

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

PROSPECTUS

009970

FIRST PUBLIC ISSUE

400,000 Shares

Par Value - Fifty (50¢) Cents

CAMELOT EXPLORATIONS LTD. (N.P.L.)

Incorporated under the laws of the Province of British Columbia

BRITISH COLUMBIA SECURITIES COMMISSION

PROPERTY FILE

HEAD OFFICE:

575 Howe Street
Vancouver, British Columbia

REGISTERED OFFICE:

3rd Floor - 540 Howe Street,
Vancouver, British Columbia

The Company offers by this prospectus 400,000 shares of its capital stock at 20¢ per share. Shares of this issue may be sold by:

- i) trading directors of the Company who will receive no commissions or other remuneration;
- ii) registered securities salesmen who will receive commissions as set forth below;
- iii) persons and companies registered to trade in securities in the Province of British Columbia.

| | Price to Public | Commissions | Proceeds to Company if all shares are sold. |
|----------|-----------------|-------------|---|
| Per Unit | 20¢ | 5¢ | 15¢ |
| Total | \$80,000.00 | \$20,000.00 | \$60,000.00 |

THE COMPANY'S PROPERTIES DO NOT CONTAIN ANY PROVEN ORE RESERVES. A SUBSTANTIAL AMOUNT OF DRILLING AND OTHER EXPLORATORY WORK WILL HAVE TO BE DONE BEFORE A DETERMINATION CAN BE MADE AS TO WHETHER OR NOT THE CLAIMS CONTAIN ANY COMMERCIALY MINEABLE ORE BODIES. THEREFORE, A PURCHASE OF THE SHARES OFFERED BY THIS PROSPECTUS MUST BE CONSIDERED A SPECULATION.

THERE IS NO EXISTING MARKET FOR THE SHARES OF THIS COMPANY.

WITH RESPECT TO THE LOCATED MINERAL CLAIMS HELD BY THE COMPANY, NO SURVEY HAS BEEN MADE AND THEREFORE, IN ACCORDANCE WITH THE MINING LAWS OF THE APPROPRIATE JURISDICTIONS IN WHICH THE PROPERTY IS SITUATE, THE EXISTENCE OF AND THE AREA OF THE PROPERTY COULD BE IN DOUBT.

Reference should be made to the paragraphs "Promoters" and "Principal Holders of Securities" herein for a comparison of the number of shares held by the promoters and directors of the Company for cash, services and property with the number of shares offered by this prospectus.

The shares offered by this prospectus represent approximately 30% and the shares issued to promoters, directors and other insiders for cash and properties represent approximately 64% of the total number of shares to be issued and outstanding upon completion of this offering.

June 21, 1971

921567-05

PROSPECTUS

CAMELOT EXPLORATIONS LTD. (N.P.L.)

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**REPORT
ON
CAMELOT EXPLORATIONS LTD. (N.P.L.)
MAMIT LAKE, B.C.**

NOVEMBER 26, 1970

**F.J. HEMSWORTH, P. ENG.,
CONSULTING MINING ENGINEER.**

SUMMARY

Camelot Explorations Ltd. (N.P.L.), hold 24 mineral claims in the Guichon Creek Valley, at the north end of Mamit Lake, 20 miles north of Merritt, B.C.

Guichon Creek represents a zone of weakness and a probable fault along the contact of the Guichon intrusive rocks with the older Nicola series of volcanics and sediments.

The property is adjacent to the Mamit Lake-Highland Valley road and lies about midway between the Craigmont and Bethlehem copper mines. The exploration potential of the Camelot property results from its being in the vicinity of these mines and because of the apparent favorable geology.

There are few rock outcrops, and due to the depth of overburden the claims have only been cursorily prospected by previous owners. A thorough investigation by geophysics and drilling is proposed.

RECOMMENDATIONS

An induced polarization survey, using wide electrode spacing for greater depth penetration, is recommended.

A magnetometer survey with readings at 200-foot intervals is recommended. The magnetometer was instrumental in the discovery of the Craigmont mine.

Diamond and percussion drilling to investigate anomalous targets revealed by the geophysical surveys.

COST ESTIMATES

| | |
|--|---------------------|
| Compass Surveys of claims and baselines | \$ 2,000.00 |
| Line cutting and picketing – 24 miles @ \$100/mile | 2,400.00 |
| I.P. Survey – 24 miles @ \$450/line mile | 10,800.00 |
| Magnetometer survey – 24 miles @ \$50/mile | 1,200.00 |
| Diamond drilling – 2,000' @ \$10/foot | 20,000.00 |
| Percussion drilling – 2,000' @ \$4/foot | 8,000.00 |
| Engineering (3 months @ \$1,000/month) | <u>3,000.00</u> |
| | Total |
| | \$ <u>47,400.00</u> |

If the above program is successful in indicating a possible orebody, much larger expenditures will be required to delineate the mineralization.

