

PROPERTY FILE

008988

A, B, X
PML

092HSE 235

1986-88, 1990-93, 2001, 2018, 2020

92H/7E ?
10E

92HSE 6ea-05

TULAMPA

PROSPECTUS

COPPER PLATE MINES LIMITED (N.P.L.)

July 11, 1972

AN OFFERING OF 250,000 COMMON SHARES

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 THE COMPANY'S MINERAL CLAIMS AND THEREFORE, IN ACCORDANCE WITH THE B. C. "MINERAL ACT" THE EXISTENCE AND AREA OF SUCH CLAIMS COULD BE IN DOUBT.

"ESTIMATES OF POSSIBLE RESERVES" CONTAINED IN THE EVALUATION REPORT DATED AUGUST 6, 1971, ATTACHED TO THIS PROSPECTUS HAVE BEEN BASED ON ASSUMPTION OF RESERVOIR CONDITIONS INFORMATION IN WHICH RESERVES HAVE NOT BEEN ESTABLISHED. CONSEQUENTLY, A PURCHASE OF THE SECURITIES OFFERED BY THIS PROSPECTUS MUST BE CONSIDERED A SPECULATION.

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

THE SHARES OFFERED FOR PRIMARY DISTRIBUTION BY THIS PROSPECTUS REPRESENT 12.9% AND THE SHARES ISSUED TO PROMOTERS, DIRECTORS AND OTHER INSIDERS FOR CASH AND PROPERTIES REPRESENT 82.2% OF THE TOTAL NUMBER OF SHARES TO BE ISSUED AND OUTSTANDING UPON COMPLETION OF THIS OFFERING.

A COMPARISON, IN PERCENTAGE FIGURES, OF THE SECURITIES BEING OFFERED HEREBY FOR CASH, WITH THOSE ACQUIRED BY DIRECTORS, OFFICERS AND PROMOTERS FOR CASH AND PROPERTY, IS SET OUT IN THIS PROSPECTUS UNDER ITEM ENTITLED "PRINCIPAL SHAREHOLDERS".

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.

DISTRIBUTION SPREAD:

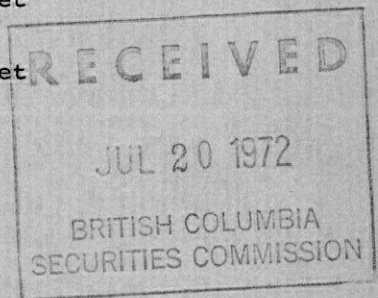
	PRICE TO PUBLIC	UNDERWRITING DISCOUNT	NET PROCEEDS TO BE RECEIVED BY ISSUER
Per Share	Not to exceed 30¢ per share	Not to exceed 15¢ per share	15¢
250,000	Not to exceed \$75,000.00	Not to exceed \$37,500.00	\$37,500.00

REGISTERED OFFICE: 3rd Floor - 540 Howe Street
Vancouver, B. C.

HEAD OFFICE: 2nd Floor - 551 Howe Street
Vancouver, B. C.

REGISTRAR AND TRANSFER AGENT: Yorkshire Trust Co.
590 West Pender Street
Vancouver, B. C.

AUDITORS: McDonald, Currie & Co.
Chartered Accountants
900 West Hastings Street
Vancouver, B. C.



PROPERTY FILE

We, Barrington Securities Ltd., as principals, conditionally offer these shares subject to prior sale, if, as and when issued by the Company and accepted by us in accordance with the conditions contained in the Underwriting Agreement referred to under "Plan of Distribution" on Page 2 of the Prospectus and subject to the approval of all legal matters on behalf of ourselves and the Company by Messrs. H. B. Hemsworth & Associates, Barristers & Solicitors, 3rd Floor - 540 Howe Street, Vancouver, British Columbia.

PROSPECTUS

COPPER PLATE MINES LIMITED (N.P.L.)

Table of Contents

Share Offering	1
Distribution Spread	1
Introductory Statement	2
The Company	2
Plan of Distribution	2
Share Capital Structure	3
Escrowed Shares	4
Principal Shareholders	5
Directors & Senior Officers	6
Remuneration of Directors & Senior Officers	7
Promoters	7
Business & Property	8,9,10,11,12,13, 15a 14,15,16,17,18 & 19
Gray Well Offset Drilling Project	
The Present Distribution of Lease Interest	
Quasar Farmout	
Acquisition of Interests	
Copper Creek Property	
Sunday Creek Property	
China Creek Property	
Use of Proceeds	20
Interest of Management and Others in in Material Transactions	21
Auditors	21
Registrar and Transfer Agent	21
Pending Legal Procedures	21
Material Contracts	21
Statutory Rights of Withdrawal and Recission	
Certificates	23
Directors and Promoters	
Underwriters	
Engineers Report	
Financial Statements	

INTRODUCTORY STATEMENT

Copper Plate holds a five (5%) percent working interest to earn a two and one-half (2-1/2%) percent actual interest in and to British Columbia Petroleum and Natural Gas Leases numbered 915, 2956, 2957, 3932, 4568, 4569, 4570, 5415, and 5416. Copper Plate also has a five (5%) percent working interest to earn two point three four six five (2.3465%) percent in Petroleum and Natural Gas Lease 919 except for the spacing unit upon which is located the commercial gas well known as the Gray Oil Grizzly PRP NW C-25-A well in which Copper Plate can earn a 0.186% interest (All these leases are located in the Monkman Pass area of north-eastern British Columbia) as well as 34 mineral claims located 19 miles southwest, and ten placer leases located immediately north of Princeton, British Columbia in the Similkameen Mining Division of the Province of British Columbia. Details of Copper Plate's holding are set out under the caption "Business & Property".

The main purpose of this offering is to raise sufficient funds to enable Copper Plate to carry out exploration and development work on the mineral claims. The interest of Copper Plate in the mineral claims must be considered a raw prospect as they are without a known body of commercial ore.

This is the first public offering of shares of Copper Plate. The shares being offered in this prospectus will probably have an increase in value only if gas in commercial quantities is acquired through the drilling programme or if the mineral claims and leases produce commercial ore. The shares offered must be considered a speculative security.

THE COMPANY

Copper Plate Mines Ltd. (N.P.L.) (hereinafter referred to as "Copper Plate" or the "Company") was incorporated on June 11, 1969 under the name of "Farmer Brown Land Corporation Limited". It was incorporated as a private company under the "Companies Act" of the Province of British Columbia by the registration of its Memorandum and Articles of Association. On May 21, 1971, the Company changed its name and status from "Farmer Brown Land Corporation Limited", a limited company to "Copper Plate Mines Limited (N.P.L.)", a specially limited company. Copper Plate converted from a private company to a public company on July 11, 1972.

PLAN OF DISTRIBUTION

The Underwriter, Barrington Securities Ltd., has agreed to purchase 250,000 shares of the capital stock of the Company pursuant to an Underwriting Agreement dated January 26, 1972, at a price of fifteen (15¢) cents per share. The Underwriter is obligated to purchase these shares within seven days after the acceptance of this Prospectus by the B. C. Securities Commission. The Underwriter may be said to realize a discount in the amount, if any, at which the price paid for such shares under the Underwriting Agreement is less than the price at which the shares are being sold to the public by the Underwriter.

SHARE CAPITAL STRUCTURE

All of the shares of the Company including these offered hereby are of one class known as "Common". The Company has an authorized capital of \$3,000,000.00 divided into 6,000,000 common shares with a nominal or par value with a maximum price or consideration of Fifty (50¢) cents. There are no conversions or pre-emptive rights or redemption or sinking fund provisions applicable or attached to the aforementioned shares, and all rank equally as to dividends, voting rights, and participation in assets.

Designation of Security	Authorized share capitalization	Outstanding as of March 31, 1972	Outstanding as of July 11, 1972	Outstanding on Completion of offering
Common Shares	6,000,000	1,689,305	1,689,305	1,939,305

PRIOR SALES

Particulars of the shares sold for cash and issued to the date of this Prospectus are as follows:

Number of shares sold for cash	Price	Commissions paid per share sold	Cash Received
5	50¢	Nil	\$ 2.50
846,000	10¢	Nil	84,600.00
Number of shares to repay liabilities			
93,300	10¢	Nil	Nil

All shares previously sold for cash have been voluntarily pooled with the Yorkshire Trust Company subject to release by the British Columbia Securities Commission at the expiration of thirty (30) days after completion of the primary distribution of the shares offered hereunder.

The 93,300 shares of Copper Plate stock were issued to Nova Development Ltd. in order to reimburse that Company for monies spent to acquire and explore the mineral claims and leases which were paid on behalf of Copper Plate. Details of this transaction are set out under the heading "Business and Property". These shares are pooled with and under the same conditions as those shares previously sold for cash.

The shareholders who hold a greater than 5% interest in Nova Development on January 17, 1972, are:-

Clarence A. R. Anderson 4615 Willow Creek Road West Vancouver, B. C.	50%
Hugh Stuart Watson 624 - 602 West Hastings Vancouver, B. C.	50%

ESCROWED SHARES

Set forth hereunder are particulars of the escrowed shares in the capital stock of Copper Plate Mines as of the date of this Prospectus. The Company issued 750,000 shares for a petroleum and natural gas lease interest as set out under heading "Business & Property".

As of July 11, 1972, 750,000 shares are held in escrow by Yorkshire Trust Company subject to the direction or determination of the British Columbia Securities Commission (the 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 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 Company's offices.

At the request of the B. C. Securities Commission, Core Management Ltd. escrowed some 450,000 shares which it purchased, and Nova Development Ltd. escrowed some 393,300 shares which it purchased. These shares are held by Yorkshire Trust Company, 590 West Pender Street, Vancouver, B. C., subject to the direction or determination of the B. C. Securities 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. These shares were escrowed as of July 11, 1972.

<u>Designation of Class</u>	<u>Number of Shares Held in Escrow</u>	<u>Percentage of Class</u>
Common Shares	750,000	44.4%
Common Shares	843,300	49.9%

By an Agreement dated the 9th day of September, 1971, Copper Plate issued 750,000 shares for a five (5%) percent interest to earn two point five (2.5%) percent interest in British Columbia Petroleum and Natural Gas Lease number 2957 which is located in the Monkman Pass Area of northeastern British Columbia. Details of this agreement are set out under heading "Business and Property". The present registered shareholders of the escrowed shares are set out below:

Nova Development Ltd. 624 - 602 West Hastings St. Vancouver, B. C.	375,000 shares
Core Management Ltd. 551 Howe Street Vancouver, B. C.	375,000 shares
	<u>750,000 shares</u>

The shareholders who hold a greater than 5% interest in Nova Development on January 17, 1972, are:-

Clarence A. R. Anderson 4615 Willow Creek Road West Vancouver, B. C.	50%
Hugh Stuart Watson 624 - 602 West Hastings Vancouver, B. C.	50%

PRINCIPAL SHAREHOLDERS

Set forth hereunder are particulars of the principal shareholders of Copper Plate Mines as of the date of this Prospectus who own 10% or more of the issued shares of Copper Plate Mines.

<u>Name and Address</u>	<u>Designation of Class</u>	<u>Type of Ownership</u>	<u>Number of shares owned</u>	<u>Percentage of Class</u>
Nova Development Ltd. 624 - 602 West Hastings Street Vancouver, B. C.	Common	Direct, of Record & Beneficial	768,300	45.5%
Core Management Ltd. 551 Howe Street Vancouver, B. C.	Common	Direct, of Record & Beneficial	825,000	48.8%
Core Management Ltd. holds these shares for the indirect benefit of:-				
George A. Richardson 6028 Summit Drive West Vancouver, B. C.	Common	Indirect Beneficial	206,250	12.2%
Harold A. Williams 1102 - 5603 Balsam Vancouver, B. C.	Common	Indirect Beneficial	206,250	12.2%
John L. Wilson 6226 Overstone Drive West Vancouver, B. C.	Common	Indirect Beneficial	206,250	12.2%
H. Barry Hemsworth 3rd Floor 540 Howe Street Vancouver, B. C.	Common	Indirect Beneficial	206,250	12.2%

The Directors and Senior Officers of Copper Plate beneficially own indirectly 36.6% of the outstanding shares of the Company. George A. Richardson, Harold A. Williams, and H. Barry Hemsworth, all of whom are directors of Copper Plate beneficially own indirectly and directly 36.6% of the outstanding shares of the Company by their interests as principals and shareholders of Core Management Ltd. Upon completion of the primary distribution by this Prospectus, the Promoters, Directors and Senior Officers of the Company will hold directly or indirectly 825,000 shares. These will be 42.5% of the shares outstanding at that time, and the 250,000 shares in the primary distribution will be 12.9% of the shares outstanding at that time.

DIRECTORS & SENIOR OFFICERS

<u>Name and Address</u>	<u>Office Held</u>	<u>Principal Occupation during Past 5 years</u>
George Arthur Richardson 6028 Summit Place West Vancouver, B. C.	President & Director	Chairman and Director of Barrington Securities Ltd. (formerly Richardson & Wilson Securities Ltd.), Director & a principal of Core Management Ltd., Director of a number of mining and exploration companies including Legend Exploration Ltd. (N.P.L.).
Hubert Barry Hemsworth 3rd Floor - 540 Howe Street Vancouver, B. C.	Secretary & Director	Barrister & Solicitor; Practised as Barrister & Solicitor with various Vancouver law firms until April, 1970; Principal of H. B. Hemsworth & Associates Barristers & Solicitors, of Vancouver, B. C., April 1970 to date. *
Harold Arthur Williams 1102 - 5603 Balsam Vancouver, B. C.	Director	Consultant; Principal of Industrial Research & Development Ltd. of Vancouver, B.C., April 1965 to December 1969; Principal of Manex Services Ltd. of Vancouver, B. C., December 1969 to date.**
James Douglas Huber 609 - 1255 Bidwell Street Vancouver, B. C.	Director	Advertising director of Financial Journal, Advertising Consultant. ***

* Mr. Hemsworth is also a Director and Principal of Core Management Ltd., Barrington Securities Ltd, and a Director of Highland Valley Mines Ltd. (N.P.L.), Santana International Resources Ltd. (N.P.L.), Armada Explorations Ltd. (N.P.L.), and Brown Bear Petroleum Ltd. (N.P.L.)

** Mr. Williams is also a Director and Principal of Core Management Ltd., Barrington Securities Ltd., and Director of a number of mining and exploration companies.

