailed geological mapping, further rock trenching and sampling, where possible, and shallow diamond drilling, as required, to obtain fresh and representative bedrock for samples.

COST ESTIMATE

Approximate cost of the above recommended work would be as follows:

PHASE I

Geological mapping	\$ 2,000.00
Helicopter transportation and camp servicing	5,000.00
Camp accommodation	2,000.00
Hand trenching, blasting and sample collecting	5,000.00
Assaying	<u>1,000.00</u>
Sub total	\$15,000.00

PHASE II

Shallow diamond drilling, as required to sample areas of deeper overburden	\$14,500.00
Helicopter transport and servicing of drilling equipment and crew	10,000.00
Sample analyses	1,500.00
Core logging	2,000.00
Work supervision	<u>2,000.00</u>
Sub total	\$30,000.00
TOTAL	<u>\$45,000.00</u>

Should this program indicate an economically significant zone of copper-molybdenum-silver mineralization much more work would be required to fully evaluate the discovery.

Respectfully submitted:

"RAE G. JURY"

Rae G. Jury, P. Eng.

CERTIFICATE

I, Rae G. Jury, of the City of Vancouver, British Columbia, do hereby certify that:

1. I am a consulting geological engineer.
2. I am a graduate of Queen's University in Kingston, (B.Sc. in Geological Sciences, 1957).
3. I am a registered Professional Engineer of the Provinces of British Columbia and Ontario and also a member of the Canadian Institute of Mining and Metallurgy.
4. I have practiced my profession since 1957 with Labrador Mining & Exploration Company, Quemont Mining Corporation, Canadian Johns-Manville Company Ltd., and Alrae Engineering Ltd.
5. I have personally examined mineralization on the Ice claims on July 20, 1969.
6. I examined some of the key claim posts and found them to be located in accordance with the British Columbia Mineral Act.
7. I have not received, nor do I expect to receive, any interest, either directly or indirectly, in the properties or securities of Sicintine Mines Ltd. (N.P.L.).

DATED AT VANCOUVER, this 30th day of April, A. D. 1970.

"RAE G. JURY"

Rae G. Jury, P. Eng.

PRELIMINARY REPORT
on the
Asp Claim Group
Similkameen Mining Division
Princeton Area, B. C.
for
SICINTINE MINES LTD. (N.P.L.)

GORDON P. E. WHITE & ASSOCIATES LTD.

DECEMBER 31, 1969

SUMMARY

Preliminary field examination has revealed disseminated bornite in a basic intrusive rock which assayed 3.51 % copper in an 11 foot chip sample.

A two-stage programme is recommended to search for economic concentrations of metallic minerals along a possible contact zone on the Asp claims northwest of Princeton under option to Sicintine Mines Ltd.

INTRODUCTION

On November 20, 1969, mineral showings on the Asp claims were examined in the field and at the time of this visit there were a few inches of snow on the ground. However, the trenches were not frozen and therefore fairly easy to clean out. Most rock outcrops were also easily seen where exposed.

The assumed magnetic declination in this area is N 23° 30' E.

LOCATION AND ACCESSIBILITY

The Asp claims are located along a northwest flowing branch of Olivine Creek, approximately 14 miles northwest of Princeton, British Columbia.

The claims are criss-crossed by lumber roads and are readily accessible to motor vehicle from Princeton, B. C.

TOPOGRAPHY, VEGETATION AND CLIMATE

The Asp claims cover rolling foot hills type topography at around 3000 feet elevation while surrounding mountains rise to 6000 feet plus. The area is well forested and this is an area of relatively moderate climate but with probably heavy winter precipitation.

