

MCGILLVARY CREEK 82L/13W (082LW058)
FF, DAISY, ROW, J, S 92G/14E (092GNW029)

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DEPT. OF MINES
AND PETROLEUM RESOURCES
Rec'd AU 4 1976

CACIA MINERAL DEVELOPMENT CORPORATION LTD. (NPL)
Incorporated under the laws of the Province
of British Columbia

RECEIVED
AUG - 3 1976
SUPERINTENDENT
OF BROKERS

PROSPECTUS
DATED JULY 21st 1976

NEW ISSUE

THIS IS THE SECOND PROSPECTUS OFFERING MADE BY THE
COMPANY

250,000 Common Shares



	Price to Public	Commission	Proceeds to Issuer if all the shares are sold
Per Unit	40¢	10¢	30¢
Total	\$100,000.00	\$25,000.00	\$75,000.00 *

* Before cost of issue estimated at \$5000.00

THIS ISSUE IS SUBJECT TO A MINIMUM SUBSCRIPTION BASED ON THE TOTAL OFFERING (SEE ITEM "PLAN OF DISTRIBUTION" PAGE 2). FOR DETAILS SEE PAGE THREE.

THE SHARES OFFERED BY THIS PROSPECTUS REPRESENT 12.99% OF THE TOTAL NUMBER OF SHARES TO BE ISSUED AND OUTSTANDING UPON COMPLETION OF THIS OFFERING AND THE SHARES ISSUED TO PROMOTERS, DIRECTORS AND OTHER INSIDERS FOR CASH AND PROPERTIES REPRESENT 57 1/2% OF THE TOTAL NUMBER OF SHARES TO BE ISSUED AND OUTSTANDING UPON COMPLETION OF THIS OFFERING.

THERE IS NO MARKET FOR THE SHARES OF THE COMPANY.

A PURCHASE OF THE SHARES OFFERED BY THIS PROSPECTUS MUST BE CONSIDERED A SPECULATION SINCE THE COMPANY'S MINERAL CLAIMS ARE STILL ONLY IN THE EXPLORATION STAGE. THE COMPANY'S PROPERTIES ARE WITHOUT A KNOWN BODY OR COMMERCIAL ORE AND THE PROPOSED PROGRAM IS AN EXPLORATORY SEARCH FOR ORE. THESE SECURITIES SHOULD BE PURCHASED ONLY BY PERSONS AWARE OF THE RISK INVOLVED.

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.

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

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

PROPERTY FILE

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SECURITIES SOLD FOR CASH AND ISSUED
TO SATISFY INDEBTEDNESS OF THE COMPANY

Particulars of shares sold for cash are as follows:

Number of Shares	Price per share	Total cash Received	Commission Paid
2	\$1.00	\$ 2.00	NIL
553,231	.10	65,323.10	NIL
21,500	.60	12,900.00	\$3,225.00

The 674,733 shares are all held in pool by the National Trust Company, Limited, the Registrar of the Company. The said shares are to be released from same thirty days after the sale of the shares offered by this Prospectus.

There have also been 250,000 shares issued at 20¢ to satisfy certain indebtedness of the Company within the past twelve months.

DESCRIPTION OF SHARE CAPITAL STRUCTURE

The share capital of the Company consists of one class of shares only. All shares issued by the Company rank equally as to dividends, voting rights and as to any distribution of assets on winding up or liquidation. There are no indentures or agreements limiting the payment of dividends and there are no conversion rights, special liquidation rights, pre-emptive rights or subscription rights. The presently outstanding share capital is not subject to any call or assessment and the shares offered hereby, when issued and sold as described in the Prospectus, will not be subject to any call or assessment.

USE OF PROCEEDS TO ISSUER

The estimated net proceeds to be derived by the Company from the sale of the securities offered hereby is \$75,000.00 and such proceeds will be expended as follows:

1. Estimated costs mineral claims in Kamloops Mining Division	
(a) Site preparation:	\$ 8,000.00
(b) Sampling & Assaying; Supervision, Geology and transportation	2,000.00
	<u>\$10,000.00</u>
2. Cost estimate of proposed exploration program Phase #1 mineral claims in Vancouver Mining Division.	
(a) Establish camp:	\$ 2,000.00
(b) Topographic map	1,000.00
(c) Survey claims, establishing base and picket lines:	4,000.00
(d) Geological mapping and prospecting:	4,000.00
(e) Geochemical program:	
Sampling: \$3,000.00	
Assaying: 2,000.00	5,000.00
(f) Geophysical program:	7,000.00
(g) Open caved tunnel, map, sample and drill:	10,000.00
(h) Contingencies @ 20%	6,600.00
	<u>\$39,600.00</u>
3. The estimated costs of this Prospectus:	5,000.00
4. Listing fee for Vancouver Curb Exchange to be held in trust:	2,000.00
5. Administration, legal and accounting:	5,000.00
6. General expenses:	6,900.00
To total minimum subscription:	<u>\$68,500.00</u>

The balance of the said offering would be applied to discharge Company debts which, as of the date of this Prospectus, is in the amount of \$16,373.00.

The Company may pursuant to the written recommendations of an independent qualified engineer, abandon in whole or in part any of its properties or may alter as work progresses the work program recommended or may make arrangements for the performance of all or any portion of such work by other persons or companies and may use any money so diverted for the purpose of conducting work or examining other properties acquired by the Company after the date of this Prospectus although the Company has no present plans in this regard. If any such event occurs during the primary distribution of the shares referred to in this Prospectus an amendment to this Prospectus must be filed and if a substantial portion of the Company's property is abandoned or sold after primary distribution, the shareholders must be notified promptly.

No part of the proceeds are to 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 lawfully sold.

Should the Company intend to use the proceeds to acquire other than trustee type securities after distribution of the securities offered by this Prospectus, approval by the shareholders of the Company must first be obtained and notice of the intention filed with the regulatory securities bodies having jurisdiction over the sale of the securities offered by this Prospectus.

DESCRIPTION OF BUSINESS AND PROPERTY OF ISSUER

The business of the Company is the acquisition, exploration and development of mineral claims and properties. It has carried on this business since its incorporation.

McGILLIVRAY CREEK MINERAL CLAIMS

Forty-two located claims. Pursuant to a Memorandum of Agreement dated for reference the 15th May 1972, the Company purchased the following located mineral claims situate in the Kamloops Mining Division of the Province of British Columbia from Francis Worthington Bull, President and a Director of the Company and Joseph Holzer of Lytton, British Columbia.

<u>NAME OF MINERAL CLAIM</u>	<u>RECORD NUMBER</u>	<u>EXPIRY DATE</u>
A 1 - 16 inc.	81352 - 67	June 30, 1977
B 1 - 16 inc.	81368 - 83	June 30, 1977
C 1 - 4 inc.	69921 - 24	July 6, 1977
C 5 & 6	91653 - 4	Spt 21, 1977
O 1 - 4 inc.	87575 - 78	March 16, 1977

The consideration for this acquisition was 500,000 shares in the capital of the Company issued as fully paid and non-assessable equally to each of Francis Worthington Bull and Joseph Holzer. Messrs. Bull and Holzer acquired these mineral claims for the cost of staking the same.

(a) Location and Access

The McGillivray Creek mineral claims are located south of McGillivray Creek, east of the Fraser River and 20 miles north of Lytton. Access is gained to these mineral claims by logging roads off the Lytton/Lillooet Highway. A road has been built from McGillivray Creek to the lower part of the mineral claims.

Reference is made for a more detailed account of the work conducted on the mineral claims to the report of D.C. Malcolm, P.Eng. dated May 12th 1976 attached hereto and forming part of this Prospectus.

(b) History

A program of hand trenching and sampling has been conducted on the mineral claims at the higher elevations, and bulldozer trenching has been conducted at the lower elevations on the mineral claims by the vendors at an approximate cost of \$28,000.00 prior to vending the mineral claims to the Company. Reference is made for a more detailed account of the work conducted on the mineral claims to the report of E.C. Malcolm, P.Eng., dated July 31, 1972.

DAISY LAKE MINERAL CLAIMS

Seventy claims in Northair Area near Squamish, Vancouver Mining District.

Pursuant to a Memorandum of Agreement dated for reference May 21, 1969 the Company purchased from Francis Worthington Bull, President and a Director of the Company, for a consideration of \$10,000.00 the following mineral claims situated in the Vancouver Mining District of the Province of British Columbia.

<u>NAME OF MINERAL CLAIM</u>	<u>RECORD NUMBER</u>	<u>EXPIRY DATE</u>
FF 1 - 14 inc.	11271-84 inc.	October 27, 1976

Pursuant to a second Memorandum of Agreement dated for reference May 21, 1969 the Company purchased from Francis Worthington Bull, President and a Director of the Company, and Stanley E. Cropper, Secretary and a Director of the Company, the following additional mineral claims in the Vancouver Mining District of the Province of British Columbia:

<u>NAME OF MINERAL CLAIM</u>	<u>RECORD NUMBER</u>	<u>EXPIRY DATE</u>
DAISY 1 - 6 inc.	15847-52 inc.	April 3rd. 1977

The consideration for this latter acquisition was 750,000 shares in the capital of the Company issued as fully paid and non-assessable, equally to Francis Worthington Bull and Stanley E. Cropper.