*** Mr. Huber is also a Director and Secretary, Treasurer of Vallex Mines Ltd. (N.P.L.)

REMUNERATION OF DIRECTORS & SENIOR OFFICERS

The Company has not paid any remuneration to any Director or Officer of the Company since incorporation and it is not intending to pay any remuneration to any Directors or Officers of the Company during the current fiscal year, nor does the Company have any pension, retirement, or other benefits for its Directors and Officers except that Core Management Ltd. may be paid a small amount for providing administrative services for the Company and H. Barry Hemsworth will receive some remuneration from the solicitor's fees paid by the Company.

H. Barry Hemsworth, who is a director and secretary of the Company as well as a member of the underwriting and promoting firms, is a partner in the law firm of H. B. Hemsworth & Associates, the solicitors for the Company. The law firm has received fees in the amount of \$500.00 to date and will receive further fees in any amount fixed by the number of hours necessary to do the Company's legal work. In as much as Mr. H. Barry Hemsworth is a partner in the law firm, he will receive part of the remuneration paid for the firm's services.

PROMOTERS

Under the definition of "Promoters" contained in Section 2 of the British Columbia Securities Act, 1967, Core Management Ltd. may be considered the promoter of the Company in that it took the initiative in the organization of the Company. The Promoter received no consideration in the form of shares, cash or otherwise from the Company for so acting. However, Core Management Ltd. vended a five (5%) percent working interest to earn an actual interest of two and one-half (2-1/2%) percent in Petroleum and Natural Gas Lease #2957 to Copper Plate in consideration for the 750,000 vendor shares and a five (5%) percent interest to earn an actual interest of two and one-half (2-1/2%) percent interest in some eight other Petroleum and Natural Gas Leases and the two point three four six five (2.3465%) percent interest in Petroleum and Natural Gas Lease number 919 in consideration for \$50,000.00 George A. Richardson, Harold A. Williams, and H. Barry Hemsworth, all directors of the Company, have a greater than ten (10%) percent interest in Core Management Ltd.

The details of the acquisition of the interest in the leases by Core Management Ltd. is set out under the heading "Business and Property". The equity positions in Core Management Ltd. are as follows:

George A. Richardson	25%
John L. Wilson	25%
H. Barry Hemsworth	25%
Harold A. Williams	25%

By an Agreement dated the 9th day of September, 1971, Core Management Ltd. acquired from Brown Bear Petroleum Ltd. (N.P.L.) of 3rd Floor, 540 Howe Street, Vancouver, B. C., the interests which it has assigned in part to Copper Plate. The consideration for which Core Management acquired its interest was its commitment to complete a farmout agreement given to Brown Bear by Peace River Petroleum Ltd. (N.P.L.) of 3rd Floor - 540 Howe Street, Vancouver, B. C. By this agreement, Core Management agreed to earn the aforementioned interests by covenanting with Peace River Petroleum Ltd. to have drilled a well on Lease 2957 to a depth of 8,500 feet or 1,500 feet into the Nikanassin formation, which ever occurs first.

BUSINESS & PROPERTY

Copper Plate is engaged in the business of acquiring, exploring and developing mineral properties and oil and gas properties. It presently holds the following interests:

- Petroleum and Natural Gas Interests -
Gray Well Offset Drilling Project

Copper Plate holds interests in Petroleum and Natural Gas Leases located in North-eastern British Columbia. By way of a Farmout Agreement with Core Management Ltd. dated 9th day of September, 1971, Copper Plate has acquired a five (5%) percent working interest to earn a two and one-half (2-1/2%) percent interest in and to British Columbia Petroleum and Natural Gas Leases numbered 915, 2956, 2957, 3932, 4568, 4569, 4570, 5415, and 5416. Copper Plate also has a five (5%) percent working interest to earn two point three four six five (2.3465%) percent in Petroleum and Natural Gas Lease 919 except for the spacing unit upon which is located the commercial gas well known as the Gray Oil Grizzly PRP NW C-25-A well in which Copper Plate can earn a 0.186% interest. Upon completion by Copper Plate of its obligation under this contract it will acquire a right to a registerable interest in the amounts set out above.

There exist certain overriding royalties which apply to the various leases. A 2-1/2% gross overriding royalty is held by the Guaranty Trust Co. on leases 915, 919, 2956, 2957, and 3932. A 1/2% gross overriding royalty exists on leases 2956, 2957, 4568, 4569, 4570, and 919 which is held by Central Del Rio Oils Limited. A 1-1/2% net royalty is held by Gerald G. Krause on all of the leases applicable to the total net revenue received from the interests owned by Giant Reef Petroleum Ltd. and Decca Resources Ltd. or their successors or assigns. Also a 1-1/2% net royalty is held by each of Suffolk Oil & Gas Ltd. and Gerald G. Krause on the total net revenue from 15% of the interests held by Peace River Petroleum in leases 915, 3932, 5415, and 5416, and 12-1/2% of the total net revenue from leases 2956, 2957, 4568, 4569, 4570 and 919.

All of the leases are, of course, subject to the standard British Columbia Government overrides. The overrides are calculated as set out in Order in Council No. 1267 which was approved on April 29, 1965. These overrides are fifteen percent of the production from any wells on the leases with regard to commercially sold natural gas or products of processed natural gas. However, the Order in Council sets out various other rates and calculations if the well's production is other than commercial natural gas and natural gas products.

The leases are located in the Monkman Pass area of British Columbia, approximately 75 miles south-west of Grande Prairie, Alberta and 25 miles west of the Alberta-British Columbia boundary. The leases have had drilled on them a total of 6 wells, of which one was completed as a commercial gas well, and one well was suspended, but is capable of being brought into production. A third well produced gas in commercial quantities but was abandoned due to technical difficulties. None of the wells are unitized. They are approximately 60 miles from an existing pipeline. It is expected that a pipeline must be built to the area before it will be possible to put the wells into production. The participating companies, including Copper Plate, on October 8, 1971, commenced drilling a seventh well on lease #2957 as an offset to the Gray well, which is the well capable of commercial production as described above. The leases cover a total of 19,350 acres and all the leases are in good standing at the date of this Prospectus.

The leases are considered to have some real reserves of marketable gas and sulphur, but Copper Plate does not purport at this time, to have quotable figures as to the size and worth of possible reserves as regards these leases.

Copper Plate acquired its interest in lease #2957 from Core Management Ltd.; a private British Columbia company, by an Agreement dated the 9th day of September, A.D. 1971, in consideration for the issue of 750,000 vendor shares in the Company. These shares are distributed as set out under the heading "Escrowed Shares". By this Agreement, Copper Plate agreed to pay five (5%) percent of the cost of drilling a well on Lease #2957. As the estimated cost of the well will be \$500,000.00, Copper Plate paid into a drilling fund trust account the sum of \$25,000.00. Copper Plate must pay five (5%) percent of the lease rentals to the British Columbia Government on Lease #2957 for the 1970/1971 lease rental period (which have been paid) as well as paying two point five (2.5%) percent of all future rentals which will be owing on Lease #2957.

Copper Plate acquired its interests in the nine other leases from Core Management Ltd. by another agreement dated the 9th day of September, A.D. 1971, in consideration for \$50,000.00 which has been paid. Copper Plate must pay its share of the future lease rental payments in order to maintain its interest in these leases.

George A. Richardson, H. Barry Hemsworth, and Harold A. Williams, are directors of Copper Plate, and directors and shareholders of Core Management Ltd.

Annual rentals must be paid to the Government of British Columbia to keep the leases in good standing. At the date of this Prospectus, all the rentals are paid up until November 23, 1972. The total yearly rental payment from November 1970 to November 1971 amounted to approximately \$71,863.33.

Core Management Ltd. acquired a 45% working interest from Peace River Petroleum Ltd. on leases 915, 2956, 2957, 3932, 4568, 4569, 4570, 5415, and 5416 to earn an actual interest of 27%. Core acquired an interest from Peace River on Lease 919 by which it can earn an actual interest of 25.343%. To earn the aforementioned interest, Core Management Ltd. has covenanted with Peace River Petroleum Ltd. to have drilled a well on Lease 2957 to a depth of 8,500 feet or 1,500 feet into the Nikanassin formation, whichever occurs first. By a Farmout Agreement dated 9th day of September, 1971, Brown Bear Petroleum Ltd. (N.P.L.) originally acquired this farmout arrangement with Peace River Petroleum, but by an agreement dated the 1st day of November, 1970, Brown Bear Petroleum Ltd. (N.P.L.) assigned all its right title and interest to Core Management Ltd. in consideration of Core arranging the payment of the lease rentals owing the B. C. Provincial Government for 1970 and 1971, and arranging that they carry out the drilling programme.

On lease 919 there is located the Gray Oil Grizzly PRP NW C-25-A well, which is capable of production but is presently capped. Peace River Petroleum has a 12.401% interest in this well and spacing unit on which the well is located. Therefore, by the farmout agreement between Peace River Petroleum and Core, Core can earn a 7.44% interest in the well and the spacing unit. Copper Plate in earning its 2.5% interest can therefore earn a 0.186% interest in the well and spacing unit upon which it is located.

Core Management Ltd. has acquired and assigned various other interests in the same leases in which Copper Plate has acquired an interest. The Companies which have purchased or will purchase these interests and the price which they have paid or will pay to Core is set out below:

Name of Company	Working Interest* acquired	Earned ** Interest	Price paid or Payable to Core
Legend Explorations Ltd. (N.P.L.)	10%	5%	\$ 60,000.00 - paid
Dalex Mines Ltd. (NPL)	10%	5%	60,000.00 - paid
Whitey Wilson Oil & Gas Co. Ltd. (N.P.L.)	3%	1-1/2%	18,000.00 - paid
Northern Lights Minerals Ltd.	2%	1%	12,000.00 - paid
Armada Explorations Ltd. (N.P.L.)	5%	2-1/2%	30,000.00 - paid
Brown Bear Petroleum Ltd. (N.P.L.)	10.52%	10.52%	110,000.00 - paid (750,000 escrow shares)
United Falcon Oils Ltd. (N.P.L.)	10%	10%	135,000.00 - paid (750,000 escrow shares)
Lantern Gas & Oil Ltd. (N.P.L.)	5%	2-1/2%	30,000.00 - paid
Lorraine Explorations Ltd. (N.P.L.)	3.5%	3.5%	80,000.00 - paid
Highland Chief Mines Ltd. (N.P.L.)	5%	2-1/2%	30,000.00 - not fully paid
Copper Plate Mines Ltd. (N.P.L.)	5%	2-1/2%	50,000.00 - paid (750,000 escrow shares)
Thai Aaron Development Corporation Ltd. (N.P.L.)	1%	1%	12,000.00 - paid

* The percentage of drilling costs and lease rentals which the Company has agreed to pay.

** The approximate percentage of the interest the company will acquire in the leases (the interest which will be acquired in Lease #919 will be less).

The Present Distribution of Lease Interest

The status of the leases as regards percentage interest of the participant at the date of this Prospectus are as follows:

	British Columbia Petroleum & Natural Gas Leases #915,5415, 5416,3932,2956,2957, 4568,4569,4570	British Columbia Petroleum & Natural Gas Lease #919
Brown Bear Petroleum Limited	10.52%	5.500%
United Falcon Oils Ltd. (N.P.L.)	10.00%	9.498%
Blackline Resource Corporation Ltd.	9.50%	8.496%
Shareholders of Sulgas Petroleum Ltd. (held in trust for shareholders of Sulgas Petroleum Ltd.)	0.50%	0.500%
Monkman Pass Pipeline Co. Ltd.	1.50%	1.500%
Norman Brown	.50%	.500%
Mineral Mountain Mining Co. Ltd.	2.50%	2.500%
Jeremy G. Barber	.25%	.250%
Cleveland Power Corporation Ltd.	.50%	.500%
Noble Mines & Oils Ltd.	3.68%	3.680%
Skat Resources Ltd.	4.00%	3.5984%
New Taku Mines Ltd. (N.P.L.)	1.00%	.8996%
Canadian Reserve Oil & Gas Ltd.	2.50%	2.249%
Starquest Holdings & Management Co. Ltd.	.05%	.050%
Dancan Explorations Ltd.	1.50%	1.500%
N.W.P. Developments Ltd.	1.50%	1.500%
Northern Lights Minerals Ltd.	3.00%	3.000%
Whitey Wilson Oil & Gas Ltd.	2.00%	2.000%
Peace River Petroleum Limited	45.00%	42.239%
		Gray Oil Com- pany
		10.040%
	100.00%	100.000%

Those interests shown as held by Brown Bear and United Falcon are registered in the name of Core Management Ltd. as of the date of this Prospectus and will not be registered in the name of Brown Bear or United Falcon until the interest has been completely paid for.

Core Farmouts to Date

All interests are actual interests to be earned.

	(Legend Explorations Ltd.)	5%
	(Armada Explorations Ltd.)	2-1/2%
	(Whitey Wilson Oil & Gas Ltd.)	1-1/2%
	(Northern Lights Minerals Ltd.)	1%
	(Dalex Mines Ltd.)	5%
	(Lantern Gas & Oil Ltd. (N.P.L.))	2-1/2%
	(Highland Chief Mines Ltd. (NPL))	2-1/2%
	(Thai Aaron Development Corporation)	1%
	(Lorraine Explorations Ltd. (N.P.L.))	3-1/2%
	(Copper Plate Mines Ltd. (N.P.L.))	2-1/2%
		<hr/>
		27%
		<hr/>
(Core Management Ltd.)		27% **
Peace River Petroleum Ltd.	(Peace River Petroleum Ltd.)	45% *
		18%

* Peace River Petroleum farmed out 27% to Core and holds the remaining 18%

** Core Management Ltd. farmed out 27% to various companies as outlined above.

QUASAR FARMOUT

Copper Plate and all other participants in the Gray Well Offset drilling project have entered into a farmout agreement dated the 3rd day of August, 1971, with Quasar Petroleum Ltd., of 750 One Calgary Place, 330 - 5th Avenue S.W., Calgary 1, Alberta, whereby for drilling a test well on British Columbia Drilling Reservation #2741 within one (1) mile of the boundary of British Columbia Petroleum and Natural Gas Lease #915, Quasar will earn a 75% interest in and to all formations below the Nikanassin formation underlying the northern four leases (915, 2956, 3932, 5415) (hereinafter referred to as the Northern Leases) in which Copper Plate owns a five (5%) percent working interest to earn an actual interest of two and one-half (2-1/2%) percent.