CLAIMS

The 19 contiguous ASP claims under option to Sicintine Mines Ltd. in the Similkameen Mining Division are as follows:

Claim Name	Record No.(s)	Anniversary Date	
ASP 1 & 2	23329 - 30	August 21, 1968)	Grouped
ASP 3	23334	August 21, 1968)	
ASP 4	23331	August 21, 1968)	
ASP 5 - 8	23335 - 38	August 21, 1968)	
ASP 9 - 11	23343 - 45	August 22, 1968)	
ASP 12 & 13	23332 - 33	August 21, 1968)	
ASP 15	23434	September 6, 1968)	
ASP 14, 16 - 19	24998 - 02	June 3, 1969	

Certificates of work 25225 to 25238 inclusive have been filed on the claims staked during 1968.

The staking of some of the claims was checked in the field and was found to be in accordance with the B. C. Mining regulations.

GENERAL GEOLOGY

H. M. A. Rice, G.S.C. Map 888A, "Princeton", has mapped a "periodotite, pyroxenite, gabbro" mass of Jurassic age or later, intrusive into "lava, argillite, tuff, limestone, chlorite and sericite schist" of the Nicola Group, Upper Triassic age.

Overburden is common in the field but the rocks examined along road cuts would seem to indicate that the claims may cover an east-west rock change from lava/sediment complex to a gabbroic intrusive.

The gabbro is a medium to coarse grained, occasionally gneissic, biotite, olivine (?), plagioclase rich rock with secondary (?) or later coarse-grained, indistinct, pink feldspar (?) crystals. The rock has been subjected to alteration and chlorite and epidote are not uncommon; some of the exposures may be ultrabasics.

Finely banded argillites are included in the basic intrusives as small wedges and probably as masses 100 feet or more in size. The zone examined probably represents an irregular contact area.

A light coloured aphinitic rock appears to intrude the gabbro complex at one locality.

MINERALOGY

Bornite and chalcopyrite occur as very fine disseminations in the basic intrusive and on first observation the only evidence of copper mineralization is a limited amount of malachite (?). There is a fine grained steel-grey, metallic in the basic rocks which was not identified.

The metallic mineralization was seen in three trenches located about 50 feet apart, parallel to each other and averaging 60 feet in length. The mineralization occurs near and at a contact of gabbro with sediments.

SAMPLING PROCEDURE

Sample No. 426 was a grab sample of gabbro taken in place near a contact in a trench. The rock was coarsely fractured (fractures 2 feet apart) and most limonite and malachite (?) occurs along these fractures.

Sample No. 427 was taken in another trench approximately 100 feet away in a southeast direction. The sample was a grab sample of gabbro? which contained very finely disseminated bornite.

Sample No. 428 was an 11 foot chip sample, normal to what may be a local contact zone, of altered gabbro in place. Prior to taking the sample, all loose rock and snow were removed, and where possible, loose rock in place was removed partially, both by using a shovel.

ASSAY RESULTS

Sample No:	Cu %	Ag. oz/t
426	0.46	0.2
427	2.72	0.5
428	3.52	0.4

The pulps from these rock samples were submitted to a second assaying laboratory for verification.

Sample No:	Cu %	Ag. oz/t
426	0.39	0.16
427	2.89	0.49
428	3.51	0.31

ECONOMIC GEOLOGY

It would appear that the basic/ultrabasic intrusive may have carried copper and silver values, although no other minerals have been tested for to date. The mineralization may occur along contact zones of the basic/ultrabasic into a volcanic/sedimentary complex. The ratio of copper to silver content is not constant and the silver may occur with the bornite.

CONCLUSIONS & RECOMMENDATIONS

The copper minerals observed in the field occur as fine disseminations as well as fracture fillings and with copper values of the magnitude indicated in assay results, work is warranted on this group.

The first stage of the work should consist of geological mapping, orientation geochemistry, along with some polished section studies and some further trenching on the mineralized zones. As soon as spring run-off permits, silt sampling to be assayed for silver should be carried out on the streams over the claims; soil sampling should be done for copper. As a temporary measure lumber surveyed roads could be used as a control. The purpose of this initial programme would be to determine if either of these geochemical methods would work knowing the present area and degree of mineralization. The mapping would indicate the trend and possibly the nature of the contact and therefore the best direction to place grid lines.