Pursuant to documents dated February 28, 1973 Messrs. Bull and Cropper surrendered to the Company by way of gift 300,000 and 200,000 shares respectively with the intention that these shares be cancelled at the next meeting of the Company's shareholders. The effect of this gift is that the consideration paid by the Company for the Daisy 1 - 6 mineral claims is reduced from 750,000 shares to 250,000 shares.

The mineral claims were acquired by the vendors for a cost of \$3000.00 and prior to vending them to the Company, work amounting to approximately \$24,000 was conducted thereon.

In 1974 Francis Worthington Bull acquired the following claims in the Vancouver Mining District, Province of British Columbia, by staking:

<u>NAME OF MINERAL CLAIM</u>	<u>RECORD NUMBER</u>	<u>EXPIRY DATE</u>
Daisy 7 & 8	25562 - 63	Feb 14, 1977
Ron 1 - 12 inc.	25564 - 75 inc.	Feb 15, 1977
J 1 - 10 inc.	25799 - 25808 inc.	Feb 19, 1977
S 1 - 26 inc.	25809 - 34 inc.	Feb 19, 1977

(a) Location and Access

These mineral claims are located 50 miles north from Vancouver, British Columbia, approximately 2 miles northeast of the Daisy Lake Dam, and approximately 1/2 mile west of the Garibaldi Park boundary. The British Columbia Railway Station at Garibaldi is located 3 miles

southwest of the claims and the port at Squamish is approximately 22 miles to the south. Access to these mineral claims is obtained along logging roads from the Squamish/Pemberton Highway.

(b) History

Since the turn of the century, the streams in the area which the Daisy Lake mineral claims are located have been tested for placer gold. The area immediately to the south of the Daisy Lake mineral claims was mapped in 1946 and 1947, and exploration programs are being conducted in the area at the present time. The mineral claims which comprise the Daisy Lake mineral claims were staked in the fall of 1965 and 1974. Three tunnels have been driven on the south block of claims, and sampling has been done by W.G. Stevenson, together with mapping of the underground workings. Reference is made to the report of W.G. Stevenson, P.Eng., dated December 15th 1969 and Addendum dated May 13, 1976, which is attached hereto and forms part of this Prospectus.

There is no underground or surface equipment on any of the properties held by the Company and none of the mineral claims referred to in this Prospectus have any known body of commercial ore.

PROMOTERS

The Directors of the Company acting in their capacity as such may be considered the Promoters of the Company.

By an agreement dated the 21st. May 1969 the Company purchased 14 mineral claims in the Vancouver Mining District from Francis Worthington Bull for a consideration of \$10,000 and an additional 6 mineral claims in the Vancouver Mining District from Francis Worthington Bull and Stanley E. Cropper for a consideration of 375,000 shares in the capital of the Company to each of the vendors. Pursuant to a Memorandum of Agreement dated May 15th 1972 the Company purchased 42 located mineral claims situate in the Kamloops Mining Division of the Province of British Columbia from Joseph Holzer and Francis Worthington Bull for a consideration of 500,000 shares in the capital of the Company to each of the vendors. Francis Worthington Bull is President and a Director of the Company. Stanley E. Cropper and Joseph Holzer are not now directors of the Company.

REMUNERATION OF DIRECTORS AND SENIOR OFFICERS

The Company does not intend to pay its Directors and Senior Officers any remuneration during the current fiscal year ending March 31st. 1977.

ESCROW SHARES

Certificates representing 750,000 shares referred to below are held in escrow by the National Trust Company, Limited subject to the direction or determination of the Superintendent of Brokers (Superintendent). 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 Superintendent.

In the event the Company loses or abandons or fails to obtain title to all or part of the property or assets for which it allotted all or part of the escrow shares, the Company will declare any such event to the Superintendent 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 Superintendent 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 Agree-

ment is available for inspection at the Company's office.

<u>Designation of Class</u>	<u>Number of Shares Held in Escrow at May 28, 1976</u>	<u>Percentage of Class</u>
Common Shares	Myer Bornstein - 25,000 Jessie Bull 150,000 Jos. Holzer 250,000 Francis W. Bull 325,000	44.78%

PRINCIPAL HOLDERS OF SHARES

To the knowledge of the Directors and Senior Officers of the Company, only the following hold beneficially, directly or indirectly, more than 10% of any class of shares of the Company as at May 28, 1976:

<u>Name & Address</u>	<u>Type of Ownership</u>	<u>Class and No. of Shares Owned</u>	<u>Percentage of Class</u>
Francis W. Bull 45385 Westview Ave., Chilliwack, B.C.	Direct & Beneficial	583,750	34.86%
Jessie Bull, 45385 Westview Ave., Chilliwack, BC	Direct & Beneficial	255,000	15.23%
Joseph Holzer Atlin, B.C.	Direct & Beneficial	268,000	16.000%

The percentage of the total shares held by the directors and senior officers is calculated on the shares held by them as against the total shares outstanding at the date of this Prospectus, calculated on the basis of there being 1,674,733 shares issued and outstanding.

<u>Designation of Class</u>	<u>Percentage of Class</u>
Common Shares	51.157% approx.

INTEREST OF MANAGEMENT AND OTHERS IN MATERIAL TRANSACTIONS

Reference is made to the caption "Description of Business and Property of Issuer" for the shares issued to the directors for property.

AUDITORS, TRANSFER AGENTS AND REGISTRARS

The auditor of the Company is Roger M. Kamikura, Certified General Accountant, #919 - 470 Granville Street, Vancouver, British Columbia.

The Company's Registrar and Transfer Agent is the National Trust Company, Limited, 510 Burrard Street, Vancouver, British Columbia.

STATUTORY RIGHTS OF RESCISSION

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

- (a) A Purchaser has a right to rescind a contract for the purchase of a security, while still the owner thereof, if a copy of the last Prospectus together with financial statements and reports relating to the securities as filed with the Superintendent of Brokers, was not delivered to him or his agent prior to delivery to either of them the written confirmation of the sale of the securities. Written notice of inten-

tion to commence an action for rescission must be served on the person who contracted to sell within 60 days of the date of delivery of the written confirmation, but no action shall be commenced after the expiration of three months from the date of service of such notice.

- (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.

OTHER MATERIAL FACTS

There are no other material facts relating to the securities offered by this Prospectus which are not disclosed under the foregoing captions.

PROPERTY FILE

CERTIFICATE

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

DATED at Vancouver, British Columbia this 21st day of JULY AD 1976.

Francis W. Bull

FRANCIS W. BULL
President - Director - Promoter

Jessie Bull

JESSIE BULL
Secretary - Director - Promoter

Erling R. Hagelin

ERLING R. HAGELIN
Director - Promoter

ROGER M. KAMIKURA, B.Comm.,

Certified General Accountant

Telephone 688-8746

Area Code 604

Suite 919

470 Granville Street

Vancouver, B.C. Canada

V6C 1V5

AUDITORS' REPORT

To the Shareholders,
Acacia Mineral Development Corporation Ltd. (N.P.L.)

I have examined the balance sheet of Acacia Mineral Development Corporation Ltd. (N.P.L.) as at March 31, 1976, and the statements of deferred exploration and administrative expenditures and source and application of funds and the notes thereto for the period January 1, 1976 to March 31, 1976. My examination included a general review of the accounting procedures and such tests of accounting records and other supporting evidence as I considered necessary in the circumstances.

In my opinion, the balance sheet and the statements of deferred exploration and administrative expenditures and source and application of funds and the notes thereto present fairly the financial position of the company as at March 31, 1976, and the result of its operations for the period ended on that date, in accordance with generally accepted accounting principles applied on a basis consistent with that of the preceding period.

R. Kamikura

ROGER M. KAMIKURA
CERTIFIED GENERAL ACCOUNTANT

April 14, 1976
Vancouver, B.C.
Canada

ACACIA MINERAL DEVELOPMENT CORPORATION LTD. (N.P.L.)

BALANCE SHEET

AS AT MARCH 31, 1976

ASSETS

CURRENT:

Cash in bank	\$ 2,857
Subscriptions receivable	<u>12</u>
	\$ 2,869

MINING CLAIMS: - Note 1

335,000

FIXED: -at cost - Note 2

Automotive equipment	\$ 5,234
Office furniture	<u>793</u>
	6,027

OTHER:

Deferred exploration and administrative expenditures - Statement II	\$122,749
Incorporation costs	<u>200</u>
	<u>122,949</u>
	<u>\$466,845</u>

LIABILITIES AND SHAREHOLDERS' EQUITY

CURRENT:

Accounts payable and accrued liabilities - Note 3	\$ 66,373
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SHAREHOLDERS' EQUITY:

SHARE CAPITAL:	
Authorized - 10,000,000 common shares with a par value of \$1	
Issued - 1,424,733 shares	<u>400,472</u>
	<u>\$466,845</u>

ON BEHALF OF THE BOARD:

F. W. Bull Director

R. F. Hagen Director

The notes to the financial statements are an integral part thereof.

ACACIA MINERAL DEVELOPMENT CORPORATION LTD. (N.P.L.)