Drilling Reservation #2741 does not form part of the lands in which Copper Plate owns an interest. However, Drilling Reservation #2741 does border on Lease #915. The Drilling of this deep test well by Quasar will prove the size and the potential of the reserves, if any, underlying the Northern Leases.

Under the Farmout Agreement Quasar was to begin drilling of a test well on Drilling Reservation #2741 not later than October 15, 1971. The Company commenced drilling by that date, but this well has not reached contract depth as of the date of this prospectus. This well is to be drilled to a depth sufficient to adequately test all formations down to and including 250 feet into the Mississippian formation or to a depth of 14,000 feet sub-surface or to the depth that a fault is encountered below 12,000 feet sub-surface which faults from the triassic system to the cretaceous system, which ever is the lesser.

Upon the completion of this test well on Drilling Reservation #2741, Quasar has the right to exercise options to earn further participations in the leases as follows:

1) First Option Well

Within 180 days from the date of rig release from the test well, Quasar shall have the option, but not the obligation, to commence the drilling of a well at a location of its choice upon the four northern leases; such well to be drilled to a contract depth sufficient to adequately test all formations down to and including the base of the Nikanassin formation or to a depth of 9,000 feet sub-surface, which ever is the lesser. Upon the completion of this first option well, Quasar shall have earned a 50% interest in and to all formations down to and including the base of the Nikanassin formation underlying the northern leases (915, 2956, 3932, 5415).

2) Second Option Well

Within 180 days from the date of rig release from the first option well, Quasar shall have the option, but not the obligation, to commence the drilling of a well at a location of its choice upon the southern six leases (919, 2957, 4568, 4569, 4570, 5416); such well to be drilled to a contract depth sufficient to test all formations down to and including 100 feet into the halfway sand of the triassic system or to a depth of 13,000 feet sub-surface, which ever is the lesser. Upon the completion of this second option well, Quasar shall have earned a 50% interest in the southern six leases (919, 2957, 4568, 4569, 4570, 5416).

The above options shall immediately terminate if the test well is capable of producing petroleum substances in paying quantities and, prior to the commencement of drilling of the first option well, Quasar commences the drilling of a further well on lands other than the leases in which Copper Plate and the other participants can earn an interest, unless prior to commencement of such further well, Quasar enters into a firm commitment with Lantern and the other participants to commence the drilling of the first option well within 180 days from the rig release of the test well.

The entire cost of the test well and the two option wells is at the sole expense of Quasar. Also Quasar must pay all rentals, penalties, and taxes payable on all leases in which Copper Plate and the other participants have an interest until such time as Quasar has earned its interest by the completion of the second option well. Quasar shall reimburse all the participants for the current year's lease rentals, penalties and taxes from the date of the Farmout Agreement.

Under the Farmout Agreement, Quasar does not earn an interest in the Gray Oil Grizzly PRP NW C-25-A Well located on lease #919 nor in the well to be drilled under this Prospectus on lease #2957 as regards all formations down to the base of the Nikanassin formation.

Under the Farmout Agreement Quasar shall become the operator as regards any interest earned.

The agreement creates an "area of mutual interest" which includes lands surrounding the ten (10) leases in which Copper Plate presently has an interest. A map of the area of mutual interest is available for examination at the registered office of the Company at 3rd Floor, 540 Howe Street, Vancouver, British Columbia. The Farmors under this Agreement including Copper Plate, have an opportunity of acquiring twenty five percent of any lands in the area of mutual interest which is acquired by Quasar Petroleum Ltd. or its assigns other than those lands which Quasar Petroleum will acquire as a result of lease selection from Parcel 2741.

Mining Claims and Lease Interests
Acquisition of Interests

By an Agreement dated January 3, 1972, the Company authorized Nova Development Ltd. to acquire some mining claims and Placer Mining leases for Copper Plate. Nova Development Ltd. purchased the interests set out below in the Copper Creek, Sunday Creek and China Creek. Nova Development Ltd. carried out or authorized to carry out certain exploration and development work. Nova Development Ltd. spent the sum of \$9,330.00 as set out below:

Eight trips to Princeton	\$ 393.00
Motels (seventeen nights)	187.00
Cost of Claims acquired from Spencer Davis	5,000.00
Acquisition of Placer Claims in Princeton Area, \$200 apiece for 10 leases	2,000.00
Payment to Geotronic Surveys and Trans Arctic Exploration for surveys, line cutting	1,100.00
Professional Engineers report - T. R. Tough, P. Eng.	650.00
Total:-	<u>\$9,330.00</u>

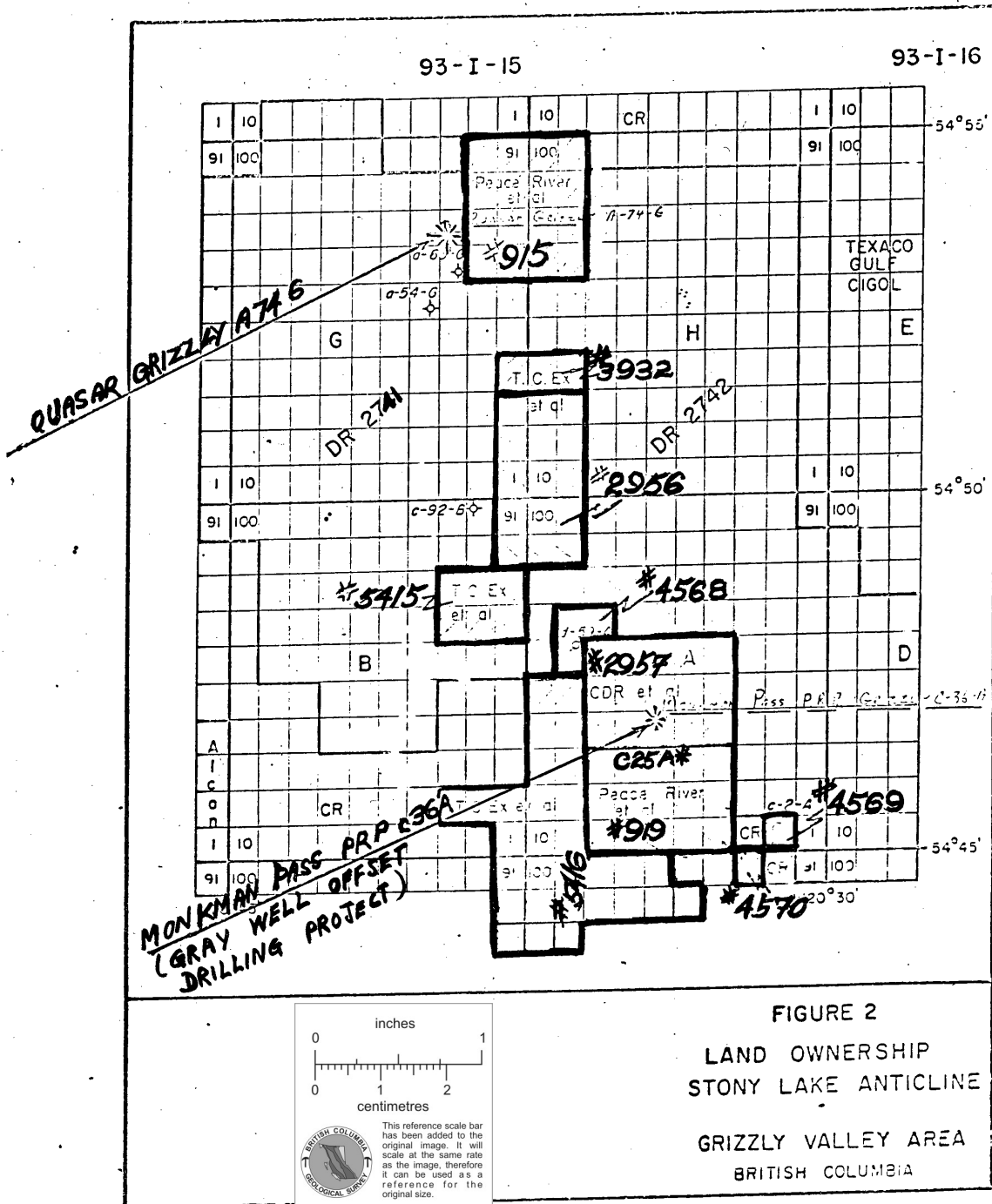
Copper Plate was unable to reimburse Nova Development Ltd. for its expenditures and therefore Copper Plate issued to Nova Development Ltd. some 93,300 shares to reimburse Nova Development Ltd. of its costs under the agreement dated January 3, 1972. Nova Development Ltd. also authorized work on the Copper Creek property which it partially paid for and for which it will be reimbursed at later date.

Copper Creek Property

The Company is the recorded and beneficial holder, subject to the provisions of the Mineral Act of the Province of British Columbia, of 34 mineral claims located approximately 19 miles southwest of Princeton in the Similkameen Mining Division of the Province of British Columbia and more particularly known and described as:-

<u>Claim Name</u>	<u>Record Number</u>	<u>Expiry Date</u>
A 19-20	30006 - 30007	February 15, 1973
A 39-54	30026 - 30041	February 15, 1973
B 9-19	30050 - 30060	February 15, 1973
X 23	30124	February 15, 1973
X 25	30126	February 15, 1973
X 27	30128	February 15, 1973
X 29	30130	February 15, 1973
X 31	30132	February 15, 1973

The Company must record assessment work of \$100.00 per claim per year in order to keep the mineral claims in good standing.



The 34 mineral claims of the Copper Creek Property were staked by Eugene Dodd of 602 West Hastings Street, Vancouver, B. C. as the agent of Spencer Davis of 2127 West 21st Avenue, Vancouver, B. C. Nova Development purchased the Copper Creek and Sunday Creek properties for the sum of \$5,000.00. Nova Development assigned the 34 mineral claims to Copper Plate by a Bill of Sale dated January 21, 1972. The sum of \$5,000.00 is included amongst the monies for which Nova Development was issued shares.

Spencer Davis acquired the mineral claims for the costs of staking.

To the best of the knowledge of signatories hereto no person has received or is to receive from the vendor of the claims a greater than a 5% interest in consideration paid therefore to it except as set out above.

While there is no known history of this property as such, there has been considerable exploration and some commercial production on the nearby Copper Mountain property. At the present time, the Newmont Mining Corporation Ltd. is making preparations to commence mill and pit operation on the Copper Mountain Property.

There is no surface or underground plant or equipment on the property.

The Company's exploration will be directed to a search for copper and zinc and the development of mineable reserves.

Access to the property is by an unused logging road along Copper Creek 4 miles from Highway No. 3. As the mineral claims are approximately 6 miles due west of Highway No. 3, the remaining 3 miles to the claims must be travelled by foot. Access to various portions of the property is extremely difficult due to dense vegetation and the precipitous nature of the terrain.

Exploration to date consists of a geological examination and the results thereof are contained in the report of K. F. Kangas, Geologist, dated August 28, 1971 and contained in this Prospectus. Copper Plate intends to carry out the exploration programme contained in the report.

There is no known body of commercial ore on the property and the proposed programme is an exploratory search for ore only.

Sunday Creek Property

The Company has abandoned and allowed to lapse an interest in some 12 mineral claims located in the Similkameen Mining Division in the Province of British Columbia. These claims were named G 43 - 54.

By an agreement dated January 3, 1972, the Company authorized Nova Development Ltd. of 624 - 603 West Hastings, Vancouver, B. C. to purchase and acquire Copper Creek, Sunday Creek and China Creek properties and to carry out such exploration work as would be necessary to keep those interests which the Company so desired in good standing. Copper Plate agreed to reimburse Nova Development for such expenditures on its behalf. The Company has issued 93,300 shares to reimburse Nova Development for these expenditures.

The 12 mineral claims of the Copper Creek Property were staked by Eugene Dodd of 602 West Hastings Street, Vancouver, B. C. as the agent of Spencer Davis of 2127 West 21st Avenue, B. C. Nova Development purchased the Copper Creek and Sunday Creek properties for the sum of \$5,000.00. Nova Development assigned the 12 mineral claims to Copper Plate by a Bill of Sale dated January 21, 1972. The Sum of \$5,000.00 is included amongst the monies for which Nova Development was issued shares.

Spencer Davis acquired the mineral claims for the costs of staking.

In the face of financial difficulty the Company decided to allow these claims to expire as they considered that further expenditure of money on these claims would not have been in the best interest of the Company.

China Creek Placer Property

The Company is the recorded and beneficial holder, subject to the provision of the Placer Mining Act of the Province of British Columbia, of 10 leases located immediately north of the town of Princeton in the Similkameen Mining Division of the Province of British Columbia and more particularly known and described as:-

<u>Lease Name</u>	<u>Expiry Date</u>
PML 1986	October 25, 1972
PML 1987	October 25, 1972
PML 1988	October 25, 1972
PML 1990	October 25, 1972
PML 1991	October 25, 1972
PML 1992	October 25, 1972
PML 1993	October 25, 1972
PML 2001	November 17, 1992
PML 2018	November 17, 1992
PML 2020	November 17, 1992

By an agreement dated January 3, 1972, the Company authorized Nova Development Ltd. of 624 - 603 West Hastings Street, Vancouver, B. C. to purchase and acquire Copper Creek, Sunday Creek and China Creek properties, and to carry out such exploration work as would be necessary to keep these interests in good standing. Copper Plate agreed to reimburse Nova Development for such expenditures on its behalf. The Company has issued 93,300 shares to reimburse Nova Development for these expenditures.

To the best of the knowledge of the signatories hereto no person has received or is to receive from the vendor of the leases a greater than a 5% interest in the consideration paid therefore to it except as stated above.

There is no known history of this property as such but there were some commercial operations nearby on the Similkameen River below Princeton before the turn of the century.

There is no surface or underground plant or equipment on the property.

The Company's exploration will be directed to a search for gold and platinum and the development of mineable reserves.

The placer leases are situated on the bench gravel of the Tulameen River immediately north of Princeton, British Columbia and extend in a northwesterly direction to the north-east side of China Creek. Numerous roads provide easy access to all portions of the leases.