“F.J. HEMSWORTH”

F.J. Hemsworth, P. Eng.

INTRODUCTION

An examination was made of the OIL mineral group, at Mamit Lake, for Camelot Explorations on October 27th and 28th, 1970. The purpose of the examinations were to check the location of some of the claims that had been staked for the company; to make a preliminary investigation of the geology; and to make recommendations regarding an exploration program.

PROPERTY

The OIL 1-24 claims were staked by Gordon Bara as agent for H. Killoran and were all recorded in the Nicola Mining Division. The record numbers are 47225-47248, and the record date is October 15, 1970.

The writer personally examined the tags on the Initial Posts of the OIL 1-4 and 9-14 claims; and the tags of the final posts of the OIL 1-2 and 9-12 claims.

All the claim posts examined appear to conform with the regulations set out in the B.C. Mineral Act.

LOCATION

The OIL claims occupy the valley of Guichon Creek north of the north end of Mamit Lake. A

I.R. #3

KAMLOOPS M.D.
NICOLA M.D.

| | |
|-----|-----|
| OIL | OIL |
| 23 | 24 |
| OIL | OIL |
| 21 | 22 |
| OIL | OIL |
| 19 | 20 |
| OIL | OIL |
| 17 | 18 |
| OIL | OIL |
| 15 | 16 |
| OIL | OIL |
| 13 | 14 |
| OIL | OIL |
| 11 | 12 |
| OIL | OIL |
| 9 | 10 |
| OIL | OIL |
| 2 | 1 |
| OIL | OIL |
| 4 | 3 |
| OIL | OIL |
| 6 | 5 |
| OIL | OIL |
| 8 | 7 |

N.W. CORNER LOT 3249

GUICHON CREEK
MAMIT LAKE
ROAD
GAS PIPELINE

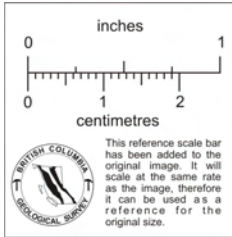
M.L.M
CLAIMS

MAMIT
LAKE
MINING
LTD.

TRUE NORTH

POWER LINES

B.C. HYDRO
TRANSFORMER
STATION



PROPERTY MAP
CAMELOT EXPLORATION LTD
MAMIT LAKE, B.C
SCALE 1" = 3000'
NOV. 1970

TO ACCOMPANY REPORT BY F.J. HEMSWORTH - P.E.N.G.

gravel road runs through the center of the Guichon Creek valley to the east of the claims. The OIL claims are accessible via a ranch road westerly from the Mamit Lake road across a wooden bridge over Guichon Creek. The claims are mainly in the drift-covered valley at an elevation of about 3,500 feet. The claims are about three miles south of the new townsite at Logan Lake.

LAND LOTS

All or most of the Camelot claims are located over surveyed land lots as shown on Merritt Sheet 92 1/SE. A search was made at the Land Registry in Kamloops to determine the owners of the surface rights and to find out if the mineral rights were held by the Crown. It was found that on the land lots covered by the claims, all minerals, precious and base are held by the Crown and hence go to the owners of the mineral claims.

Before proceeding with exploration work, the field superintendent should contact the ranch owners to arrange entry, and work conditions. The ranchers in this area have generally been very cooperative, and no difficulty is anticipated in carrying out geophysical surveys and drilling.