STATEMENT OF DEFERRED EXPLORATION AND ADMINISTRATIVE EXPENDITURES

FOR THE PERIOD JANUARY 1, 1976 TO MARCH 31, 1976

EXPLORATION:

Assessment and staking	\$ 3,600
Licenses and recording fees	1,005
Travel	350
Supplies and miscellaneous	<u>10</u>
	\$ 4,965

ADMINISTRATIVE:

Travel	\$ 3,200
Rent	267
Truck expenses	1,009
Postage, stationery and other office expenses	362
Trust Company fees	125
Legal and audit	1,817
Cost of claim dispute	3,000
Miscellaneous	<u>653</u>
	<u>10,433</u>

TOTAL EXPENDITURES FOR THE PERIOD \$ 15,398

ADD: Balance - beginning of the period 107,351BALANCE - END OF THE PERIOD - to Statement I \$122,749

The notes to the financial statements are an
integral part thereof.

PROPERTY FILE

ACACIA MINERAL DEVELOPMENT CORPORATION LTD. (N.P.L.)STATEMENT OF SOURCE AND APPLICATION OF FUNDSFOR THE PERIOD JANUARY 1, 1976 TO MARCH 31, 1976

SOURCE OF FUNDS:

\$ NIL

APPLICATION OF FUNDS:

Exploration and administrative expenditures
for the period

\$15,398

Purchase of fixed assets

13415,532

DECREASE IN WORKING CAPITAL

\$15,532

ADD: WORKING CAPITAL DEFICIT - beginning of
the period47,972

WORKING CAPITAL DEFICIT - end of the period

\$63,504

Represented by:

Current assets
Current liabilities
Working capital deficit

\$ 2,869

66,373\$63,504The notes to the financial statements are an
integral part thereof.

ACACIA MINERAL DEVELOPMENT CORPORATION LTD. (N.P.L.)

NOTES TO THE FINANCIAL STATEMENTS

AS AT MARCH 31, 1976

NOTE 1 - MINING CLAIMS

1. Vancouver Area - Province of British Columbia

- | | |
|--|-----------|
| a) 14 claims acquired for cash | \$ 10,000 |
| b) 6 claims acquired for 750,000 shares of
the Company's capital stock at an
attributed value of 10¢ per share | 75,000 |
| c) 50 claims acquired by the Company by staking | --- |

2. Kamloops Area - Province of British Columbia

- | | |
|--|-------------------------|
| 42 claims acquired for 500,000 shares of the
Company's capital stock at an attributed
value of 50¢ per share | <u>250,000</u> |
| Total | <u><u>\$335,000</u></u> |

NOTE 2 - FIXED ASSETS

No depreciation has been taken on the fixed assets.

NOTE 3 - ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

Included in the total of \$66,373, there are out-of-pocket expenses and amounts owing on wage contracts to Francis W. Bull, a director of the Company, totalling \$30,000 and loans made to the Company by shareholders and others totalling \$26,970.

At the Company's Annual General Meeting held on March 16, 1976, a resolution was passed authorizing the Company to issue 250,000 shares against indebtedness of the Company. The price of such shares was agreed to be \$0.20 per share. As at the balance sheet date, this resolution was in the hands of the Securities Commission.

The notes to the financial statements are an
integral part thereof.

ACACIA MINERAL DEVELOPMENT CORPORATION LTD. (N.P.L.)

NOTES TO THE FINANCIAL STATEMENTS

AS AT MARCH 31, 1976

NOTE 4 - - SHARE CAPITAL

Capital stock has been issued for the following consideration:

	<u>Number of shares</u>	<u>Par Value</u>	<u>Discount and Commissions</u>	<u>Net</u>
For cash	674,733	\$ 674,733	\$ 599,261	\$ 75,472
For mining claims	1,250,000	1,250,000	925,000	325,000
Total	1,924,733	\$1,924,733	\$1,524,261	\$400,472
<u>Less: Shares gifted back to the Company</u>	<u>500,000</u>	<u>500,000</u>	<u>450,000</u>	<u>50,000</u>
	<u>1,424,733</u>	<u>\$1,424,733</u>	<u>\$1,074,261</u>	<u>\$350,472</u>

500,000 shares which were originally issued for 6 mining claims in the Vancouver Area (see Note 1) were donated to the Company for cancellation. The Superintendent of Brokers has ratified this cancellation. There are an additional 750,000 held in escrow as at the balance sheet date.

The notes to the financial statements are an integral part thereof.

Addendum to

Geological Report

Dated December 15, 1969

on the property of

**ACACIA MINERAL DEVELOPMENT
CORPORATION LTD. (N.P.L.)**

49° 14' North Latitude

123° 7' West Longitude

Vancouver Mining Division

British Columbia

W.G. STEVENSON & ASSOCIATES LTD.

May 13, 1976

INTRODUCTION

During the period 1959 to 1969 I made examinations of a gold prospect located approximately 2 miles north east of the Daisy Lake dam 50 miles northerly from Vancouver.

My report dated December 15, 1969 provides a history and a description of the geology, property and title, recommendations for an exploration program and the estimated costs to implement the proposed program.

ADDENDUM

During the period 1970 to date Acacia Mineral Development corporation Ltd. retained the 20 mineral claims described in my report and staked an additional 50 mineral claims contiguous to the original claim blocks. Based on my examination of the records in the gold commissioners office in Vancouver these claims all appear to be valid.

During this same period roads have been constructed and the timber removed from most of the claim block.

In addition, Northair Mines Ltd. have made important mineral discoveries on their property 8 miles north of the subject claims and production is scheduled to commence during 1976.

CONCLUSIONS

The assessment work accomplished over the past ten

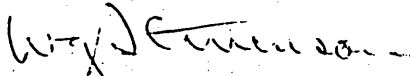
years on the Acacia claim block has not materially effected the conclusion recommendation and the proposed exploration program that accompanied my report of December 15, 1969.

The discovery and development of commercial mineralization eight miles northerly enhances the exploration potential of the ACACIA property.

In my judgement the exploration program proposed in my report of December 15, 1969 in the amount of \$39,600 is warranted.

Respectfully submitted

W.G. STEVENSON & ASSOCIATES LIMITED



W.G. Stevenson, P. Eng.

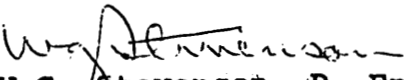
C E R T I F I C A T E

I, William G. Stevenson, DO HEREBY CERTIFY:

1. That I am a Consulting Geological Engineer with offices at Suite 609 Stock Exchange Building, 475 Howe Street, Vancouver 1, B.C.
2. That I am a graduate of the University of Utah. 1946, with a B.S. Degree.
3. That I am a registered Professional Engineer in the Association in British Columbia.
4. That I have practised my profession for 29 years.
5. That I have no direct, indirect or contingent interest in the F.F., Daisy, Ron, J or S Mineral claims nor in the securities of Acacia Mineral Development Corporation Ltd. (N.P.L.) nor do I intend to receive any interest.
6. That the report dated December 15, 1969, and this addendum dated May 14, 1976 is based on my examinations of the property made during 1959, 1966, 1968, and 1969.

DATED at Vancouver, B.C., the 14th day of May 1976.

W.G. STEVENSON & ASSOCIATES LIMITED
Consulting Geologists


W.G. Stevenson, P. Eng.

GEOLOGICAL REPORT

on the property of

**ACACIA MINERAL DEVELOPMENT
CORPORATION LTD. (N.P.L.)**

49° 14' North Latitude

123° 7' West Longitude

Vancouver Mining Division

British Columbia

W.G. STEVENSON & ASSOCIATES LTD.

December 15, 1969.

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A P P E N D I X

- A Index Map Scale 1" = 100 miles.
- B Geological Map Scale 1" = 1/2 mile.
- C Geological Map Scale 1" = 40 feet.
- D Tabulation of Data pertaining to Mineral Claims.
- E Certificate of W.G.Stevenson, P. Eng.

INTRODUCTION

During 1959 I examined a gold prospect located 50 miles northerly from Vancouver near the border of Garibaldi Park. This property was held by Mr. Felix Letain, who accompanied me on this examination. Mr. Letain died a number of years ago and Mr. Francis Bull, Chilliwack, B.C., executor of his estate, restaked mineral claims to cover the known mineralization in this area.

During July, 1966, August, 1968, and October, 1969, in company with Mr. Bull, I have made examinations of this prospect. This report is based on information collected during these examinations, from a review of the published literature and from discussions with colleagues who are working in this area. It is designed to appraise the mineral potential of this property, to recommend means of testing this potential and to present a cost estimate for the proposed program of exploration.

PROPERTY AND TITLE

The mineral claims held by Mr. Letain near Garibaldi Park were allowed to lapse. Mr. Bull has staked 2 blocks of mineral claims to cover the mineralization on the old Letain property.

I have reviewed the data pertaining to these mineral claims as shown on the records maintained by the B.C. Department of Mines and Petroleum Resources office in Vancouver. I have in addition examined a number of posts used to stake these mineral claims. The posts that I examined were the

initial posts of the Daisy 1 and 2, the final posts of the Daisy 3 and 4; and the final post FF 9 and 10. These posts were proper size, squared at the top, metal tags properly inscribed were affixed and a well blazed line marked the position of the next set of posts.