The second stage of the programme would consist of grid lines 400 feet apart, continued mapping, magnetometer surveying to further assist in delineating the contact, continued geochemical surveying, IP surveying followed by trenching, percussion drilling and assaying.

Required expenditures are as follows:

STAGE I

Camp or equivalent board	\$ 2,000.00
Geological Mapping	2,250.00
Polished section study	250.00
Silt sampling & assaying	2,000.00
Soil sampling & assaying	2,000.00
Trenching & Assaying	1,500.00
	<u>\$10,000.00</u>

STAGE II

Camp or equivalent board	\$ 3,000.00
Transportation	5,000.00
Grid lines, 20 miles at \$110/LM	2,200.00
Geological mapping	2,500.00
Geochemical surveying	6,000.00
Magnetometer surveying	1,000.00
IP surveying	12,000.00
Percussion Drilling 3,000' at \$3.00/ft.	9,000.00
Engineering	4,000.00
Contingencies	5,000.00
	<u>\$49,700.00</u>

TOTAL STAGE I and II

\$59,700.00

Completion of both stages would determine whether there was any possibility of uncovering a disseminated copper/silver body in the gabbro near the contact and therefore the advisability of extending the programme.

Respectfully submitted,
GORDON P. E. WHITE & ASSOCIATES LTD.

"G. WHITE"

Gordon P. E. White, P. Eng.

December 31, 1969

CERTIFICATE

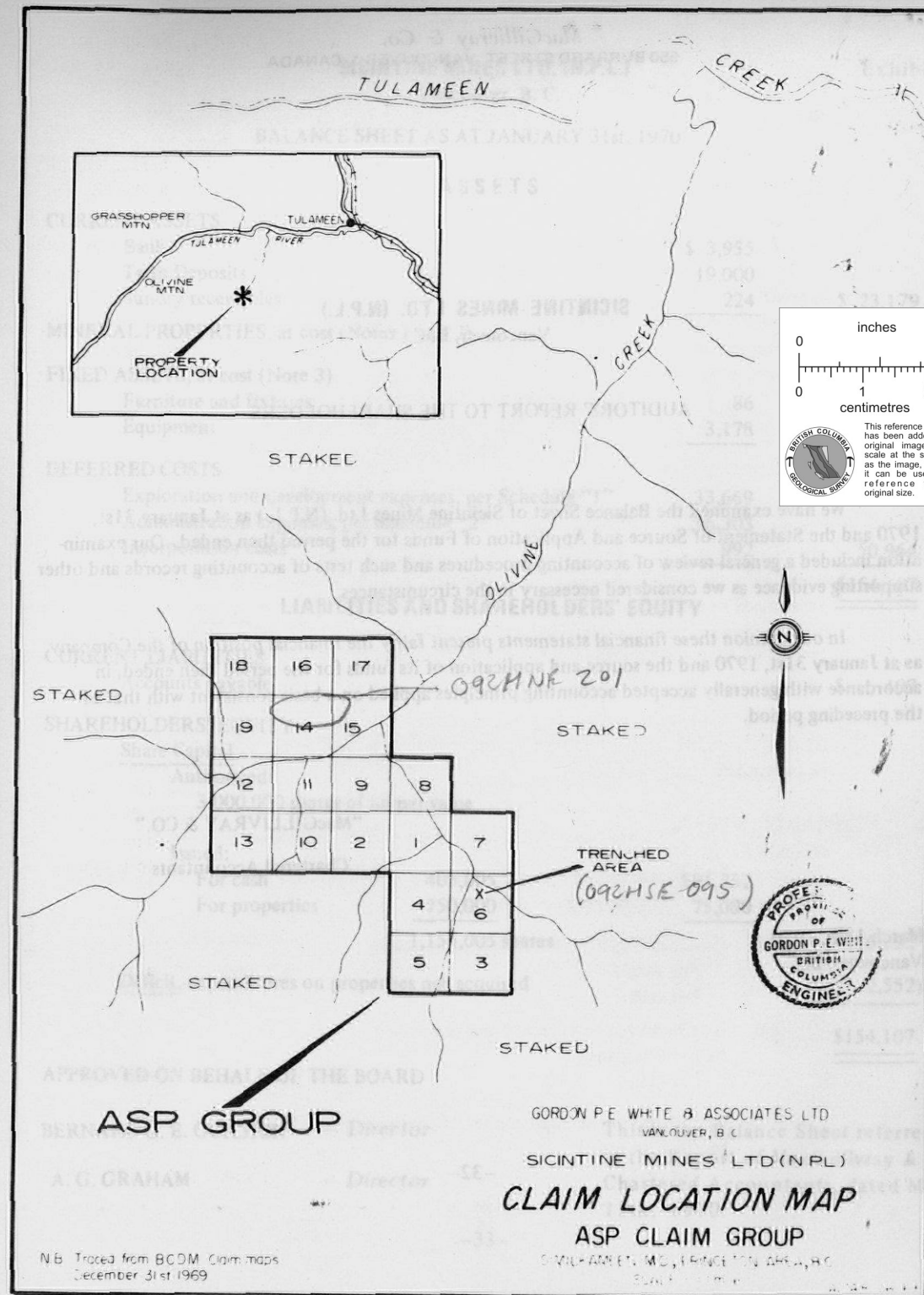
I, GORDON PATRICK EARL WHITE, of the City of Vancouver, in the Province of British Columbia, HEREBY CERTIFY :