GENERAL GEOLOGY

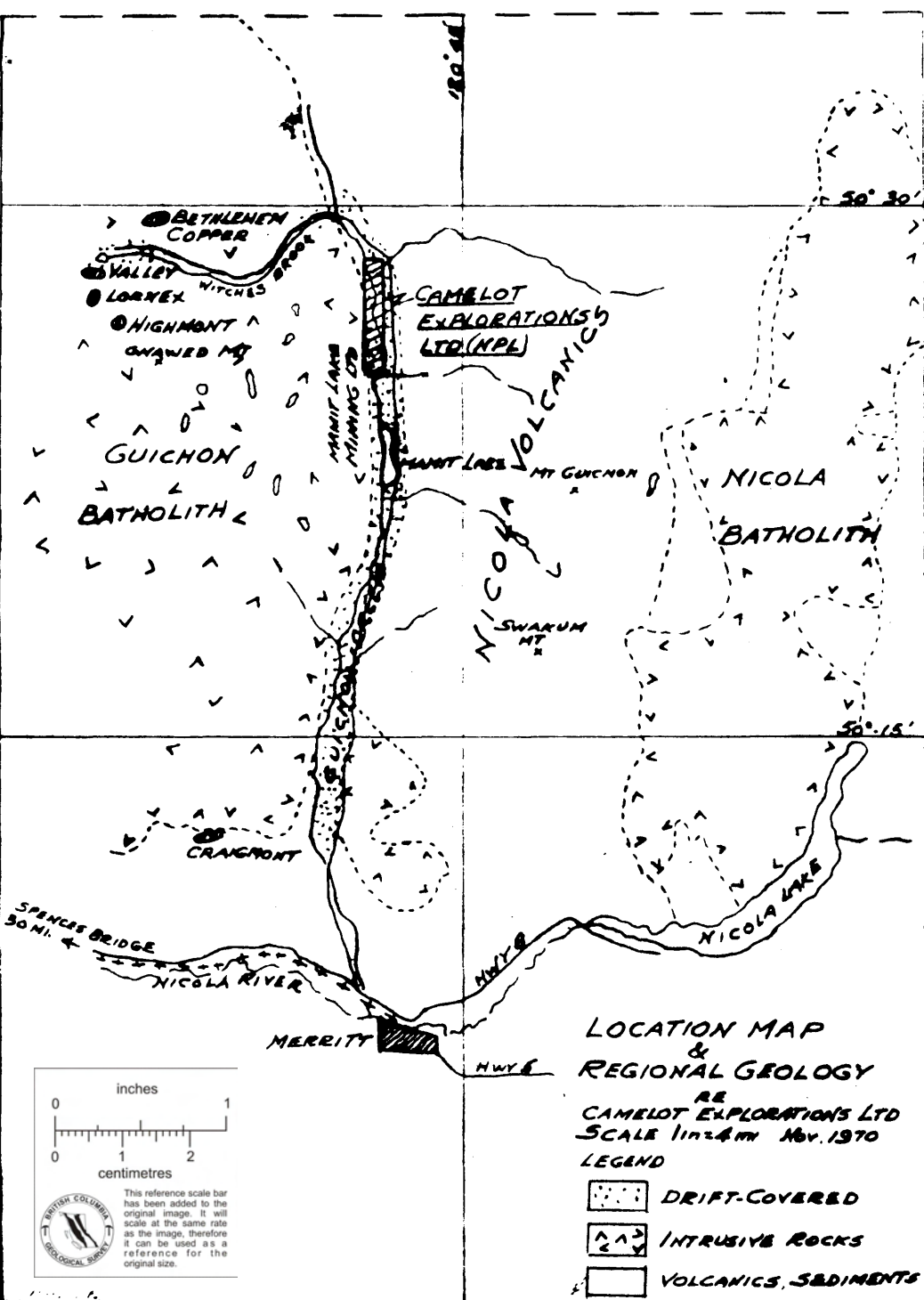
The Camelot claims were staked mainly in the Guichon Creek valley where there are no rock outcrops. From the Nicola geology sheet (Map 886A) the property straddles, for a length of over three miles, the contact between rocks of the older Nicola group and intrusives of the Guichon Batholith. A sketch showing the general geology is attached.

Nicola rocks, which outcrop on the eastern hillside, consist of greenstones and tuffs, with minor intercalated bands of argillites and limestones.

Rocks of the Guichon Batholith, which outcrop on the western hillside, comprise a variety of older to younger intrusives, including quartz diorite, granodiorite, quartz monzonite, granite, and related younger injected bodies. The large copper-molybdenum deposits of the Highland Valley camp occur in this favorable intrusive, generally within zones of deformation characterized by faults and related fractures and brecciated zones. The Craigmont copper mine occurs in tuffs along a granite contact geologically similar to the Camelot prospect.

MINERALIZATION

No mineralization has yet been found on this property as far as the writer is aware. Copper mineralization has been uncovered on the property of Mamit Lake Mining, adjoining on the west.



TO ACCOMPANY REPORT BY F.J. HEMSWORTH, P. ENG.

CONCLUSIONS

Exploration of river valleys for mineral deposits has some disadvantages. Heavy overburden, and accommodation to ranchers requirements, tend to impede the work program and to increase the costs. However, the recent success of similar programs at Valley Copper, and at the Maggie mine in the Bonaparte River Valley, encourages the investigation of these low-lying areas by geophysics and drillings.

The expenditure of \$47,400.00 for geophysical surveys and preliminary drilling on the Camelot Exploration Ltd. claims at Mamit Lake is warranted.

Respectfully submitted,

“F.J. HEMSWORTH”

F.J. Hemsworth, P. Eng.
Consulting Mining Engineer

November 26, 1970

CERTIFICATE

I, Fred J. Hemsworth, of Suite 707 Glass Manor, 700 Chilco, Vancouver 5, B.C., am a graduate in Mining Engineering of the University of British Columbia (1935), and have been a member of the Association of Professional Engineers since 1947. I have practised as a Consulting Mining Engineer with an office at 850 West Hastings Street since 1951.

I personally examined the ground covered by the OIL 1-24 mineral claims, Mamit Lake, B.C., and the surrounding area on October 27th and 28th, 1970.

I have no interest either directly or indirectly in the property covered by this report, nor do I have or expect to receive any interest in the securities of Camelot Explorations Ltd.

“F.J. HEMSWORTH”

F.J. Hemsworth, P. Eng.,
Consulting Mining Engineer

November 26, 1970