I have attached a map marked Appendix B drawn to a scale of 1" = 1/2 mile to show the outline of the claims and their relative position. I have also attached, marked Appendix D, a tabulation of the data pertaining to these claims as shown in the B.C. Department of Mines Recorder's office.

As a result of my appraisal I believe these claims have been staked in accordance with the provisions of the Mineral Act of British Columbia and are valid.

LOCATION AND ACCESS

These claims are located 50 miles northerly from Vancouver, B.C., approximately two miles northeast of the Daisy Lake Dam and about one-half mile westerly from the Garibaldi Park Boundary. They are positioned at 49° 59' North Latitude and 123° 06' West Longitude.

The Pacific Great Eastern Railroad Station at Garibaldi is located three miles south-westerly from the claims, the port at Squamish is approximately 22 miles southerly. The northern block of mineral claims are located along a dozer trail leading from Daisy Lake into Garibaldi Park along Marble Creek.

The southern block of mineral claims are accessible by a steep foot trail which extends easterly from Daisy Lake a distance of approximately one-half mile.

HISTORY

Commencing about the turn of the Century, prospectors tested the streams in this area for placer gold, and as a result many mineral claims have been staked within a 15-mile radius of Daisy Lake.

Approximately 35 years ago Mr. Letain had a trap line east of the Cheakamus River into Garibaldi Park. While trapping in this area he prospected, put down trenches, and found gold. He eventually staked some 27 mineral claims.

A number of years ago New Jersey Zinc and other companies acquired mineral claims and are conducting exploration programs at the present time. These programs are designed to search for base metals.

The area immediately south was mapped by Dr. W.H. Mathews in 1946 and 1947. A reconnaissance map was published in Volume 69 of Geological Society of America. A geological map published in 1963 by the Geological Survey of Canada as 42-1963 extends north to 50° North Latitude.

GEOLOGY

This property is located near the southern extremity of the Coast Range Batholith, which at this

latitude is 100 miles wide, and which can be traced northwesterly for several hundred miles into Alaska. The geological structures and lithology within the Coast Range Batholith are complex. A wide variety of volcanic and metamorphic rocks have been intruded by igneous rocks of infinite composition and texture.

Neither the Federal Geological Survey or the Provincial Department of Mines have mapped the area of the claim blocks. The most detailed geological mapping that has been accomplished in this vicinity is by Dr. W. H. Mathews, Professor of Geology at the University of British Columbia, and by Dr. H. Bostock of the G.S.C. The northern limit of these maps (50° north latitude) does not include the claim group. One other map by Dr. J. Roddick, of the G.S.C. published to a scale of 1" = 4 miles, contributes geological information though this does not extend to the claim group.

The Bralorne Pioneer Gold Mine is located near the northeasterly edge of the Coast Range Batholith, approximately 60 miles northerly.

The ore in the Britannia Mine, which is located approximately 30 miles toward the south is associated with a meta-sedimentary-volcanic roof pendant over the Coast Range Batholith as is the ore in the Granduc Mine some 500 miles northwesterly.

New Jersey Zinc Exploration Co. Ltd., holds a block of Crown Granted mineral claims which are located

11 miles northeasterly from Daisy Lake and within the boundary of Garibaldi Park. New Jersey has accomplished considerable diamond drilling, has driven a tunnel to test copper mineralization at depth. This property, formerly called the Green Lake Mining and Milling Co. is described in the B.C. Minister of Mines' Report for 1930. Mineralization here is associated with metamorphic rocks probably roof pendants, overlying the Coast Range intrusive.

My traverse over Acacia's north claim block was in general confined to the claim line which coincides with a trail into Garibaldi Park. That part of the claim block between claims No. 1 to 10 trends southeasterly, adjacent to a creek which possibly represents the surface expression of the projection of a fault shown on the geological maps toward the south. This fault is positioned on the contact between an intrusive pluton on the east and metamorphic rock on the west. My examination was confined to the west side of this creek, I did not see the intrusive pluton.

The rocks that I saw on the northern claim block were predominantly metamorphic, gneisses, and schists with minor granodiorite, quartz diorite, fine-grained dark dikes, quartz veins and quartz segregations. The most abundant rock is blue-grey highly altered with a granitic to porphyritic texture, described as a metamorphosed porphyritic meta-dacite. It apparently correlates

with the Harrison Lake formation described in G.S.C. Pitt Lake Map 1151A, and with the undivided metamorphic rocks, described in G.S.C. Squamish Map 42 - 1963.

The intrusive rocks for the most part have a granitic texture, classed as quartz diorite or granodiorite. It is believed the batholith was emplaced during Cretaceous time or earlier, and penetrated metamorphic volcanic and sedimentary rocks some of which remain as isolated pendants overlying the Batholith.

Light coloured quartz occurs in massive bodies and in mineralized veins throughout the property. Numerous fine-grained volcanic and dike rocks are also exposed on the property. Strong alteration and metamorphism has made analysis and recognition of rock types difficult. An interpretation of geology is further complicated by recent volcanic activity and glaciation which masks the underlying rocks of substantial parts of this area.

Three tunnels have been driven on the south block of claims. These are designed to explore an east-westerly trending fault which contains quartz containing variable amounts of copper and silver.

The rocks enclosing these veins are chlorate schists and phyllites, probably much older than the intrusives and quartz veins. The quartz veins appear to be conformable with the schistosity.

Because of the sparcity of outcrop, and the post mineral volcanic flows that mask the mineralization it will

be difficult to establish the structural pattern, the frequency of mineral occurrence and the precious metal content of the quartz bodies.

I have attached a geological map marked Appendix B. This map drawn to a scale of 1" = 1/2 mile is traced from air photo BC5, 103-126, which covers the claim block. It is based on the geology that has been published south of the 50° north latitude onto this map, and the geology I have mapped on the property.

MINERALIZATION

The mineralization that I saw on the north block of mineral claims was associated with veins, lenses and irregular bodies of quartz. These appear to be related to faulting that projects northwesterly through the claim block, and which form at the contact between a tertiary intrusive and older rocks.

In 1959 I collected two samples which assayed 0.28 and 0.22 oz. gold over widths up to 4 feet. I have been unable to determine the precise location of these sample locations, although they are within the North Block of Acacia's Mineral Claims. In 1966 I collected 3 samples from other mineralized quartz veins. The assay results and position of these samples is shown on the attached map marked Appendix B.

PROPERTY FILE

The south block of mineral claims have been staked to cover an east-west trending quartz vein which contains

copper and silver with minor gold. These quartz veins are possibly 10 feet wide irregular and offset by faulting.

While on the property I mapped the underground workings which were accessible and collected 13 rock samples. You will find attached a sketch map, drawn to a scale of 1" = 1000 feet, and marked Appendix D, to show the location of the samples that were collected, and geology.

CONCLUSIONS

The area has not been mapped by the Geological Survey of Canada or the Provincial Department of Mines, and the mineral claims have not been mapped or adequately prospected.

While geological information is limited, it would appear that the structural conditions and rock types here are similar to those found in many of the bodies of copper and molybdenum which are located within the Coast Range Batholith.

I have collected samples which contained gold values up to \$10.00 per ton and in addition have mapped and sampled workings which contain significant copper silver values.

The recent discoveries of both copper and molybdenum within the Coast Range Batholith suggests the mineralization of this Marble Creek property warrants investigation.

RECOMMENDATIONS

1. Compile a contour map to a scale of 1" = 1000 feet from existing photography to include all of the property.
2. Survey the claims, establish a base line with picket lines at 400-foot intervals.
3. Conduct a program of geological mapping and prospecting over the property.
4. Conduct a program of geochemical sampling along picket lines.
5. Initiate a program of geophysics over the property to include magnetic, electromagnetic and induced polarization surveying to test responses of each of these systems.
6. The caved tunnel should be opened, geologically mapped and sampled.

COST ESTIMATE OF PROPOSED EXPLORATION PROGRAM:

Phase Number 1

1.	Establish a camp		\$ 2,000.00
2.	Topographic map		1,000.00
3.	Survey claims, establishing base and picket lines		4,000.00
4.	Geological mapping and prospecting		4,000.00
5.	Geochemical program		
	Sampling	3,000.00	
	Assaying	<u>2,000.00</u>	5,000.00
6.	Geophysical program		7,000.00
7.	Open caved tunnel, map, sample and drill		10,000.00
8.	Contingencies @ 20%		<u>6,600.00</u>
	Total Phase No.1		39,600.00

Depending on results obtained during the first phase of the program additional exploration may be necessary.