1. THAT I am a registered Professional Engineer in the Province of British Columbia.
2. THAT I am a graduate of the University of New Brunswick with a degree of Bachelor of Science (1953)
3. THAT I am a Consulting Geologist with offices at 821 West Pender Street, Vancouver 1, B. C.
4. THAT I have visited the property discussed in this report.
5. THAT I have practiced as a geologist for more than 15 years, examining and reporting on properties in North America and Africa.
6. THAT I have personally checked the staking of some of the claims listed in this report and have found these posts, tags, and claim lines to be properly staked.
7. THAT I have no interest, direct or indirect, in any company acquiring or intending to acquire control, nor do I expect to have any interest in Sicintine Mines Ltd. Nor do I have any interest in the claims, direct or indirect, referred to in this report.

DATED at Vancouver, this thirty-first day of December, 1969.

"G. WHITE"

Gordon P. E. White, P. Eng.



SICINTINE MINES LTD. (N.P.L.)
Vancouver, B. C.

AUDITORS' REPORT TO THE SHAREHOLDERS

We have examined the Balance Sheet of Sicintine Mines Ltd. (N.P.L.) as at January 31st, 1970 and the Statement of Source and Application of Funds for the period then ended. Our examination included a general review of accounting procedures and such tests of accounting records and other supporting evidence as we considered necessary in the circumstances.

In our opinion these financial statements present fairly the financial position of the Company as at January 31st, 1970 and the source and application of its funds for the period then ended, in accordance with generally accepted accounting principles applied on a basis consistent with that of the preceding period.

"MacGILLIVRAY & CO."

Chartered Accountants

March 12th, 1970
Vancouver, B. C.

SICINTINE MINES LTD. (N.P.L.)
Vancouver, B. C.

Exhibit "A"

BALANCE SHEET AS AT JANUARY 31st, 1970

ASSETS

CURRENT ASSETS			
Bank		\$ 3,955	
Term Deposits		19,000	
Sundry receivables		<u>224</u>	\$ 23,179
MINERAL PROPERTIES, at cost (Notes 1 and 2)			
			76,700
FIXED ASSETS, at cost (Note 3)			
Furniture and fixtures		86	
Equipment		<u>3,178</u>	3,264
DEFERRED COSTS			
Exploration and development expenses, per Schedule "1"		33,669	
Administration expenses, per Schedule "2"		16,303	
Incorporation costs		<u>992</u>	50,964
			<u>\$154,107</u>