Exploration to date consists of a geological examination and the results thereof are contained in the report of K. F. Kangas, Geologist, dated August 28, 1971, and contained in this Prospectus. Copper Plate intends to carry out the exploration programme contained in this report.

There is no known body of commercial ore on the property and the proposed programme is an exploratory search for ore only.

The leases are originally held as follows:-

<u>Lease Name</u>	<u>Originally held by</u>
PML 1986	Michael Anderson, 4615 Eilow Creek Road, West Vancouver, B. C.
PML 1987	Hugh Harlington, 4615 Willow Creek Road, West Vancouver, B. C.
PML 1988	Kathleen Watson, 2003 L 1600 Beach, Vancouver, B. C.
PML 1990	Rose Romanchuk, 1340 Burnaby Street, Vancouver, B. C.
PML 1991	Hugh Watson, 624 - 602 West Hastings, Vancouver, B. C.
PML 1992	Clare Anderson, 4615 Willow Creek Road, West Vancouver, B. C.
PML 1993	Eugene Dood, 514 - 602 West Hastings, Vancouver, B. C.
PML 2001	A. B. Anderson, 4615 Willow Creek Road, West Vancouver, B. C.
PML 2018	Sharon Jorgenson, 817 - 602 West Hastings, Vancouver, B. C.
PML 2020	Dorothy Dennis, #402 - 1376 West 14th Street, Vancouver, B. C.

These leases are assigned by a Bill of Sale dated January 31, 1972, to Copper Plate. Nova Development Ltd. had made payments to acquire these interests in the amount of \$2,000.00. The sum of \$2,000.00 is included amongst the monies for which Nova Development was issued shares.

The original holders acquired their interests for the costs of staking and recording them.

USE OF PROCEEDS

The net proceeds from the underwriting will be \$37,500.00 and it is prepared that the sum will be expended by the Company as follows:

1. To pay the anticipated cost of the initial stage of exploration and development work on the groups of mineral claims and leases as recommended by K. F. Kangas, Geologist, in his report dated August 28, 1971, and concurred in by Thomas R. Tough, P. Eng., consulting geologist in his certificate dated August 31, 1971, and letter report of Thomas R. Tough, P. Eng., dated December 9, 1971;

On Copper Creek Property (Programme as in K. F. Kangas' report)	\$5,650.00	
On China Creek Property (Programme as in Thomas R. Tough's letter report dated December 9, 1971)	7,825.00	\$ 13,475.00
 2. Reserve for overage costs of Gray Well Offset Drilling Project estimated on an average of \$100,000.00 for the whole project. 5,000.00
 3. Reserve for the purpose of acquiring further lands and carrying out further exploration programmes in the Monkman Pass Area or for participating in other petroleum and natural gas development projects. 7,500.00
 4. Reserve for general administration and head office expenses, legal, audit, and professional and other miscellaneous costs and for all contingencies. 11,525.00
- Total: \$ 37,500.00

If the proceeds of this offering are insufficient to finance the carrying on of the administration of the Company, after carrying out the programmes described in 1, 2, and 3 above, the Company will consider a further sale of its shares by a public offering or a rights offering.

No part of the proceeds derived from this issue of shares, nor any funds already in the Copper Plate treasury, will 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 jurisdictions in which the securities offered by this Prospectus may be sold. Should Copper Plate propose to use the said proceeds to invest, underwrite or trade in nontrustee type securities after the initial distribution of the securities offered by this Prospectus, approval by the shareholders shall first be obtained and prior disclosure made to the regulatory securities bodies having jurisdiction over the sale of the securities offered by this Prospectus.

INTEREST OF MANAGEMENT AND OTHERS IN MATERIAL TRANSACTION

The interest of directors and officers in material transaction is as set out under the captions "Promoters" and "Business and Property".

AUDITORS

The auditors of the Company are McDonald, Currie & Co., Chartered Accountants, 900 West Hastings Street, Vancouver, British Columbia.

REGISTRAR AND TRANSFER AGENT

The Registrar and Transfer Agent of the Company is the Yorkshire Trust Co., 590 West Pender Street, Vancouver, British Columbia.

PENDING LEGAL PROCEEDINGS

As a result of the participating companies including Copper Plate, disputing the amount of the drilling bill, Nabors Drilling Ltd., who has drilled the Monkman Pass PRP Grizzly C36A well, has placed a lien against the property in the amount of \$127,550.58. Monkman Pass Petroleum Ltd. (N.P.L.), which is acting as the manager-operator of the project on behalf of the companies who financed the well including Copper Plate, has disputed this claim. Legal proceedings have developed from Nabors' claim.

MATERIAL CONTRACTS

The following material contracts are in existence and may be viewed by registered shareholders of Copper Plate during normal business hours at the registered office of the company located at the 3rd Floor, 540 Howe Street, Vancouver, B. C.

1. An Agreement dated the 9th day of September, 1971, between Core Management Ltd. and Copper Plate whereby Copper Plate acquired a five (5%) percent working interest to earn an actual interest of two and one-half (2-1/2%) percent in Petroleum and Natural Gas Lease #2957.

2. An Agreement dated the 9th day of Sept., 1971, between Core Management Ltd. and Copper Plate whereby Copper Plate acquired its interest in the other Petroleum and Natural Gas leases described under the heading "Business & Property."

3. An Agreement dated the 3rd day of August, 1971, between Quasar Petroleum Ltd. and most of the parties who have interests in the Petroleum and Natural Gas Leases described under the heading "Business & Property" whereby Quasar Petroleum Ltd. has an opportunity to earn various interests from the parties who presently hold interests in the leases.

4. An Underwriting Agreement between Copper Plate and Barrington Securities Ltd. dated the 26th day of January, 1972.

5. Bill of Sale dated January 31, 1972, whereby Copper Plate acquired its interests in the mineral claims in the Placer Mining Leases.

6. An Agreement dated the 3rd day of January, 1972, with Nova Development Ltd. whereby the Company acquired its interests in the forty-six mineral claims located in Princeton Area and the ten Placer Mining Leases.

STATUTORY RIGHTS OF
WITHDRAWAL AND RESCISSION

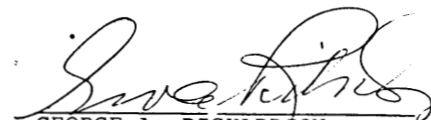
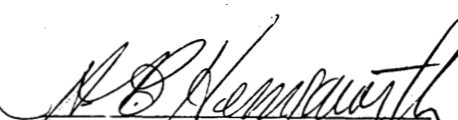
Sections 61 and 62 of the Securities Act, 1967 (British Columbia) provide, in effect, that where a security is offered to the public in the course of primary distribution:

- (a) A purchaser has the 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 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 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.

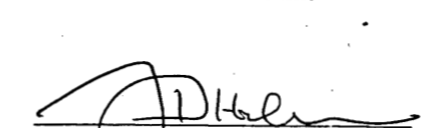
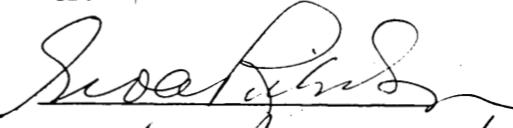
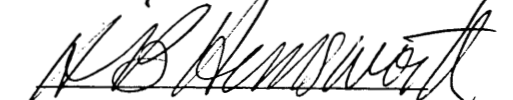
Reference is made to the said Act for the complete text of the provisions under which the foregoing rights are conferred.

CERTIFICATES

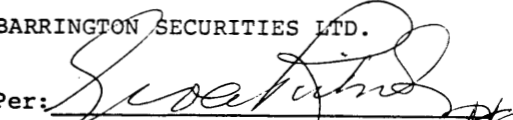
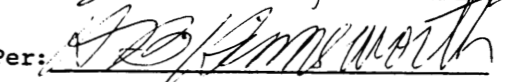
The foregoing constitutes full, true and plain disclosure of all material facts relating to the securities offered by this Prospectus as required by Part VII of the Securities Act, 1967 and the regulations thereunder.

 
 GEORGE A. RICHARDSON H. BARRY HEMSWORTH
 Director & ~~Executive~~ Director & ~~Executive~~


 HAROLD A. WILLIAMS CORE MANAGEMENT LTD.
 Director & ~~Executive~~ Promoter
 Per:

 
 JAMES DOUGLAS HUBER 
 Director

To the best of our knowledge, information and belief 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.

BARRINGTON SECURITIES LTD.
 Per: 
 Per: 

The following includes the names of every person having an interest either directly or indirectly to the extent of not less than 5% in the capital of Barrington Securities Ltd.: George A. Richardson, John L. Wilson, Harold A. Williams, and H. Barry Hemsworth.

THIS PROSPECTUS IS DATED THE 11th DAY OF July, 1972

THE MAPS REFERRED TO IN THESE REPORTS
ARE OF SUCH A SIZE THAT IT IS IMPRACTICAL TO REPRODUCE
THEM IN THIS PROSPECTUS. THEY ARE AVAILABLE FOR
EXAMINATION AT THE REGISTERED OFFICE OF THE COMPANY.

EVALUATION
OF THE
STONY LAKE ANTICLINE
NORTHEAST BRITISH COLUMBIA
Prepared by
C. H. RIDDELL, P. GEOL.

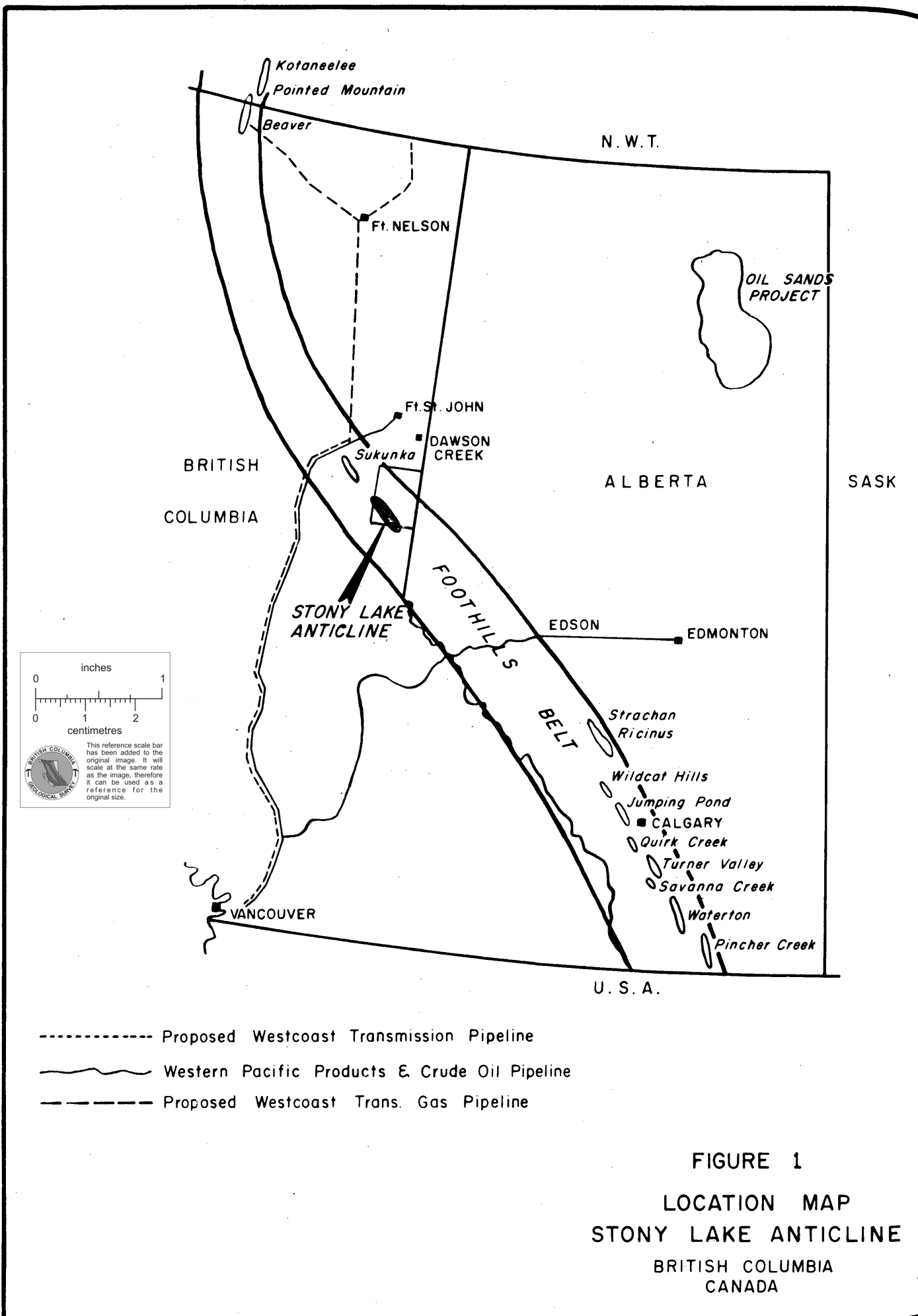
X

TABLE OF CONTENTS

Introduction	1
Geology	1
Stratigraphy	2-3-4
Structure	4
Well Cost	5
Potential Reserves	5-6-7
Land	7
Land value	7
Summary	7-8
Appendix I	

LIST OF FIGURES

Figure 1	Location Map
Figure 2	Land Map
Figure 3	Structural Cross Section
Figure 4	Land Sales Map



INTRODUCTION

This report is being prepared at the request of Mr. W. E. Schmidt of Copper Plate Mines Limited (NPL), c/o Hemsworth & Associates Third Floor, 540 Howe Street, Vancouver 1, British Columbia. It is my understanding that Copper Plate as an opportunity to farm an interest in 19,350 acres on the Stony Anticline in northeastern British Columbia. This report is an evaluation of the available farmout acreage (see Figure 2)

The Stony Lake anticline is a large "foothills type" thrust-faulted anticlinorium which is located in northeast British Columbia, 80 miles west of Grande Prairie. Prospects of developing major gas reserves under the acreage covered in this report coupled with the increasing demand for natural gas make this a good prospect at this time. The successful completion of this project would reap large rewards.

The Stony Lake anticlinorium was first defined by surface geologic mapping and has been further confirmed and defined by over 200 miles of seismic shooting. Six wells have been drilled in the area to date resulting in four abandonments and two wells capable of gas production.