Provision for additional geological mapping, geochemical and geophysical programs, surface and underground diamond drilling, road construction

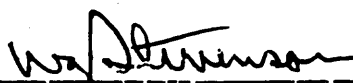
50,000.00

TOTAL Phase Numbers 1 & 2

\$ 89,600.00
=====

Respectfully submitted

W. G. STEVENSON & ASSOCIATES LIMITED



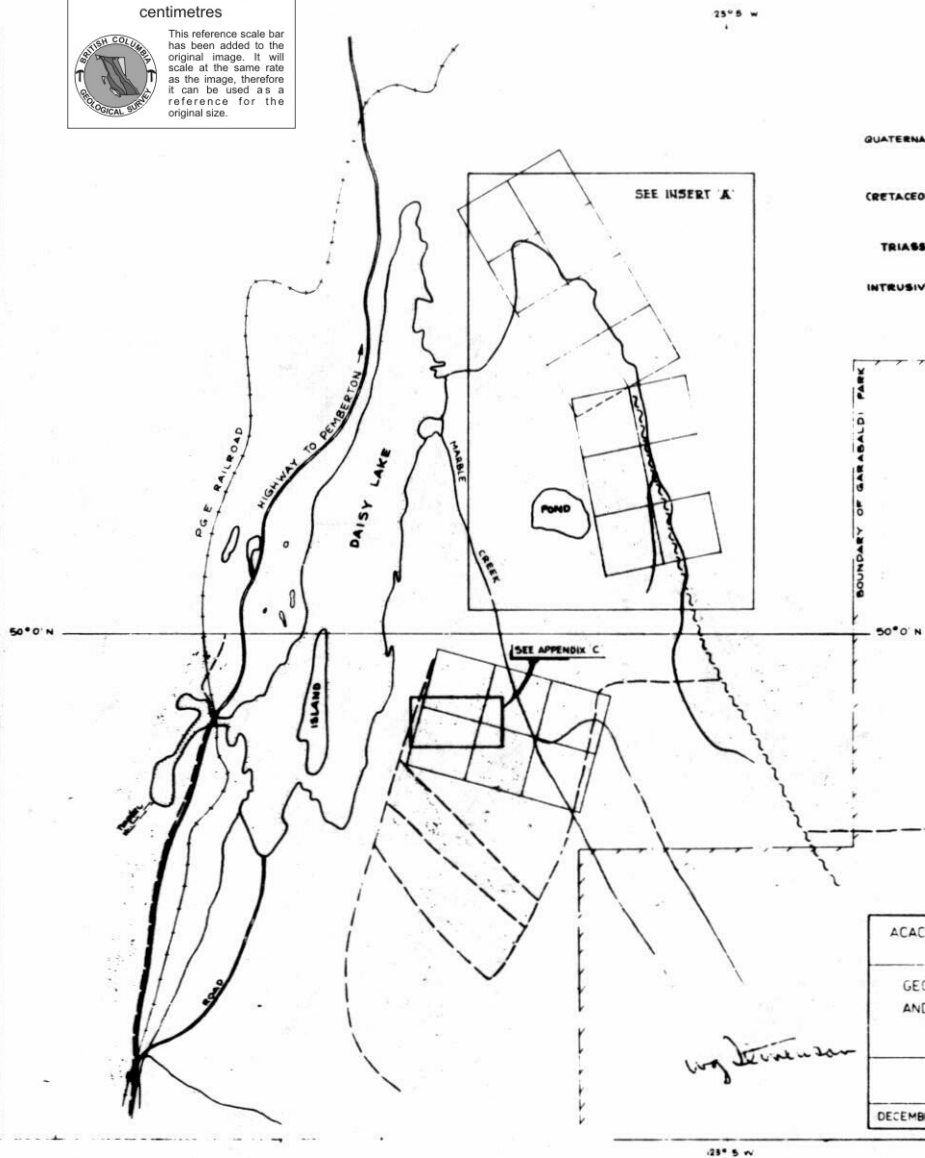
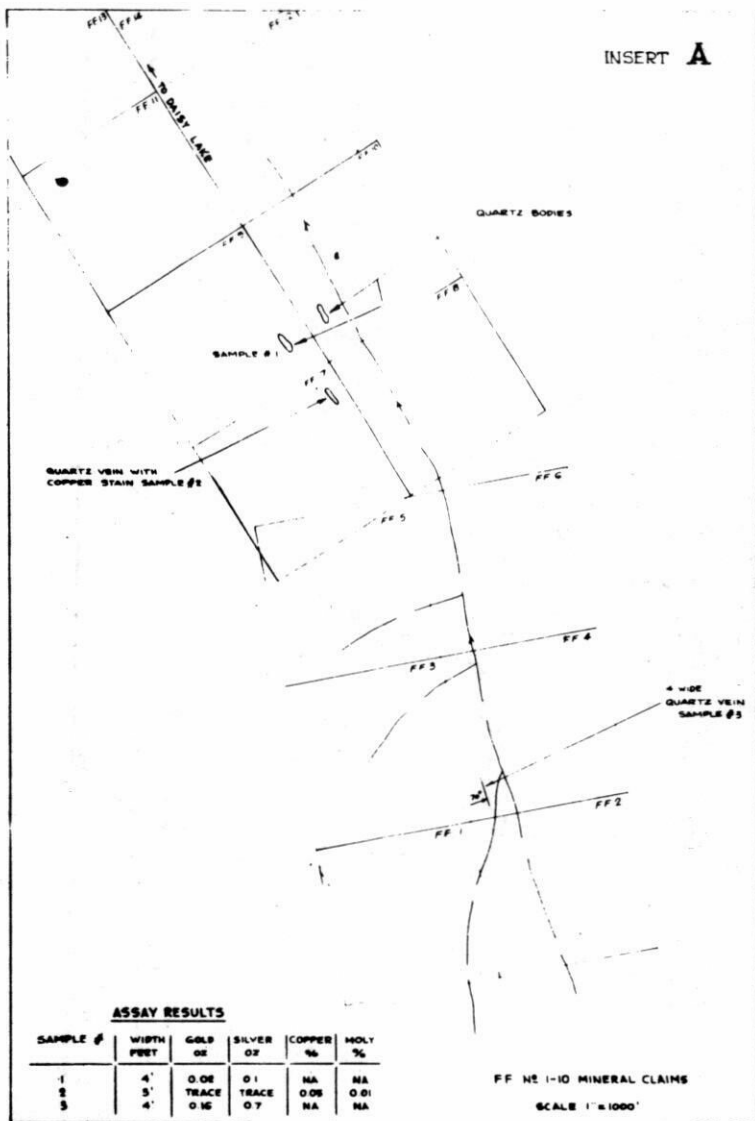
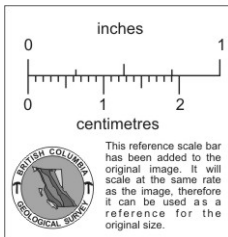
W.G. Stevenson, P.Eng.



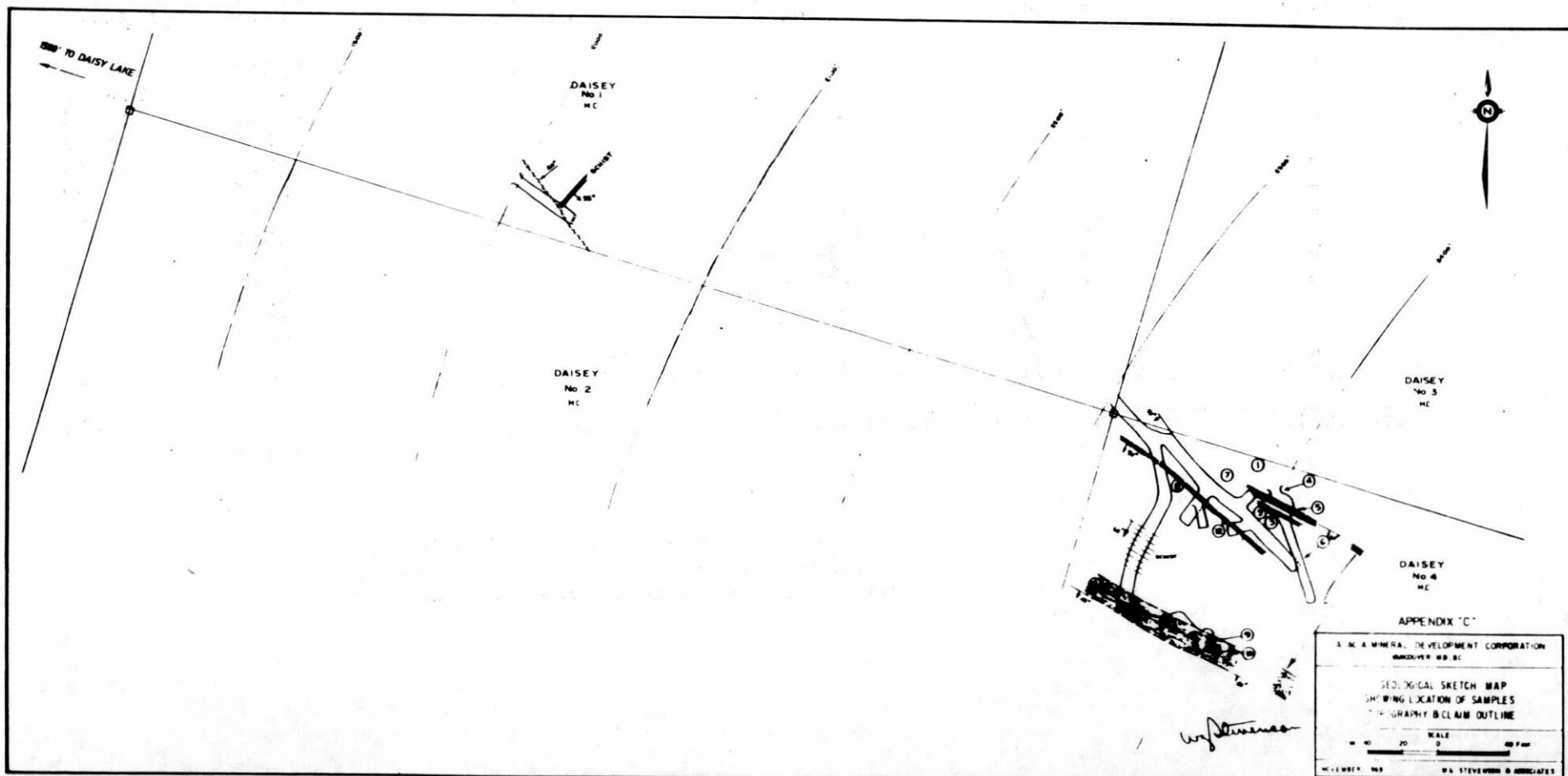
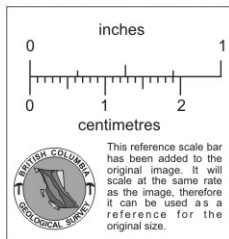
INDEX MAP
 Showing location of
 Mineral Claims held by
 ACACIA MINERAL DEVELOPMENT
 CORPORATION LIMITED (N.P.I.)
 Vancouver Mining Division
 British Columbia
 Scale 1" = 100 feet