LIABILITIES AND SHAREHOLDERS' EQUITY

CURRENT LIABILITIES			
Accounts payable			\$ 407
SHAREHOLDERS' EQUITY			
<u>Share Capital</u>			
Authorized:			
3,000,000 shares of no par value			
Issued:			
For cash	405,005	\$81,252	
For properties	<u>750,000</u>	<u>75,000</u>	
	1,155,005 shares		156,252
<u>Deficit, expenditures on properties not acquired</u>			
			(2,552)
			<u>\$154,107</u>

APPROVED ON BEHALF OF THE BOARD

BERNARD G. E. GUICHON – Director

A. G. GRAHAM – Director

This is the Balance Sheet referred to in the Report of MacGillivray & Co., Chartered Accountants, dated March 12th, 1970.

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

Vancouver, B. C.

Exhibit "B"

NOTES TO THE FINANCIAL STATEMENTS AS AT JANUARY 31st, 1970

1. AGREEMENTS

(a) Pursuant to an agreement dated August 31st, 1967 the Company acquired mineral claims located in the Omineca Mining Division, British Columbia for a consideration of 750,000 shares of the Company's capital stock. The vendors of the property had granted Canadian Superior Exploration Limited an option to explore and develop these claims under an agreement dated August 18th, 1967. Under the terms of the working option agreement Canadian Superior Exploration Limited is required to expend funds on exploration and development as follows:

\$ 20,000 on or before December 31st, 1968
50,000 on or before December 31st, 1969
<u>130,000 on or before December 31st, 1970</u>

\$200,000

Canadian Superior Exploration Limited has the option to incorporate a new company, with authorized capital of 3,000,000 shares after expending at least \$200,000 on the property. All claims held under the working option agreement shall be transferred to the new company. Sicintine Mines Ltd. (N.P.L.) shall receive 562,500 vendor shares of the new company for their interest in the claims so transferred and Canadian Superior Exploration Limited shall receive 187,500 vendor shares. Canadian Superior Exploration Limited shall have an option to purchase a further 2,250,000 shares of the new company for cash.

(b) Under the terms of the working option agreement with Canadian Superior Exploration Limited all claims acquired by either party within two miles of the original claims shall be covered by the agreement.

2. MINERAL PROPERTIES

(a) Properties owned:

The Company has acquired mineral properties in the Omineca Mining Division, British Columbia, for the following consideration:

(i) Canadian Superior Working Option Group		
For shares	\$75,000	
For cash	171	
(ii) Ice Claims (to be explored and developed by the Company)		
For cash	275	
(iii) Fog Claims (to be explored and developed by the Company)		
For cash	<u>254</u>	\$75,700

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

Vancouver, B. C.

Exhibit "B"

NOTES TO THE FINANCIAL STATEMENTS AS AT JANUARY 31st, 1970

(b) Properties optioned:

Under the terms of an agreement dated December 20th, 1969 the Company acquired an option to purchase 19 mineral claims situate in the Similkameen Mining Division of British Columbia, for the following consideration:

Cash: On execution	\$ 1,000
On or before August 15th, 1970	2,000
On or before August 15th, 1971	3,000
On or before August 15th, 1972	<u>6,000</u>
	<u>\$12,000</u>

Shares: Upon payment of \$12,000 under the agreement the Company shall incorporate a new Company and issue 300,000 shares of the new Company's capital stock to the vendors of the properties

\$ 1,000

\$76,700

3. DEPRECIATION POLICY

No provision for depreciation on fixed assets has been recorded for the period.

4. DIRECTORS' REMUNERATION

Total remuneration paid to directors for management services rendered from July 31st, 1969 to January 31st, 1970 was \$2,310.

5. COMPARATIVE STATEMENTS

Comparative statements have not been presented as statements at January 31st, 1969 were not prepared.