GEOLOGY

The Stony Lake anticlinorium lies on the eastern edge of the Rocky Mountain foothills belt but within the area of Laramide thrust-faulting. The large structural closure was formed during the Laramide Revolution by compressional forces from the west. The structural style is similar to Pincher Creek, Jumping Pound and many other productive thrust structures along the foothills belt of the Canadian Cordillera. The trap is formed by doubly plunging thrust sheets involving Triassic and possibly Mississippian strata.

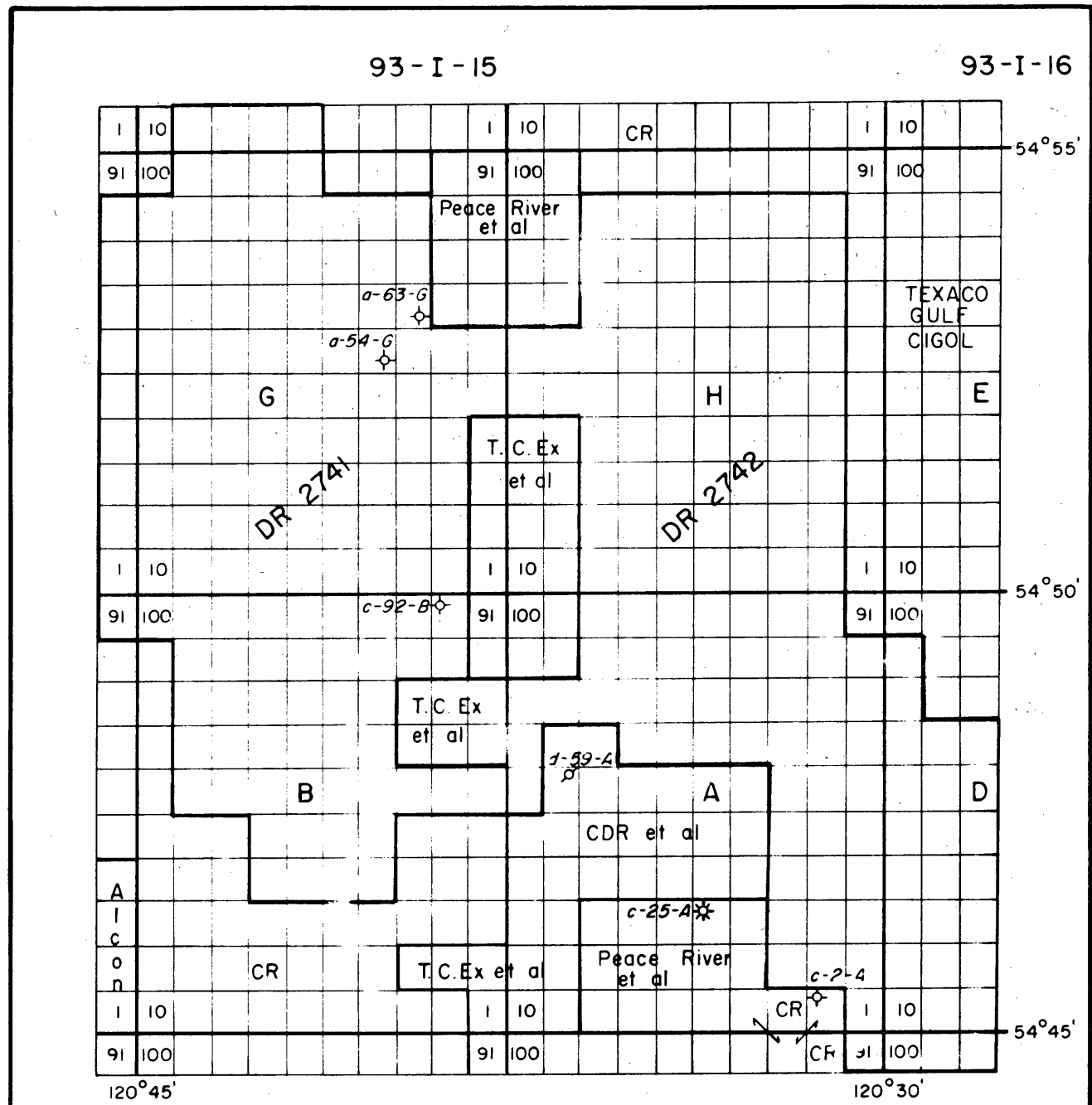


FIGURE 2
LAND OWNERSHIP
STONY LAKE ANTICLINE
GRIZZLY VALLEY AREA
BRITISH COLUMBIA

STRATIGRAPHY

Surface rocks at the Stony structure are Lower Cretaceous clastics and any test of the structure will spud into these sediments. Several sands will be encountered which may have some potential if porosity is developed and these sands should be evaluated from logs or from samples and a gas detector while drilling. These strata will probably be repeated at least in part by a thrust-fault.

The most potential reservoirs in the area include the Cretaceous (Nikinassin), Triassic (Baldonnel, Charlie Lake and Halfway), Permo Pennsylvanian (Stoddart) and Mississippian (Rundle).

To date gas accumulations are proven in the Nikinassin Formation and in the Triassic. The C-25-A well is a completed Nikinassin gas well while the D-59-A well is a suspended Nikinassin gas well. The C-25-A well perforated more than 50 feet of gas pay and with an absolute open flow potential of 9.3 MMcf/d. Keith Banks, Schlumberger Engineer, studied the well logs and feels pay thickness is in excess of 300 feet. Log analysis by Schlumberger also indicate considerable probable Nikinassin pay thickness in the D-59-A well. Other wells drilled in the area have had Nikinassin gas shows.

Beds of Triassic age have been reached in the Columbia Monkman Pass A-54-G well and the Richfield D-63-G well. The D-63-G well encountered gas shows in the Nikinassin and Triassic horizons but no tests were made in the Nikinassin. The well encountered two zones of lost circulation in the Triassic. At 11,850 feet several thousand barrels of mud and some cement were pumped into the formation before a drill stem test was run, which still yielded 700 MCF/d decreasing to 200 MCF/d. At 12,631 feet the well again lost circulation and finally blew out with gas flows estimated up to 44 MMcf/d. After the blowout a fish prevented the zone from being retested. The A-54-G

well encountered the Triassic about 1400 feet low and yielded only 100 feet of muddy gas cut water cushion and 3900 feet of water cushion on drill stem test.

The Triassic Halfway Formation has not been penetrated at the Stony Lake Anticline. Outcrop sections to the north indicate it is a porous, fine grained sandstone with some interbeds and mounds of massive reefoid limestone. This formation produces at Blueberry, Milligan Creek, Beaton River and many other fields, but these are over 100 miles to the north and reservoir conditions at Stony Lake are unknown. The distribution of the formation is not well known, but this could make a good reservoir if encountered, and there is a strong possibility that the formation underlies this structure.

The Baldonnel and Charlie Lake have yielded gas blows in the Richfield D-63-G well, and the formations contain reserves at the nearest Triassic discovery at Sukunka, sixty miles along trend to the northwest.

Control is such that the thickness and facies of the Permo-Pennsylvanian Stoddart group are unknown, but porosity in this unit is known from the foothills outcroppings.

The Rundle Group of Mississippian Age is the main producing horizon in the Rocky Mountain foothills. This structure is near the facies change from porous limestone facies to dense cherty limestone facies of the Profit Formation. Lack of sufficient control makes it impossible to predict whether the formation will be porous or not.

A Devonian reef play may well extend beneath the subject lands, but would be at a depth of 18,000 to 20,000 feet and on the regional plate. Seismic to date has not been successful in displaying reflections this

deep and reworking of current seismic is recommended to see if deep reflections can be enhanced to define any Devonian reefing.

STRUCTURE

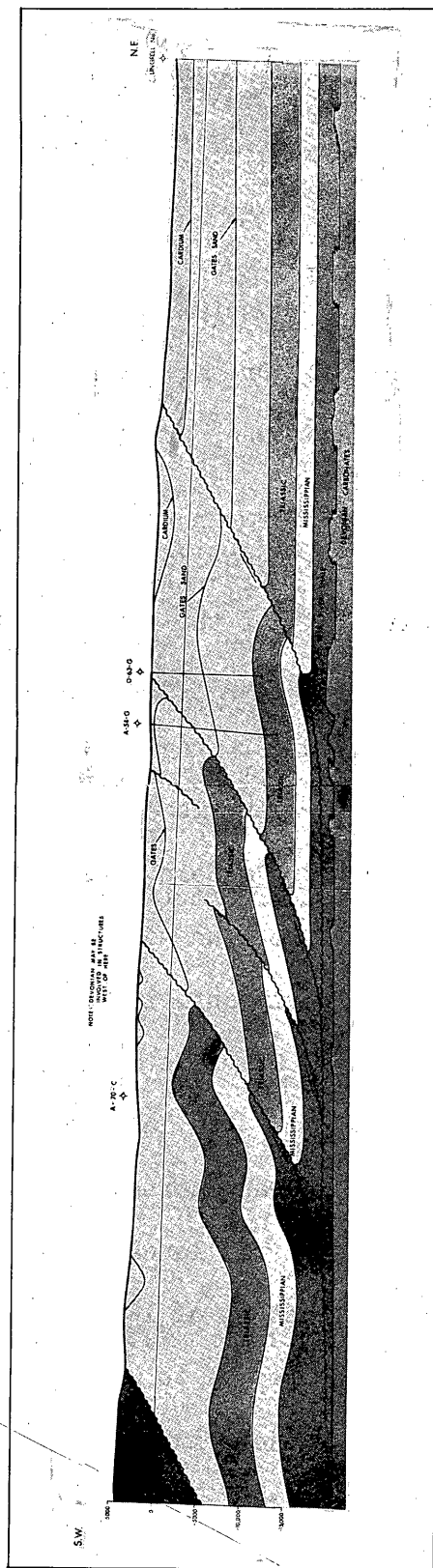
The subject area has been mapped seismically by over 200 miles of shooting which has been interpreted by Dr. M. Aydin, P. Geoph. Two seismic structure maps on the Gates sandstone, prepared by Dr. Aydin, accompany this report.

The Stony Lake anticlinorium is over 25 miles long and is formed by thrust-faulting near the eastern limit of the disturbed belt. The Gates Sandstone forms an excellent geophysical reflector and is very useful in defining the subsurface structure. Other fragmentary reflections combined with well control give a reasonably clear interpretation of the structure. Reworking of the seismic using modern processing techniques could enhance the data for the deep part of the section.

Several culminations occur on the anticlinorium which are exhibited on the attached "Lower Gates" and "Upper Gates" structure maps.

Two culminations occur on the subject lands on the plate below the Stony Lake thrust, one near the southeast corner of 93 I 15-A and of which about 2,000 acres lie within the farmin lands; the other culmination to the northeast with apparent aerial closure of 10,000 acres, of which about 2,000 acres lie within the lands offered to Copper Plate.

Other closures occur on the subject lands in the plate above the Stony Lake thrust which could be of interest. It would be necessary to move far enough down-dip to make sure the lading edge of the Triassic reservoirs are encountered in a test well.



C. H. RIDDELL GEOLOGICAL CONSULTANTS LTD.
 STONY LAKE AREA
 NE BRITISH COLUMBIA
 STRUCTURAL CROSS SECTION
 VERTICAL SCALE 1" = 1 mile
 HORIZONTAL SCALE 1" = 1 mile
 BC 93-1
 FIG. 3

WELL COST

A Nikinassin test of the structure on the footwall of the Stony Lake thrust would require an 8000 foot test, a Triassic test would be about 13,000 feet, a Mississippian test would be about 15,500 feet. The estimated cost of a Nikinassin test is \$500,000; a Triassic test, \$900,000; and a Mississippian test \$1,200,000. Test of the hanging wall structures would be somewhat less, but also have higher risk and perhaps less potential.

POTENTIAL RESERVES

It is understood that the lands are in lease form and thus none must be returned to the Government.

It was not felt that it would be necessary to do a detailed runout of this prospect as there are too many unknown factors and estimates, but the overall potential of the structure is enormous.

It should be made clear that the calculation of Possible Reserves is based on assumptions of reservoir conditions in formations in which reserves have not been established, and as such must be considered highly interpretive. Thus, while proven reserves have been given a value of 5 cents per thousand cubic feet, possible reserves have been given a value of only 1/4 cent.

Nikinassin

Reserves in the Nikinassin Formation have been established at the C 25-A well. Proven reserves of 31 billion cubic feet have been estimated by the Province of British Columbia based on 287 feet of pay covering 640 acres.

Proven reserves -	31 BCF
Possible reserves -	
Closure indicated by seismic	4,000 acres
Approximate area of closure	
(unproven)	3,300 acres
Assumed pay	75 feet
Estimated MCF/acre-foot	200 MCF/acre-foot
Remaining possible Nikinassin reserves	49 BCF
based on the above assumptions	

Triassic Baldonnel - Charlie Lake

Although some workers have allowed for proven reserves in the Triassic based on the blowout at the Richfield D-63-6 well, these are treated here as possible reserves only. Reservoir conditions are unknown, and these are estimates only. Assuming a porosity of 6 per cent, a water saturation of 30 per cent, a reservoir pressure of 5,000 pounds, an abandonment pressure of 500 pounds, reservoir temperature of 220° F, surface loss of 20 per cent, and initial and abandonment compressibility factors of 0.8 and 1.0 respectively, the recoverable gas per acre foot will be about 435 thousand cubic feet.

Probable reserves -	
Area	4,000 acres indicated
Pay thickness unknown - assumed	by seismic
Reserves per acre-foot	100 feet
	435 MCF/acre-foot
Possible Triassic Baldonnel Charlie	174 BCF
Lake reserves based on foregoing	
assumptions	

Triassic Halfway Sand

The Triassic Halfway Sandstone has not been penetrated by wells to date so its potential is completely based on assumptions. It is presented to show the possible potential.

Assuming a porosity of 10 per cent, a water saturation of 25 per cent, an initial reservoir pressure of 5,600 pounds, an abandonment pressure

of 500 pounds, reservoir temperature of 230° F, surface loss of 20 per cent, and initial and abandonment compressibility factors of 0.8 and 1.0 respectively, the recoverable gas per acre-foot would be about 885 thousand cubic feet.

Possible reserves

Area	4,000 acres indicated by seismic
Pay thickness unknown - assumed	50 feet
Reserves per acre-foot	885 MCF/acre-foot
Possible Triassic Halfway Sandstone	177 BCF
based on the foregoing assumptions	

LAND

The land holdings are outlined on the enclosed land map. Copper Plate have advised that these are in lease form and are currently in good standing, and that they have been offered an opportunity to earn a portion of these lands.