PROPERTY FILE

APPENDIX A



SAMPLE NO.	ELEVATION	WIDTH	OZ GOLD	OZ SILVER	% COPPER
1	2400'	3'	TR	.3	.46
2	2400'	2'	.05	1.4	.93
3	2400'	2'	.07	7.3	4.15
4	2400'	2'	TR	.1	.07
5	2400'	3'	TR	.1	.67
6	2400'	5'	TR	.05	.25
7	2400'	2'	.14	3.3	2.15
8	2400'	2½'	.05	1.25	.43
9	2500'	1'	TR	.05	.01
10	2500'	1'	TR	TR	.01
11	2500'	2'	TR	.2	.14
12	2500'	2½'	TR	TR	.01
13	2400'	Special	.005	.6	7.70



To accompany report of W. G. Stevenson
 December 15, 1969, for Acacia Mineral
 Development Corporation Ltd.(N.P.L.)

CLAIM Name	RECORD Number	STAKED BY	DATE STAKED	DATE RECORDED	EXPIRY DATE
FF #1	11271	Francis Bull, Agent for	Oct.18,1965	Oct.27, 1965	Oct.27,1970
FF #2	11272	Estate of FELIX LETAIN	"	"	"
FF #3	11273	"	"	"	"
FF #4	11274	"	"	"	"
FF #5	11275	"	"	"	"
FF #6	11276	"	"	"	"
FF #7	11277	Francis Bull	Oct. 19,1965	"	"
FF #8	11278	"	"	"	"
FF #9	11279	"	"	"	"
FF #10	11280	"	"	"	"
FF #11	11281	"	"	"	"
FF #12	11282	"	"	"	"
FF #13	11283	"	"	"	"
FF #14	11284	"	"	"	"
Daisy #1	15847	Francis W. Bull	Apr. 2, 1969	Apr. 3, 1969	Apr.3, 1971
Daisy #2	15848	"	"	"	"
Daisy #3	15849	"	"	"	"
Daisy #4	15850	"	"	"	"
Daisy #5	15851	"	"	"	"
Daisy #6	15852	"	"	"	"

Recorded Bill of Sale dated October 22, 1969, and August 22, 1969
 transferred title to Acacia Mineral Development Corporation Ltd.(N.P.L.)

C E R T I F I C A T E

I, William G. Stevenson, DO HEREBY CERTIFY:

1. That I am a Consulting Geological Engineer with offices at Suite 209 Stock Exchange Building, 475 Howe Street, Vancouver 1, B.C.
2. That I am a graduate of the University of Utah, 1946, with a B.S.Degree.
3. That I am a registered Professional Engineer in the Association in British Columbia.
4. That I have practised my profession for 22 years.
5. That I have no direct, indirect or contingent interest in the F.F. or the Daisy Claims nor in the securities of Acacia Mineral Development Corporation Ltd.(N.P.L.) nor do I intend to receive any interest.
6. That the report dated December 15, 1969, is based on my examinations of the property made during 1959, 1966, 1968 and 1969.

DATED at Vancouver, B.C., the 15th.day of December, 1969.

W.G.STEVENSON & ASSOCIATES LIMITED
Consulting Geologists


W.G.Stevenson, P. Eng.

ACACIA MINERAL DEVELOPMENT
CORPORATION LIMITED (N.P.L.)
KAMLOOPS MINING DIVISION
BRITISH COLUMBIA

REPORT

BY

D.C. MALCOLM, P. Eng.,
Consulting Geologist

Vancouver, B.C.
July 14, 1976

C O N T E N T S

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CLAIMS	2
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ACACIA MINERAL DEVELOPMENT
CORPORATION LIMITED (N.P.L.)
KAMLOOPS MINING DIVISION
BRITISH COLUMBIA

SUMMARY

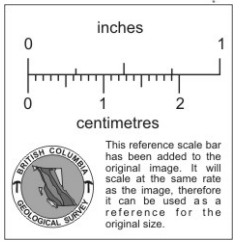
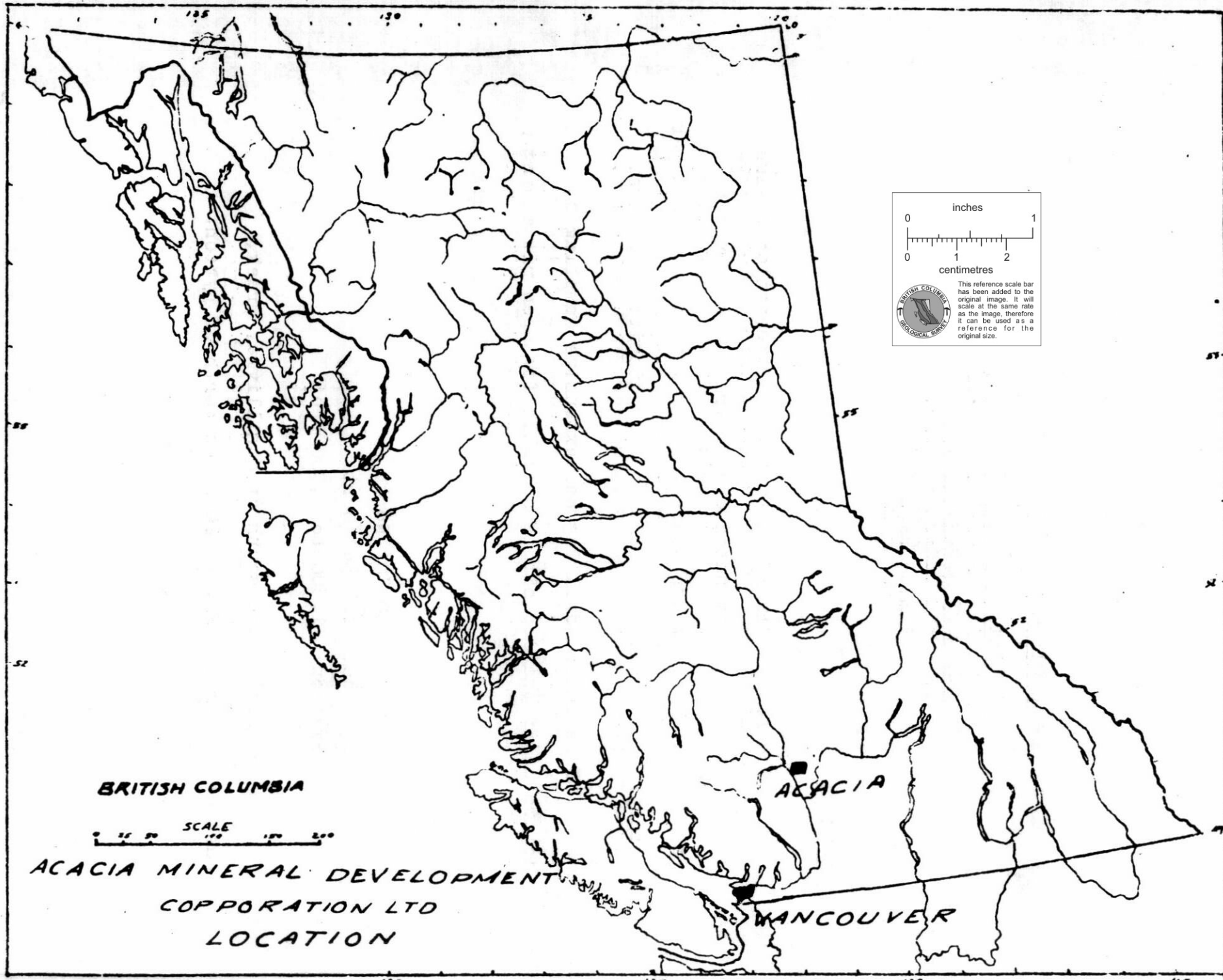
The Acacia Mineral Development Corporation claims cover areas of disseminated chalcopyrite and magnetite in brecciated sediments and volcanics intruded by feldspar porphyry dikes near the contact of a diorite intrusive.

I recommend drilling and extensive sampling to determine if the deposit is suitable for open pit mining.

