

This prospectus constitutes a public offering of these securities only in those jurisdictions where they may be lawfully offered for sale and therein only by persons permitted to sell such securities. 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 offense.

Public Treasury Offering and Shareholder Offering

Prospectus Date: August 8, 1995
Effective Date: August 9, 1995

010683



PROPERTY FILE

Rest of Prospectus
located in property
file 092K 008

CANQUEST RESOURCE CORPORATION

(the "Issuer")
830-470 GRANVILLE STREET
VANCOUVER, B.C. V6C 1V5
(604) 687-8768

Treasury Offering: 2,100,000 Class "A" Common Shares
(The Offering may be increased by up to 15% (315,000 Class "A" Common Shares)
to meet oversubscriptions.)

Shareholder Offering: 1,000,000 Class "A" Common Shares

NON FLOW-THROUGH SHARE TREASURY OFFERING:

1,230,000 Non-Flow Through Class "A" Voting Common Shares (the "Non-Flow Through Shares") at \$0.25 per share.

	Price to Public ⁽¹⁾	Agent's Commission ⁽²⁾	Proceeds to Issuer ⁽³⁾
Per Non Flow-Through Share	\$0.25	\$0.01875	\$0.23125
Total Offering	\$307,500	\$23,063	\$284,437

FLOW-THROUGH SHARE TREASURY OFFERING:

870,000 Flow-Through Class "A" Voting Common Shares (the "Flow-Through Shares") at \$0.27 per share

	Price to Public ⁽¹⁾	Agent's Commission ⁽⁴⁾	Proceeds to Issuer ⁽³⁾
Per Flow-Through Share	\$0.27	Nil	\$0.270
Total Offering	\$234,900	Nil	\$234,900

- (1) The price of the Non-Flow-Through and Flow-Through Shares has been determined by negotiation with the Agent.
- (2) In addition, the Agent will be granted an Agent's Warrant in consideration of it agreeing to purchase any Non Flow-Through Shares and Flow-Through Shares not sold on conclusion of the Offering. Refer to "Offering and Plan of Distribution".
- (3) Before deduction of the remaining costs of the Offering payable by the Issuer in connection with this Prospectus, estimated not to exceed \$15,000.
- (4) The Issuer will pay the Agent a fee of \$17,617 from working capital for the sale of the Flow-Through Shares.

The Class "A" voting common shares of the Issuer are quoted on the Canadian Dealing Network ("CDN") in Ontario.

The Vancouver Stock Exchange (the "Exchange") has conditionally listed the securities being offered pursuant to this Prospectus. Listing is subject to the Issuer fulfilling all the listing requirements of the Exchange on or before February 12, 1996 including prescribed distribution and financial requirements.