LAND VALUE

Proven gas reserves should have a present value of about 5 cents per thousand cubic feet. It is difficult to place an accurate value on the possible gas reserves, but the best way is probably by discounting the price by the amount of risk involved in the drilling venture. On this basis it is felt that 1/4 cent per MCF is conservative.

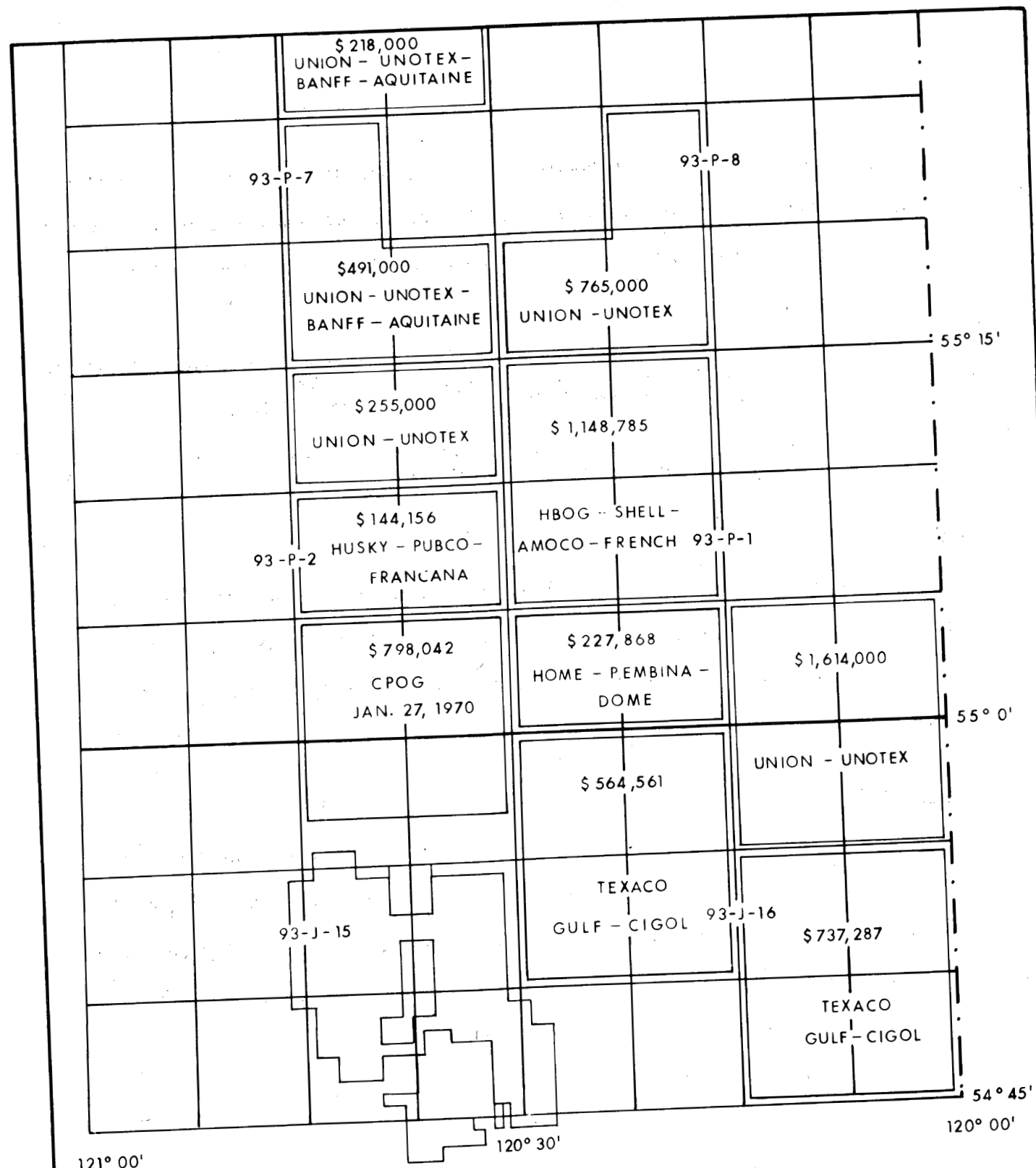
Proven reserves

$$33 \text{ BCF} \times 5 \text{ cents/MCF} = \$1,650,000$$

Possible gas reserves

$$400 \text{ BCF} \times 1/4 \text{ cent/MCF} = \$1,000,000$$

$$\text{Total} = \$2,650,000$$



BONUS PRICES PAID
AT B.C. LAND SALE
AUGUST 20, 1969
STONY LAKE AREA

FIGURE 4

Undrilled lands to the northeast have sold for \$17 to \$31 per lease acre. These are bonus bids for the lands which are untested. The subject lands have been shot seismically, and there is drilling done, and inasmuch as the interest to be earned in the subject lands is by further evaluation of the properties rather than by cash, it is felt that the \$2,650,000 value is consistent with the land value in the area.

SUMMARY

The Stony Lake anticlinorium is a very large feature, but it is extremely complex structurally. All wells drilled to date seem to indicate gas reserves in any zone that is sufficiently porous which indicates structural closure is present.

A commercial hydrocarbon accumulation requires a trapping mechanism, a porous reservoir and the migration of hydrocarbons into same. The structure is present and hydrocarbons have been proven in the reservoir beds which have been encountered. If an extensive reservoir is encountered, a very large accumulation is probable. It is felt that the odds of finding substantial reserves are not more than 10:1, and that this is a realistic risk on the project.

The group to make the initial discovery would be in a good position to purchase unleased Government lands, and options can perhaps be obtained by other land owners. This evaluation has not considered the potential of the Mississippian or the Devonian, other closures on the lands or the possibility of earning other lands. Recent prices paid at competitive land sales indicate industry's interest in the area.

[Signature]
G. H. Riddell, P. Geol.
August 6, 1971

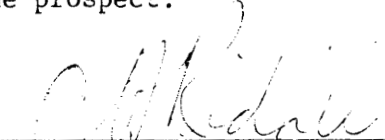
APPENDIX I
ESTIMATED WELL COST
8,500' Nikinassin Test
Stony Anticline

Land, legal and licences	\$ 5,000
Location preparation	8,000
Rig move	7,000
Rig up and down	3,000
Daywork - 65 days @ \$1,800/day	117,000
Camp - 75 days @ \$200/day	15,000
Surface casing - 850' of 13 3/8" and accessories	16,000
Cementing services (surface casing)	4,000
Fuel	20,000
Bits	40,000
Mud (or compressors for gas drilling)	48,000
Water	2,000
Coring (120' @ \$15/foot)	1,800
Drill stem tests - 3 @ \$1,200	3,600
Logging - Dual Induction Laterolog Sonic log Sidewall Neutron	7,000
Gas detector	6,000
Geological and engineering	20,000
Communications, aircraft and miscellaneous	30,000
Abandonment (cementing services and lease cleanup)	10,000
Contingencies	<u>36,000</u>
ESTIMATED DRY HOLE COST	<u>\$399,400</u>

CERTIFICATE

I, Clayton Howard Riddell, consulting geologist, of 128 Canata Close, Calgary 16, Alberta, do declare:

1. That I graduated from the University of Manitoba with the degree of Bachelor of Science (Honours) in 1959.
2. That I am a member of the American Association of Petroleum Geologists, the Alberta Society of Petroleum Geologists, and that I am a registered Professional Geologist for the Province of Alberta.
3. That the original report on this property was written on January 15, 1971, for Legend Explorations Ltd. and at that time I had no interest, direct or indirect, nor did I expect to receive any interest, direct or indirect, in the property reviewed. Since that time I have obtained an interest in lands adjacent to this property but this has in no way affected the report. I have no interest, present or expected in the securities of Copper Plate Mines Limited (NPL).
4. That the above report is based on geological and other general knowledge of the area described therein and upon a consideration of the available data on wells drilled on it and in adjacent areas, and upon examination of the seismic data over the prospect.


C. H. Riddell, P. Geol.

August 6, 1971

THE COMPANY HAS ALLOWED THE SUNDAY CREEK
PROPERTY MINERAL CLAIMS TO LAPSE. AS A RESULT THE COMPANY
WILL NOT CARRY OUT THAT PART OF THE FOLLOWING RECOMMENDATIONS
DEALING WITH THE SUNDAY CREEK PROPERTY.

THE COMPANY HAS DECIDED TO CARRY OUT THE RE-
COMMENDATIONS OF MR. THOMAS R. TOUGH IN HIS LETTER OF
DECEMBER 9, 1971, RATHER THAN THOSE OF MR. KANGAS WITH REGARD
TO THE CHINA CREEK PROPERTY.

REPORT ON MINING PROPERTIES
SIMILKAMEEN MINING DIVISION, B. C.
COPPER PLATE MINES LTD.

AUGUST 28, 1971

REPORT ON THE
COPPER CREEK AND SUNDAY CREEK PROPERTIES
AND CHINA CREEK PLACER PROPERTY
OF
COPPER PLATE MINES LTD.
IN THE
SIMILKAMEEN MINING DIVISION, B. C.

K. F. KANGAS, GEOLOGIST

TABLE OF CONTENTS

	Page
INTRODUCTION	1.
PART I -- COPPER CREEK PROPERTY	
SUMMARY	2.
INTRODUCTION	3.
LOCATION AND ACCESS	3.
TOPOGRAPHY, WATER, TIMBER, POWER	4.
HISTORY	4.
GEOLOGY	6.
ECONOMIC GEOLOGY	7.
CONCLUSIONS AND RECOMMENDATIONS	8.
PART II -- SUNDAY CREEK PROPERTY	
SUMMARY	11.
INTRODUCTION	12.
LOCATION AND ACCESS	12.
TOPOGRAPHY, WATER, TIMBER, POWER	13.
GEOLOGY	13.
ECONOMIC GEOLOGY	14.

	Page
CONCLUSIONS AND RECOMMENDATIONS	15.
PART III -- CHINA CREEK PLACER PROPERTY	
SUMMARY	18.
INTRODUCTION	19.
LOCATION AND ACCESS	19.
TOPOGRAPHY, TIMBER, POWER, WATER	19.
GENERAL DESCRIPTION OF PLACER DEPOSITS IN THE PRINCETON AREA	20.
SURFICIAL GEOLOGY OF THE CHINA CREEK PLACER LEASES	21.
ECONOMIC GEOLOGY	22.
CONCLUSIONS AND RECOMMENDATIONS	22.
ATTACHMENTS	
MAP - COPPER CREEK PROPERTY	
MAP - SUNDAY CREEK PROPERTY	
MAP - CHINA CREEK PLACER LEASES	

REPORT ON THE
COPPER CREEK AND SUNDAY CREEK PROPERTIES
AND CHINA CREEK PLACER PROPERTY
OF
COPPER PLATE MINES LTD.
IN THE
SIMILKAMEEN MINING DIVISION, B. C.

INTRODUCTION

At the request of Copper Plate Mines Ltd. (NPL) preliminary geologic investigations were carried out on the Copper Creek and Sunday Creek properties and the China Creek placer property situated in the Similkameen Mining Division, British Columbia. The past several weeks were spent in the Princeton area and the following report is based on personal observations on the specific properties and published geologic information on the general area.

This report is divided into three parts; each part dealing with the geology and economic aspects of each property.

PART I

COPPER CREEK PROPERTY

SUMMARY

Copper Plate Mines Ltd. (NPL) has acquired 34 contiguous claims immediately north of Copper Creek approximately 19 miles southwest of Princeton, B. C. in the Similkameen Mining Division, B. C.

A northwest-southeast trending contact between the Eagle granodiorite on the west and older Nicola volcanics and sediments on the east passes through the western portion of the claim group.

There are no known mineral occurrences on the property; however, the presence of both base and precious metal concentrations in close proximity to the contact to the northwest and southeast are indicative of favourable geologic conditions for the deposition of metallic mineralization.

It is, therefore, recommended that a limited exploration programme be initiated to include systematic prospecting and reconnaissance geochemical soil sampling.

INTRODUCTION

During the period August 23 - 24, 1971, a brief geologic reconnaissance was made of 34 contiguous claims in the Similkameen Mining Division, B. C. The entire subject property could not be examined in the time available, thus emphasis was directed to the most southerly claims where rock exposures are prevalent in the steep bluffs at Copper Creek. An east-west traverse was run along Copper Creek in order to observe major rock types and approximately locate geologic boundaries.

Claim particulars are as follows:

<u>Claim Name</u>	<u>Record Number</u>
A 19 - 20	30006 - 30007
A 39 - 54	30026 - 30041
B 9 - 19	30050 - 30060
x 23	30124
x 25	30126
x 27	30128
x 29	30130
x 31	30132

LOCATION AND ACCESS

The property is situated immediately north of

Copper Creek, which forms a portion of the northern boundary of Manning Park, 19 miles southwest of Princeton, B. C. and 6 miles due west of Highway No. 3. Coordinates of the centre of the property are $49^{\circ} 12'$ N. Latitude and $120^{\circ} 42'$ W. Longitude.

Access to the property is by an unused logging road along Copper Creek 4 miles from Highway No. 3. The remaining 3 miles to the claims must be travelled by foot. Access to various portions of the property is extremely difficult due to dense vegetation and the precipitous nature of the terrain.

TOPOGRAPHY, WATER, TIMBER, POWER

The claim group covers a well-timbered unnamed mountain with elevations varying from 5,000' on the north to 3,900' on the south at Copper Creek. Several small creeks drain south to Copper Creek which flows east into the northerly-flowing Similkameen River. Water is available from Copper Creek. A small lake 1,500' in diameter cuts the northern boundary of the property. Sufficient timber for all mining purposes is available on the property, predominant types being spruce, fir and pine. Power is available at Princeton.

HISTORY

Initial mining activity in the Princeton area

commenced in the early 1860's with the discovery of placer deposits along the Similkameen and Tulameen rivers. Intermittent production was continued until the turn of the century but then dwindled to production amounting to a few thousand dollars. The presence of placer gold in the Similkameen River led to the search for lode gold deposits resulting in a discovery and eventual production on Nickle Plate Mountain 20 miles southeast of Princeton, B. C.