LOCATION

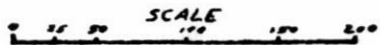
Latitude: 50°30' North
Longitude: 121°34' West
Elevation: 1,500 to 5,000 Feet

The claims are south of McGillivray Creek, east of the Fraser River, 20 miles north of Lytton.



This reference scale bar has been added to the original image. It will scale at the same rate as the image, therefore it can be used as a reference for the original size.

BRITISH COLUMBIA



ACACIA MINERAL DEVELOPMENT
CORPORATION LTD
LOCATION

ACACIA

VANCOUVER

CLAIMS

Forty-two located claims:

A Numbers 1 to 16, inclusive; Record Numbers 81,352 to 81,367, inclusive with assessment due on June 30, 1976.

B Numbers 1 to 16, inclusive; Record Numbers 81,368 to 81,383, inclusive, with assessment due on June 30, 1976.

C Numbers 1 to 4, inclusive; Record Numbers 69,921 to 69,924, inclusive, with assessment due on July 6, 1976.

C Numbers 5 & 6; Record Numbers 91,653 & 91,654, with assessment due on September 21, 1976.

O Numbers 1 to 4, inclusive; Record Numbers 87,575 to 87,578, inclusive, with assessment due on February 5, 1977.

Kamloops Mining Division, British Columbia

GENERAL GEOLOGY

The area is on the east side of the Fraser River in a fault block or graben that lies east and parallel with the Coast Range Mountains.

CLAIMS

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Kamloops Mining Division, British Columbia

GENERAL GEOLOGY

The area is on the east side of the Fraser River in a fault block or graben that lies east and parallel with the Coast Range Mountains.

DEPOSITS

The main deposits occur at the summit of a ridge and along its flanks between elevations 4,500 and 5,000 feet. On the north side of the ridge a number of small hand trenches expose sheared and brecciated feldspar porphyry and altered limy volcanics. Five samples over an area 200 feet by 200 feet, averaged 0.42% copper.

A road has been built from McGillivray Creek to the lower part of the deposit on the north slope of the ridge. Trenches have been roughed out partly across the deposit at elevations 4,650 and 4,800 feet.

On the south side of the ridge, 1,500 feet south of these trenches, chalcopyrite occurs with magnetite in old trenches and malachite stained feldspar porphyry forms a slide in a dry gulch. One picked sample assayed 0.37 oz. silver, per ton and 7.16% copper.

On the road, at elevation 3,300 feet, a porphyry dike was exposed. Chalcopyrite bearing limestone breccia float occurs near it.

Pyritic deposits occur over a large area east of the porphyry dikes and extend across the claims. Two outcrops have been sampled and assayed 0.095% and 0.15% copper.

A spring, at elevation 3,600 feet near McGillivray Creek, deposits a white precipitate which showed 1.19% silicon and 84.75% alumina.

In 1973, 1974 and 1975 a number of small trenches were made and the road was extended to the hill top.

CONCLUSIONS

The Acacia claims cover an interesting copper deposit at least 200 feet wide and it could extend for 1,500 feet along a southeast strike.

RECOMMENDATIONS

Bulldozer trenching should be done to further cross section the deposit and to prepare drill sites.

When this work is completed the deposit should be drilled.

ESTIMATED COSTS

Stage 1 - Bulldozing

Site Preparation	\$ 8,000.00
Supervision	1,200.00
Geology	500.00
Transportation	<u>300.00</u>
TOTAL	<u>\$10,000.00</u>

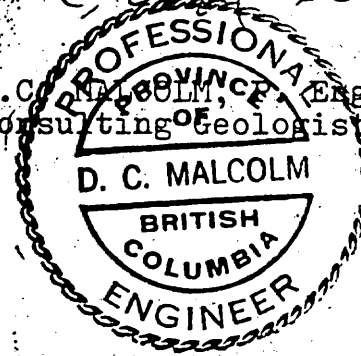
Stage 2 - Drilling

Drilling: 3,000 Feet @ \$15/Ft.	\$45,000.00
Sampling & Assaying	5,000.00
Transportation & Mobilization	3,000.00
Geology & Supervision	5,000.00
Contingencies	<u>7,000.00</u>
TOTAL	<u>\$65,000.00</u>

Report by

D. C. Malcolm

D. C. MALCOLM, Eng.,
Consulting Geologist

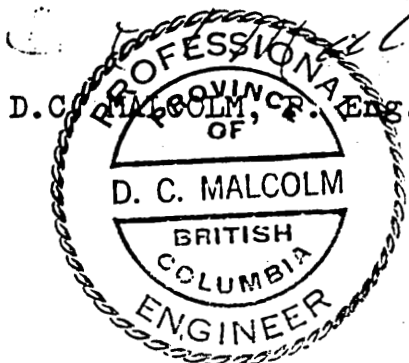


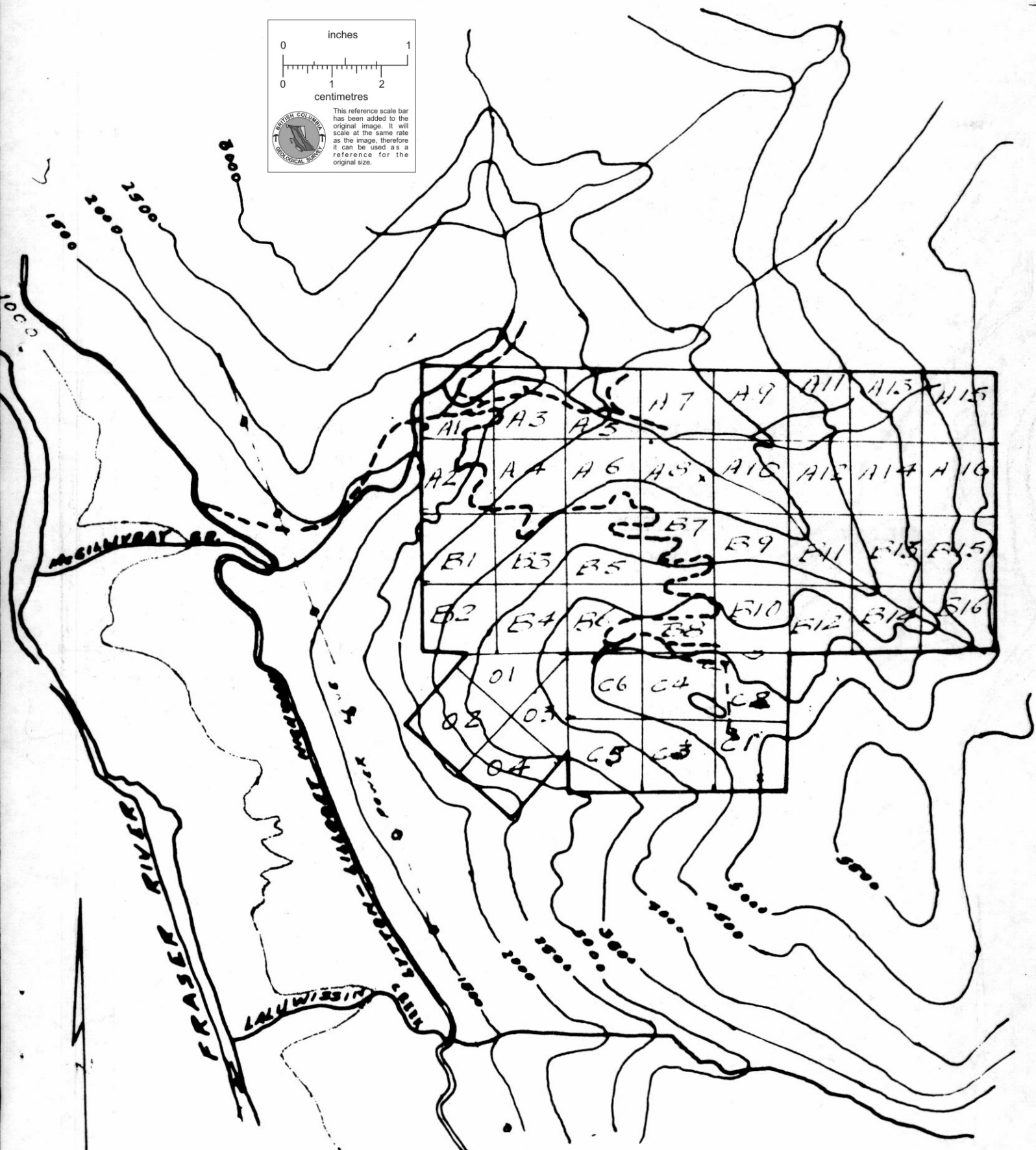
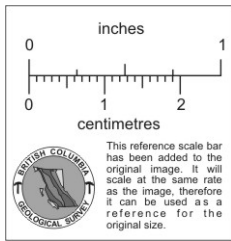
Vancouver, B.C.
July 14, 1976

C E R T I F I C A T E

This is to certify:

1. I, DOUGLAS COLE MALCOLM am a resident of Vancouver, B.C., and live at 2290 West 23rd Avenue.
2. I am a graduate of the University of British Columbia, with the degree of Bachelor of Applied Science in Geological Engineering (1935).
3. I am a member of the Association of Professional Engineers of British Columbia and Ontario and have practised my profession continuously since graduation.
4. I have not, directly or indirectly, received or expect to receive any interest, direct or indirect, in the property of ACACIA MINERAL DEVELOPMENT CORPORATION LIMITED (N.P.L.), or of any affiliate; or beneficially own, directly or indirectly, any securities of the company or of any affiliate.
5. This report is based on personal examinations made in 1971 and on July 23, 1972 in the company of Mr. FRANK BULL. The principal posts were examined and the claims appear to be well staked. A visit to McGillivray Creek was made on April 29, 1976.