SICINTINE MINES LTD. (N.P.L.)
 Vancouver, B. C.
 STATEMENT OF SOURCE AND APPLICATION OF FUNDS FOR
 THE PERIOD FROM AUGUST 25th, 1967
 (DATE OF INCORPORATION) TO JANUARY 31st, 1970

Exhibit "C"

	Period from August 25th, 1967 (Date of Incorporation) to July 31st, 1968	Year Ended July 31st, 1969	Six Months Ended January 31st, 1970
OPENING WORKING CAPITAL	\$ -	\$ 6,099	\$42,689
SOURCE OF FUNDS			
Sale of shares	<u>20,502</u>	<u>60,750</u>	<u>-</u>
	<u>20,502</u>	<u>66,849</u>	<u>42,689</u>
APPLICATION OF FUNDS			
Purchase of fixed assets	1,561	1,028	675
Mineral claims acquired and option payments	446	-	1,254
Exploration and development expenses, net	8,078	15,820	9,771
Administration expenses, net	3,326	6,298	6,679
Expenditures on properties not acquired	-	1,014	1,538
Incorporation expense	<u>992</u>	<u>-</u>	<u>-</u>
	<u>14,403</u>	<u>24,160</u>	<u>19,917</u>
CLOSING WORKING CAPITAL	<u>\$ 6,099</u>	<u>\$42,689</u>	<u>\$22,772</u>

SICINTINE MINES LTD. (N.P.L.)
 Vancouver, B. C.
 EXPLORATION AND DEVELOPMENT EXPENSES FOR THE PERIOD FROM
 AUGUST 25th, 1967 (DATE OF INCORPORATION) TO JANUARY 31st, 1970

Schedule "I"

	Period from August 25th, 1967 (Date of Incorporation) to July 31st, 1968	Year Ended July 31st, 1969	Six Months Ended January 31st, 1970
EXPLORATION AND DEVELOPMENT EXPENSES			
Air charter	\$ 712	\$ 2,575	\$ 1,011
Camp supplies	148	344	108
Consulting	300	860	341
Field supplies	69	-	-
Licenses	200	-	-
Mapping	74	-	157
Recording	715	543	731
Prospecting	256	148	-
Wages and assessments	4,236	4,298	5,336
Staking	581	-	-
Travel	787	433	50
Assays	-	238	1,140
Engineering fees	-	6,061	2,801
Equipment rental	-	125	84
Board and lodging	<u>-</u>	<u>495</u>	<u>682</u>
	<u>8,078</u>	<u>16,120</u>	<u>12,441</u>
Less: Equipment rentals	-	300	113
Wage recoveries	-	-	111
Transfer of administration wages	-	-	770
Recovery of costs	<u>-</u>	<u>-</u>	<u>1,676</u>
	<u>-</u>	<u>300</u>	<u>2,670</u>
TOTAL, to Exhibit "A"	<u>\$ 8,078</u>	<u>\$15,820</u>	<u>\$ 9,771</u>

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

Schedule "2"

Vancouver, B. C.

ADMINISTRATION EXPENSES FOR THE PERIOD FROM
AUGUST 25th, 1967 (DATE OF INCORPORATION) TO JANUARY 31st, 1970

	Period from August 25th, 1967 (Date of Incorporation) to July 31st, 1968	Year Ended July 31st, 1969	Six Months Ended January 31st, 1970
ADMINISTRATION EXPENSES			
Accounting	\$ 622	\$1,051	\$ 425
Bank charges	12	50	9
Dues and subscriptions	70	85	—
Legal and audit	950	2,150	1,609
Licenses and taxes	225	348	—
Management salaries	394	—	—
Office supplies	41	94	34
Promotion	279	262	—
Properties	161	199	—
Rent	432	864	233
Shareholders' Information	12	231	—
Telephone	86	186	171
Travel	42	269	—
Registrar	—	586	638
Administration fees	—	2,456	3,209
Secretarial	—	—	633
	<u>3,326</u>	<u>8,831</u>	<u>6,961</u>
Add: Transfer of wages	—	—	770
	<u>3,326</u>	<u>8,831</u>	<u>7,731</u>
Less: Interest Income	—	2,533	1,052
TOTAL, to Exhibit "A"	<u><u>\$3,326</u></u>	<u><u>\$6,298</u></u>	<u><u>\$6,679</u></u>