Copper ore was first discovered in 1884 at Copper Mountain but not staked until 1892. In subsequent years considerable exploration was carried out by the South Yale Copper Company. Construction of a 2,000-ton concentrator and spur railway were started in 1915 and not completed until 1918 at which time the price of copper had dropped, so production did not commence. In 1922 Granby Consolidated Mining, Smelting and Power Company Ltd. took control. Production commenced in 1925 and continued until 1956, with the exception of the period 1931 - 1936 when the property closed owing to the low price of copper. With the greatly increased price of copper in the 1960's the economics of the deposit were once again studied, resulting in the acquisition of the Copper Mountain property and adjoining property on the west side of the Similkameen River by the Newmont Mining Corporation Ltd. Mill construction and pit preparations are presently underway with plans for initial production in

early 1972.

Over the years numerous base and precious metal discoveries have been made in the Princeton area but with no large-scale production resulting.

The renewed interest in the general area as a result of Newmont's production decision has resulted in a large increase in the number of claims staked, unstaked ground now being at a premium.

GEOLOGY

The rocks underlying the property consist of the Eagle granodiorite on the west, sheared volcanic and sedimentary members of the older Nicola Group in the centre and a broad band of volcanic lava of the later Princeton Group on the east.

The contact between the Eagle granodiorite and Nicola Group trends northwest and dips at moderate to steep angles to the west. There is an obvious conformity of the structures of the Eagle granodiorite and those of the Nicola Group as described below.

The Eagle granodiorite is regionally exposed on an elongated northwest-southeast trending belt 4 to 5 miles wide. Locally the rock is basically composed of white plagioclase, glassy quartz and biotite. The biotite is

arranged parallel to the long axis of the granodiorite body giving a gneissic structure to the rock. This foliation at the contact with the Nicola rocks is suggestive of extensive introduction along the bedding of the Nicola rocks, possibly in large part by granitization.

The Nicola members locally consist of chlorite-sericite and quartz-biotite schists probably originally present as tuff, argillaceous tuff and lava.

The Princeton Group locally occurs as a series of lava flows and flow breccias. A rather uncertain attitude of one flow indicated a northeasterly strike and southeasterly dip of 25°. The predominant lava is a brick-red basalt.

ECONOMIC GEOLOGY

The Nicola volcanics and sediments have been the most productive rocks in the Princeton area with economic mineralization usually concentrated in these rocks at or near the contact with intrusive rocks, the most notable example being Copper Mountain.

Mineral occurrences are conspicuously present along the eastern contact for the Eagle granodiorite and Nicola rocks from the Coquihalla Pass, 34 miles northwest of the property, to Pasayten River, 8 miles to the southeast, and includes such properties as the Independence

copper properties, the Grasshopper Mountain gold deposits, the Whipsaw Creek lead-zinc deposits and the copper-zinc occurrences of the Pasayten Camp. Recently Texas Gulf Sulphur has carried on a continued exploration programme on a copper property consisting of disseminated copper and molybdenum related to a biotite-feldspar-quartz porphyry in contact with Nicola and Eagle rocks. All of the above-mentioned properties occur adjacent to the Eagle-Nicola contact which passes through the Copper Creek property.

Several of the mineral occurrences located in the schistose Nicola rocks are narrow, discontinuous quartz-sulfide lenses offering few economic possibilities. It is suggested in searching for mineral occurrences near the Eagle-Nicola contact that more attention be directed toward the Eagle granodiorite side of the contact than has been done in the past.

Concentrations of metallic mineralization are not known to exist on the property; however, several small disseminated specks of chalcopyrite were observed in an isolated outcrop of chlorite-sericite schist in Copper Creek, the significance of which cannot be determined by such a cursory examination.

CONCLUSIONS AND RECOMMENDATIONS

Economic mineralization is not known to exist on

the property; however, the presence of metallic mineralization on both the northwest and southeast suggest that the Eagle granodiorite-Nicola contact is geologically favourable as a loci for mineral deposition.

It is, therefore, recommended that a limited exploration programme be initiated to include thorough prospecting and reconnaissance geochemical soil sampling. The prospecting should be performed by an experienced prospector with initial attention directed along the contact zone and to its immediate east and west and then expanded to include the entire group.

Geochemical soil samples should be taken along predetermined traverse routes plotted from government aerial photographs to provide ample coverage in all areas of overburden. Geochemical samples should be tested for copper and zinc.

It is estimated that a sum of \$5,650.00 will be required to implement the above programme. Cost estimate as itemized below is based on a period of five weeks:

1.	Prospecting (35 days @ \$50.00/day)	\$ 1,750.00
2.	Geochemical sampling (35 days @ \$40.00/day)	1,400.00
3.	Camp and supplies	1,000.00

4.	Assaying	1,000.00
5.	Contingencies	500.00
		<hr/>
		\$ 5,650.00
		<hr/>

The results of the above programme will determine whether additional funds should be allocated for follow-up geological mapping, geophysical work and/or diamond drilling.

PART II

SUNDAY CREEK PROPERTY

SUMMARY

Copper Plate Mines Ltd. (NPL) acquired 12 contiguous claims in the Similkameen Mining Division, B. C.

Significant copper mineralization is not known to exist on the property; however, the possible existence of favourable geologic conditions for the deposition of copper mineralization similar to those at Copper Mountain some 6 miles due north, indicate an exploration programme is warranted.

It is recommended that an exploration programme be initiated to include geological mapping and geochemical and magnetometer surveys.

INTRODUCTION

On August 20, 1971, an examination was made of the Sunday Creek property consisting of 12 contiguous claims located in the Similkameen Mining Division, B. C. Initial difficulty was encountered in locating the subject claims; however, ample time was provided to examine rock outcrops and become basically familiar with the geological setting.

Claim particulars are as follows:

<u>Claim Name</u>	<u>Record Number</u>	<u>Expiry Date</u>
G 43 - 54	30374B - 30385B	Feb. 18, 1972

LOCATION AND ACCESS

The claim group is situated 1 mile east of Highway No. 3, 19 miles south of Princeton, B. C. The claim group, 2 claims wide in a north-south direction and 6 claims long in an east-west direction, is immediately south of Sunday Creek with the eastern boundary 1/4 mile west of the Similkameen River. Coordinates of the property are 49° 15' N. Latitude and 120° 33' W. Longitude.

Access to the property is by an old log haulage road which intersects Highway No. 3 at a gravel pit 18 miles south of Princeton, B. C. Numerous logging roads and skid trails provide access to all portions of the property.

TOPOGRAPHY, WATER, TIMBER, POWER

The claim group occupies the north slope of an elongated north-south trending ridge. Relief is gentle to moderate on the western portion of the group but increases sharply on the east toward the Similkameen River. Elevations vary from 4,200' on the west to 3,400' on the east. Several small intermittent creeks drain the property to Sunday Creek which flows northeast into the Similkameen River. All water required for mining purposes would have to be pumped from the Similkameen River. Timber for mining purposes is available on the property or can be purchased from several local sawmills in the area. A power transmission line, presently under construction, terminates at Similkameen Mining Co. Ltd. 6 miles due north.

GEOLOGY

The property is underlain by an assemblage of Princeton Group sediments and possibly volcanics on the western half of the claim group, and interbedded Nicola Group sediments and volcanic flows on the east. Bedrock exposures are extremely limited on the west, occurring only as isolated weathered exposures in old logging road cuts. It is with some uncertainty that the Princeton-Nicola contact has been assumed to pass through the approximate centre of the claim group and in fact could be farther to the west.

The Princeton Group sequence consists of coarse-grained sandstones to fine-grained shales. The common colour is light buff with quartz, feldspar and argillaceous material being the principal constituents. In other locals the Princeton sedimentary beds are commonly underlain by Princeton volcanic rocks. This situation could exist on the claim group. Exposures of green porphyritic lava located immediately south of the property might well pass through an area of overburden on Claims G 47 and G 48.

A more or less continuous band of Nicola Group fine-grained tuffs and argillaceous tuffs mixed with volcanics extends from Copper Mountain south along the Similkameen River to Pasayten River. This band passes through the Sunday Creek property. The most westerly Nicola rock exposures on the claim group occur on Claims G 49 and G 50. Locally the Nicola rocks consist essentially of mixed, fine-grained light grey-blue tuffs and argillaceous tuffs mixed with volcanic flows. Two flow types observed consist of a dark green amygdaloidal lava, the vesicles filled with calcite, possibly representing a flow-top structure and a dark green andesite porphyry with disseminated specks of pyrite and occasional specks of chalcopyrite.

ECONOMIC GEOLOGY

The Princeton Group volcanics and sediments are not considered geologically favourable for the deposition

of either base or precious metals; therefore, when considering economic possibilities of the claim group, attention must be directed to the Nicola volcanics and sediments on the east.

The close proximity of the property to Copper Mountain warrants a few comments here. Basically, the copper ores of Copper Mountain are closely related to two intrusive bodies; the Copper Mountain and Voight stocks, which have intruded and metamorphosed the Nicola rocks. Mineralizing solutions might have entered the Nicola rocks through channels provided by three major faults which are recognized north of Copper Mountain and might converge at, or south of, Copper Mountain as undetermined by the presence of large areas of drift and Princeton Group rocks to the south. It is not inferred here that a similar geologic environment might exist on the Sunday Creek property; however, the possibility cannot be dismissed that copper mineralization is present on the claim group. No significant mineralization is known to exist on the group; however, occasional specks of chalcopyrite were observed in Nicola volcanic rocks.

CONCLUSIONS AND RECOMMENDATIONS

Significant copper mineralization is not known to exist on the claim group; however, the existence of favourable geologic conditions; namely, the presence of Nicola

rocks in close proximity to a plug of the Copper Mountain stock 1-1/2 miles NE of the property and the undetermined southern terminus of the major fault system believed related to mineralization at Copper Mountain indicate that an initial limited exploration programme is warranted.

It is, therefore, recommended that the following exploration programme be initiated:

1. Geologically map the G 49 - 54 claims on a scale of 1" = 400'. The geologist should be accompanied by an experienced prospector for exploration purposes.
2. Geochemical soil survey -- samples should be taken at 100' intervals on EW grid lines 400' apart, and tested for copper
3. Magnetometer survey -- this will provide structural information not obtainable solely from mapping.

It is estimated that a sum of \$4,000.00 will be required based on a period of 14 days after line cutting has been completed.

- | | |
|--------------------------|-----------|
| 1. Contract line-cutting | \$ 900.00 |
| 2. Geological mapping | 1,000.00 |

3. Prospecting, geochemical survey magnetometer survey	\$ 800.00
4. Assaying	500.00
5. Room, board, vehicle and supplies	500.00
6. Contingencies	300.00
	<hr/>
	\$ 4,000.00
	<hr/>

PART III

CHINA CREEK PLACER PROPERTY

SUMMARY

Copper Plate Mines Ltd. (NPL) has acquired 10 placer leases, the A 1 - 10 leases immediately north of the town of Princeton in the Similkameen Mining Division, B. C.

Bench and river gravel deposits are notably absent on the southern portions of the property, thus offering few economic possibilities for the existence of workable placer deposits.

The northern portion of the property is underlain by gravels of possible glacial origin which might have been reworked by stream action. A possibility exists of the presence of locally enriched concentrations of placer gold and platinum in these gravels. Reports of significant gold values occurring on the adjoining placer properties are unconfirmed.

It is recommended that a programme be initiated to include sampling of all vertical gravel exposures; and, if warranted, a follow-up programme of churn-drill sampling should be started.

INTRODUCTION

A brief examination was made of 10 placer leases, the A 1 - 10 leases, located in the Similkameen Mining Division of B. C. This examination was of a cursory nature, designed to locate the subject leases and acquaint the writer with the general characteristics of the surficial and bedrock geology. No attempt was made to sample any of the gravels exposed in road cuts. It is understood that several gravel samples were previously taken and assayed from various locations on the placer leases.

LOCATION AND ACCESS

The placer leases are situated on the bench gravels of the Tulameen River immediately north of Princeton, B. C. and extend in a northwesterly direction to the northeast side of China Creek.

Numerous roads provide easy access to all portions of the leases.

TOPOGRAPHY, TIMBER, POWER, WATER

The topography varies from one of gentle relief on the south near the Tulameen River to moderate relief on the north on the slopes to China Creek. Elevations vary from 3,000' on the north to 2,300' on the terrace above the Tulameen River. Water required for any placer operations

would have to be pumped from the Tulameen River. Timber required for any placer operations could be purchased from local sawmills in the area. Power is available at Princeton.

HISTORY

Gold is reported to have been found on the Similkameen River below Princeton as early as 1853. The various river bars attracted attention at various times, but it was not until coarse gold was discovered in Granite Creek in 1885 that active placer mining began. In 1886 the value of placer gold production reached an all-time high of \$193,000. The active placer mining period lasted for about 10 years and then dwindled to a value of a few thousand dollars a year. Various attempts have been made over the years to work bench deposits and deep gravels by power shovel and hydraulic methods and to reach deeply buried channels by tunnelling; however, these methods have, at best, met with only moderate success.

The total placer-gold production from the area has had a value of approximately \$750,000, of which about half came from Granite Creek, the richest creek in the area.

GENERAL DESCRIPTION OF PLACER DEPOSITS IN THE PRINCETON AREA

The material of the placer deposits consists of sand and gravel usually containing various-sized boulders

which have caused serious problems with attempts to mine the placer deposits by mechanical methods.

The concentrated heavy minerals obtained are principally chromite, magnetite, gold, platinum and rarely native copper. Gold occurs in rough, angular, or slightly flattened nuggets. Flour gold is relatively scarce. The only other mineral of relative importance in the placer deposits is platinum. Previous records indicate that the ratio of platinum to gold is about 1 to 4 in the Similkameen River and near the mouth of the Tulameen River.

The source of the platinum and gold in the placer deposits is believed to be the Olivine Mountain body of platinum-bearing ultrabasic rocks and the gold-bearing veins of Grasshopper Mountain.

SURFICIAL GEOLOGY OF THE CHINA CREEK PLACER LEASES

At lower elevations on the property; namely, the area covered by Leases A 1 - 6, the presence of either bench or stream gravel is extremely limited. The majority of this area is underlain by soil derived from the underlying Princeton sediments as exposed in the banks of the Tulameen River 1/2 mile west of the highway bridge, the canyon of China Creek near its conflux with the Tulameen River and in numerous road cuts. The bench gravels, where present, appear to extend to depths of but a few feet.