ACSCIO MINERAL DEVELOPMENT CORPORATION LTD

CLAIMS

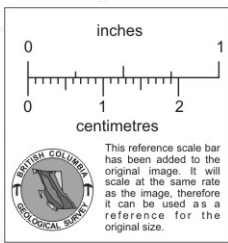
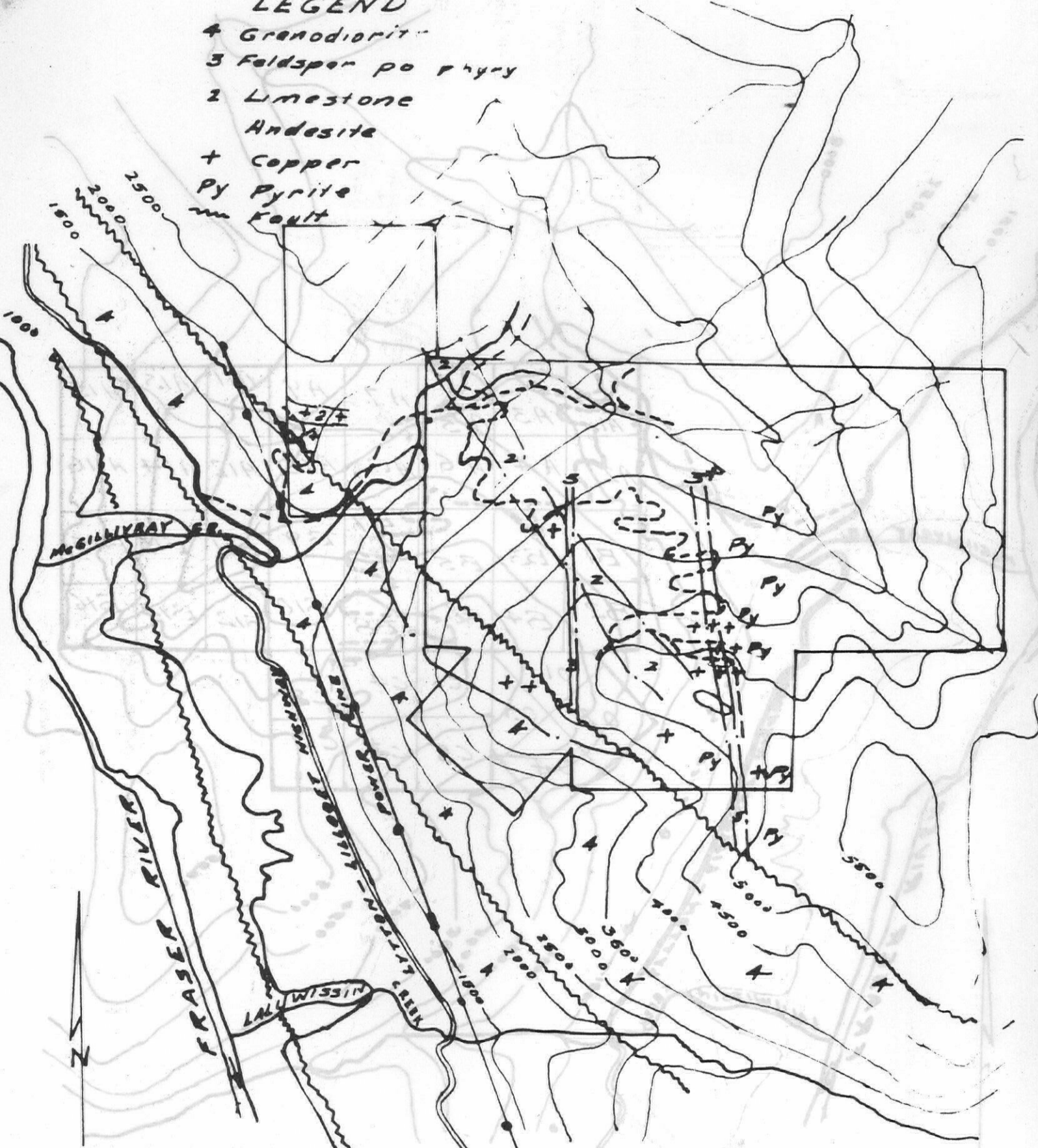
PROPERTY FILE

SCALE 1/4 MILE

DATE 27, 7, 72

LEGEND

- 4 Granodiorite
- 3 Feldspar porphyry
- 2 Limestone
- Andesite
- + Copper
- Py Pyrite
- Fault

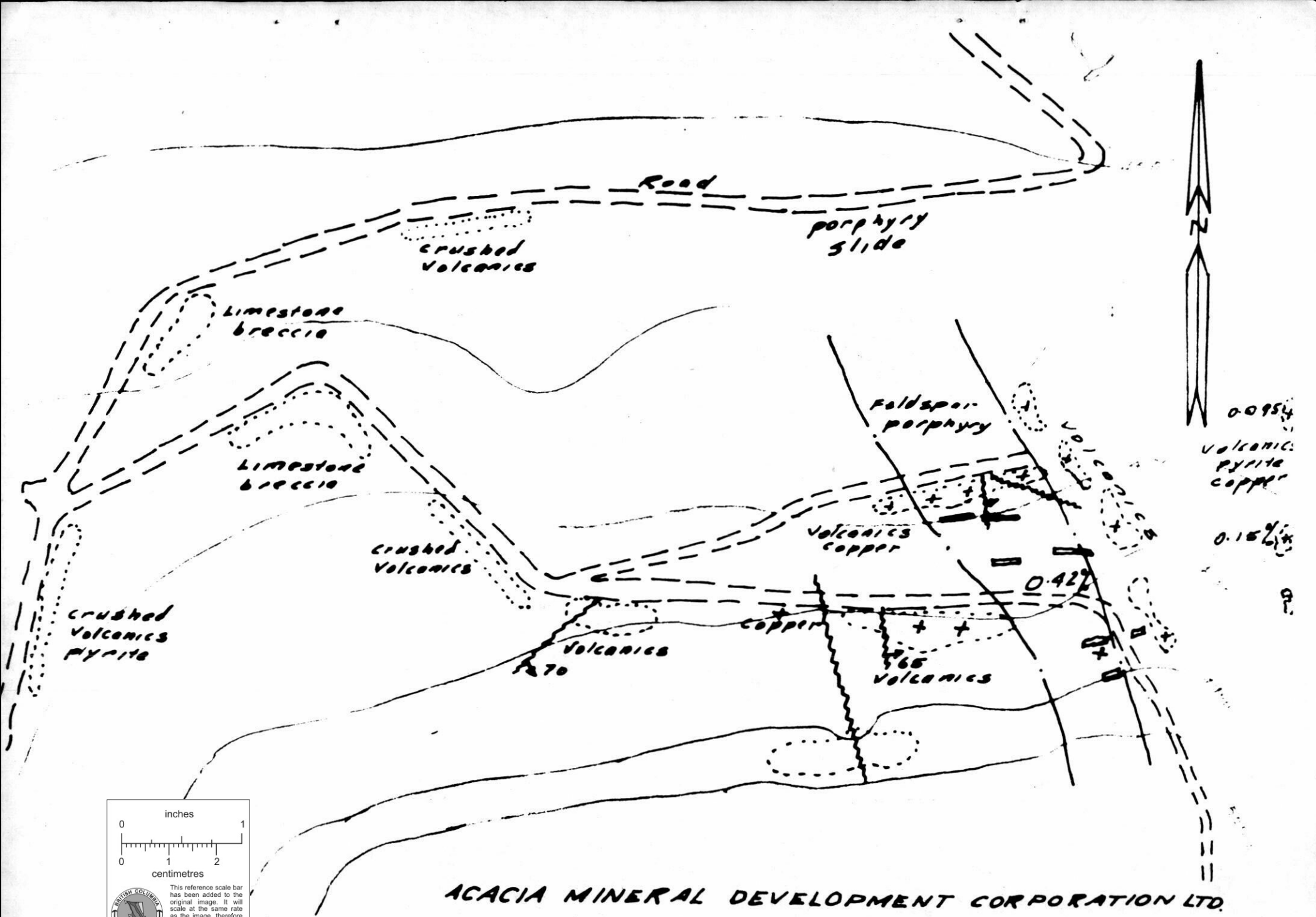


ACACIA MINERAL DEVELOPMENT CORPORATION LTD

GEOLOGY

SCALE 1" = 1/2 MILE

DATE 27,7,72.



0.0954
Volcanic
pyrite
copper
0.1567
P

inches
0 1
centimetres
0 1 2

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ACACIA MINERAL DEVELOPMENT CORPORATION LTD.
TRENCHING
SCALE 1" = 100'
DATE 27, 7, 72.