At the higher elevations; namely, the area covered by Leases A 7 - 10, the unconsolidated material consists of gravel varying in texture from poorly sorted to well bedded, the components ranging in size from fine sand to boulders 4" in diameter. The origin of these gravels is uncertain, and they may consist of glacial material possibly reworked by stream action.

ECONOMIC GEOLOGY

Several samples of gravel taken from various locations on the property returned gold values from nil to trace. The bench gravels of the Tulameen River are not extensive in the area of Leases A 1 and A 2, thus offering few economic possibilities for workable deposits.

It has been reported that gold values were obtained on some portions of 15 adjoining placer leases. If these values can be confirmed a programme of churn drilling might be initiated to test the gravels on the China Creek property at higher elevations.

CONCLUSIONS AND RECOMMENDATIONS

The absence of extensive bench gravel deposits on the southern portions of the property near the Tulameen River offer few economic possibilities for the presence of workable placer deposits. Significant gold values were reportedly obtained from 15 placer leases immediately to

the east of the property. If these values are confirmed a programme of churn drilling might be initiated to test those gravels at higher elevations on the conjecture that they are glacial gravels which have been reworked by stream action resulting in local concentrations of gold and platinum, if originally present.

It is, therefore, recommended that a sampling programme be initiated to include:

1. Sampling of all natural vertical exposures of gravels. These exposures will include road cuts, bench gravels exposed in China Creek and the Tulameen River, recently-dug transmission power pole holes etc.
2. If warranted as a result of Step 1, a series of churn drill holes should be drilled.

It is estimated that an amount of \$2,500.00 will be required to implement the above programme.

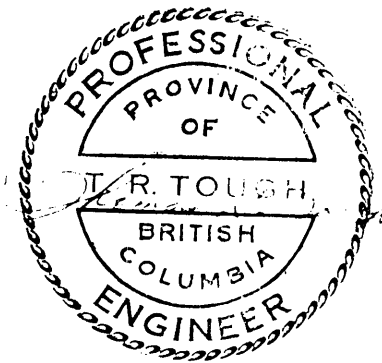
1. Manual sampling	\$ 700.00
2. Churn drilling programme (300' @ \$4.00 per foot)	1,200.00

3.	Assaying	\$ 400.00
4.	Contingencies	200.00
		<hr/>
		\$ 2,500.00
		<hr/>

Respectfully submitted,

K. F. Kangas

K. F. Kangas
Geologist



December 9, 1971

Board of Directors
Copper Plate Mines Ltd.
Third Floor, 540 Howe St.
Vancouver 1, B.C.

Dear Sirs:

The following is a recommended exploration program to assess the potential of Placer Leases A1 to A10, inclusive, held by your Company in the Asp Creek Area, Princeton, British Columbia.

The use of a seismic refraction instrument would aid in locating old stream beds and gravel bars as well as determining the thickness of same. A combined magnetometer survey would locate any concentrations of magnetic sands generally associated with placer gold.

Successful results from the above surveys would warrant that the leases be tested by churn drilling and bulk sampling.

Estimate of Costs for Surveys:

Seismic Survey, 30 spreads @ \$120.00/spread	\$3,600.00
Interpretive analysis and report	1,000.00
Procession Magnetometer Survey, 15 line miles @ \$175.00/line mile	2,625.00
Mobilization	<u>600.00</u>
	<u>\$7,825.00</u>

It is estimated that the above surveys should take approximately one month to complete.

Respectfully,
 T. R. TOUGH & ASSOCIATES LTD.
 T. R. TOUGH
 BRITISH COLUMBIA
 THOMAS R. TOUGH, P. Eng.
 ENGINEER

TRT:ly

CERTIFICATE

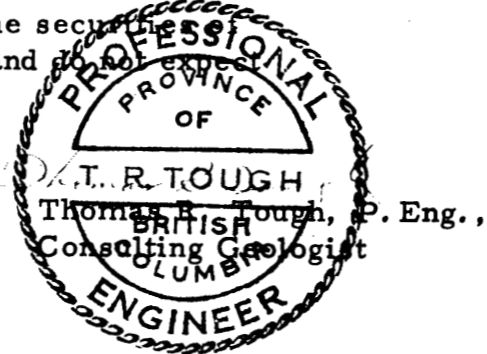
I, Thomas R. Tough, of the City of Vancouver, in the Province of British Columbia, do hereby certify:

That I am a Consulting Geologist and an associate with T. R. Tough & Associates Ltd., with offices at 302-475 Howe Street, Vancouver 1, B. C.

I further certify that:

1. I am a graduate of the University of British Columbia (1965) and hold a B. Sc. degree in Geology.
2. I have been practising in my profession for the past six years and have been active in the mining industry for the past thirteen years.
3. I am registered with the Association of Professional Engineers of British Columbia.
4. I have thoroughly studied the report by K. F. Kangas, geologist and concur with his findings and recommendations. I have been in the areas of Copper and Sunday Creeks and have examined other properties in the Princeton area during 1971.
5. I have no direct or indirect interest whatsoever in the property described herein, nor in the securities of Copper Plate Mines Ltd (N. P. L.) and I do not expect to receive any interest therein.

August 31, 1971



COPPER PLATE MINES LIMITED (N.P.L.)

FINANCIAL STATEMENTS

FOR THE PERIOD FROM MAY 21, 1971

TO MARCH 31, 1972

(Note 1)

MCDONALD, CURRIE & CO.
CHARTERED ACCOUNTANTS

INTERNATIONAL FIRM
COOPERS & LYBRAND

TELEPHONE 682-7821
900 WEST HASTINGS STREET
VANCOUVER III, BRITISH COLUMBIA, CANADA

AUDITORS' REPORT TO THE DIRECTORS

We have examined the balance sheet of Copper Plate Mines Limited (N.P.L.) as at March 31, 1972 and the statements of deficit, deferred exploration and administrative expenditures and source and use of working capital for the period from May 21, 1971 to March 31, 1972. 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.

In our opinion these financial statements present fairly the financial position of the company as at March 31, 1972 and the results of its operations and the source and use of its working capital for the period then ended, in accordance with generally accepted accounting principles.

Vancouver, B.C.
June 2, 1972

McDonald, Currie & Co.
CHARTERED ACCOUNTANTS

COPPER PLATE MINES LIMITED (N.P.L.)
BALANCE SHEET AS AT MARCH 31, 1972

(Note 1)

A S S E T S		\$
CASH		1,087
PETROLEUM AND NATURAL GAS LEASE INTERESTS (Notes 2 and 3)		125,000
MINERAL PROPERTIES (Notes 2 and 4)		6,171
DEFERRED EXPLORATION AND ADMINISTRATIVE EXPENDITURES (Note 2)		39,486
INCORPORATION COSTS		<u>2,182</u>
		<u>173,926</u>

L I A B I L I T I E S

CURRENT LIABILITIES	4,611
Accounts payable and accrued liabilities	<u>2,081</u>
Due to a shareholder - Nova Developments Ltd.	<u>6,692</u>

S H A R E H O L D E R S ' E Q U I T Y

CAPITAL STOCK (Note 5)	
Authorized - 6,000,000 common shares with a nominal or par value of 50¢ each	
Issued and fully paid - 1,689,305 shares	168,933
DEFICIT	<u>(1,699)</u>
	<u>167,234</u>
	<u>173,926</u>

SIGNED ON BEHALF OF THE BOARD

[Signature]
Director

[Signature]
Director

COPPER PLATE MINES LIMITED (N.P.L.)

STATEMENT OF DEFICIT

FOR THE PERIOD FROM MAY 21, 1971 TO MARCH 31, 1972

(Note 1)

	\$
DEFICIT - BEGINNING OF PERIOD	Nil
Write-off of mineral properties and related deferred expenditures on claims abandoned	
- property costs	1,409
- exploration costs	<u>290</u>
DEFICIT - END OF PERIOD	<u>1,699</u>

COPPER PLATE MINES LIMITED (N.P.L.)

STATEMENT OF DEFERRED EXPLORATION AND ADMINISTRATIVE EXPENDITURES

FOR THE PERIOD FROM MAY 21, 1971 TO MARCH 31, 1972

(Note 1)

	\$
EXPLORATION AND DEVELOPMENT	
Monkman Pass, British Columbia	
Drilling fund	27,502
Lease rentals	<u>3,598</u>
	<u>31,100</u>
Similkameen Mining District, British Columbia	
Geophysical and geochemical	4,000
Survey and line cutting	810
Engineering	<u>710</u>
	<u>5,520</u>
Investigation of other properties	290
Less: Written off to deficit	<u>(290)</u>
	<u>Nil</u>
	<u>36,620</u>
ADMINISTRATIVE	
Audit and legal	1,358
Management fees	1,500
Sundry	<u>8</u>
	<u>2,866</u>
	<u>39,486</u>
ALLOCATION OF EXPENDITURES TO PROPERTIES:	
Petroleum and natural gas lease interests	33,534
Mineral properties	<u>5,952</u>
	<u>39,486</u>

COPPER PLATE MINES LIMITED (N.P.L.)
 STATEMENT OF SOURCE AND USE OF WORKING CAPITAL
 FOR THE PERIOD FROM MAY 21, 1971 TO MARCH 31, 1972

(Note 1)

SOURCE		\$
Capital stock issued (Note 5)		<u>168,933</u>
USE		
Exploration and administrative expenditures		39,776
Incorporation costs		2,182
Mineral properties (Note 4)		7,580
Petroleum and natural gas lease interests (Note 3)		
- Cash	50,000	
- Shares	<u>75,000</u>	<u>125,000</u>
		<u>174,538</u>
WORKING CAPITAL DEFICIENCY - END OF PERIOD		<u>5,605</u>
REPRESENTED BY:		
Current assets		1,087
Current liabilities		<u>6,692</u>
WORKING CAPITAL DEFICIENCY - END OF PERIOD		<u>5,605</u>

COPPER PLATE MINES LIMITED (N.P.L.)

NOTES TO FINANCIAL STATEMENTS

FOR THE PERIOD FROM MAY 21, 1971 TO MARCH 31, 1972

1. REORGANIZATION

The company was converted on May 21, 1971 to a Specially Limited Company after changing its name to the present form on April 21, 1971 from Farmer Brown Land Corporation Limited, a dormant company incorporated on June 11, 1969.

2. VALUES

The amounts shown for petroleum and natural gas lease interests, mineral properties and deferred exploration, development and administrative expenditures represent costs to date and do not necessarily reflect present or future values.

3. PETROLEUM AND NATURAL GAS LEASE INTERESTS

By agreements dated September 9, 1971, the company acquired from Core Management Ltd., a management company certain directors of which are also directors of this company, a 5% working interest (to result in a 2-1/2% earned interest) in nine petroleum and natural gas leases in the Monkman Pass area of British Columbia, together with an approximate 5% working interest (to result in a 2.3465% earned interest) in another lease in the same area, except for the spacing unit on that lease on which a gas well is located. The company can earn a .186% interest in the spacing unit. As consideration for the purchase of these lease interests, the company issued 750,000 shares of the capital stock of the company at an ascribed amount of \$75,000 for the interest in the lease on which drilling has recently been completed and has paid a total of \$50,000 for the remaining lease interests. In addition, the company contributed a total of \$25,000 to a drilling fund to be used for a test well, the contribution being calculated at 5% of an estimated drilling cost of \$500,000. The leases are subject to gross overriding and net royalties.

By an agreement dated August 3, 1971, the company and other owners having an 89.82% total percentage interest in the ten Monkman Pass petroleum and natural gas leases entered into a farmout-option agreement with Quasar Petroleum Ltd. whereby that company, by drilling one test well, will earn a 75% interest in certain structures of some of the leased lands and may earn a further 50% interest in part of the remaining leased lands by drilling an additional two test wells according to specification.

The Quasar test well is being drilled on leased lands adjoining the lands in which Copper Plate has an interest and the other two wells, if drilled, will be on the property on which Copper Plate holds lease interests.

COPPER PLATE MINES LIMITED (N.P.L.)

NOTES TO FINANCIAL STATEMENTS

FOR THE PERIOD FROM MAY 21, 1971 TO MARCH 31, 1972

4. MINERAL PROPERTIES

As at March 31, 1972 the company owned the following mineral properties:

Similkameen Mining District, British Columbia	\$
34 Mineral claims acquired for cash	3,991
10 Placer mining leases acquired for cash	<u>2,180</u>
	<u>6,171</u>

5. CAPITAL STOCK

On May 28, 1971, pursuant to the reorganization referred to in note 1, the company altered its authorized capital stock to 6,000,000 common shares with a nominal or par value of 50¢ each.

During the period, capital stock was issued for the following consideration:

	Number of shares	Par value \$	Discount \$	Net \$
For cash	846,005	423,003	338,400	84,603
For settlement of liabilities	93,300	46,650	37,320	9,330
For interests in petroleum and natural gas leases (note 3)	<u>750,000</u>	<u>375,000</u>	<u>300,000</u>	<u>75,000</u>
	<u>1,689,305</u>	<u>844,653</u>	<u>675,720</u>	<u>168,933</u>

The company has entered into an underwriting agreement with Barrington Securities Ltd. whereby Barrington will underwrite 250,000 shares of the company to net the company \$37,500. The agreement is subject to the approval of the British Columbia Securities Commission. Certain of the directors of Barrington are directors of the company.

At an extraordinary general meeting of shareholders held January 18, 1972 it was resolved that the company convert from a private to a public company.

COPPER PLATE MINES LIMITED (N.P.L.)

NOTES TO FINANCIAL STATEMENTS

FOR THE PERIOD FROM MAY 21, 1971 TO MARCH 31, 1972

6. REMUNERATION OF DIRECTORS AND SENIOR OFFICERS

No remuneration has been paid during the period to any directors or senior officers of the company. The company has utilized accounting services of a company of which three directors and two senior officers are principal. Expenditures to this company during the period ended March 31, 1972 totalled \$1,500.

7. CONTINGENT LIABILITY

A lien for drilling costs and services rendered in the amount of \$127,550 has been placed against the property in which the company has a 5% working interest. A Writ of Summons has been issued. The consortium of companies have disputed the lien amount and the ultimate liability, if any, to the company cannot be determined at this time.