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Doratha Marten
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SUPERINTENDENT OF BROKERS

AND

VANCOUVER STOCK EXCHANGE
(VENTURE COMPANY)

STATEMENT OF MATERIAL FACTS (#85/90)
EFFECTIVE DATE: SEPTEMBER 6, 1990

NEW SIGNET RESOURCES INC., Suite 808, 409 Granville Street
Vancouver, British Columbia V6C 1G8 (604) 669-9307

NAME OF ISSUER, ADDRESS OF HEAD OFFICE AND TELEPHONE NUMBER

#1600 - 595 Burrard Street, Vancouver, British Columbia V7X 1K9

ADDRESS OF REGISTERED AND RECORDS OFFICES OF ISSUER

Montreal Trust Company of Canada

510 Burrard Street, Vancouver, British Columbia V6C 3B9

NAME AND ADDRESS OF REGISTRAR AND TRANSFER AGENT FOR ISSUER'S SECURITIES IN BRITISH COLUMBIA

OFFERING: 700,000 COMMON SHARES (1)

	Estimated Price to Public(2)	Estimated Agent's Commission	Estimated Net Proceeds to Issuer(3)
Per Share	\$0.30	\$0.0225	\$0.2775
Total	\$210,000	\$15,750	\$194,250

- (1) The Offering can be increased by up to 15% under the Greenshoe Option. See the heading "Greenshoe Option" under Item 1 herein.
- (2) The actual price will be determined by the Issuer and the Agent in accordance with the rules of the Vancouver Stock Exchange.
- (3) Before deduction of the costs of the Offering which are estimated at \$20,000.

ADDITIONAL OFFERING

The Agent has agreed to purchase (the "Guarantee") any of the Shares offered hereby which have not been sold at the conclusion of the Offering. Any shares acquired by the Agent under the Guarantee will be distributed under this Statement of Material Facts through the facilities of the Vancouver Stock Exchange at the market price at the time of sale. For further particulars, reference should be made to Item 1 entitled "Plan of Distribution".

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Sept. 18/90

The securities offered hereunder are speculative in nature. Information concerning the risks involved may be obtained by reference to this document; further clarification, if required may be sought from a broker.

Neither the Superintendent of Brokers nor the Vancouver Stock Exchange has in any way passed upon the merits of the securities offered hereunder and any representation to the contrary is an offence.

AGENT

WOLVERTON SECURITIES LTD.
17th Floor, 701 West Georgia Street
Vancouver, British Columbia
V7Y 1J5

3. MATERIAL NATURAL RESOURCE PROPERTIES

(1) SUMMARY OF MATERIAL MINING PROPERTIES

Group I - Properties for which regulatory approval has been obtained under this statement of material facts.

Group II - Presently held properties which are currently producing or being explored, or upon which exploration is planned within the next year.

Group III - Other presently held properties upon which the issuer's acquisition and exploration costs to date exceed \$100,000.

Group	Property Name	Issuer's Acquisition and Exploration Costs to Date (in \$)	Shares Issued To Date	Planned Expenditures from Funds Available upon Completion of the Offering
I	-----NIL-----			
II	Doratha Morton Property, Vancouver Mining Division, B.C.	\$844,522	200,000	\$184,800
	Nova Scotia Property	\$358,082	250,000	\$15,000
III	-----NIL-----			

Group I - Properties for which regulatory approval has been obtained under this statements of material facts.

N/A

Group II - Presently held properties which are currently producing or being explored, or upon which exploration is planned within the next year.

Doratha Morton Property, Vancouver Mining Division, B.C.

The Issuer acquired a 100% interest in nine Crown granted mineral claims (the "Claims") located in the Vancouver Mining Division, B.C. pursuant to an option agreement dated

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March 31, 1983 with Stephen H. Green which was assigned to the Issuer by Alan Campney, John J.B. Gilliland and Bernard Fitch pursuant to an assignment agreement dated June 1, 1983. The Claims are subject to a 10% net profits participation interest held by Stephen H. Green.

Pursuant to an option agreement dated November 21, 1988 (the "Option Agreement") between the Issuer and Aramis Ventures, Inc. ("Aramis"), the Issuer granted Aramis an option to earn an undivided 49% interest, subject to the 10% net profits participation interest held by Stephen H. Green in the Claims, in consideration for the cash payment by Aramis to the Issuer of a total of \$100,000, in stages, prior to July 11, 1992 and by Aramis incurring exploration expenditures totalling \$600,000 on the Claims, in stages prior to July 11, 1993 (the "Option Period"). Pursuant to the Option Agreement, Aramis has paid \$25,000 to the Issuer and has expended \$183,000 on exploration and development on the Claims.

Pursuant to a joint venture agreement dated July 25, 1990 (the "Joint Venture Agreement"), the Option Agreement has been terminated with New Signet acknowledging that Aramis has earned a 15% interest in the Claims and to proceed with development of the Claims on a joint venture basis. The Joint Venture Agreement provides that New Signet act as operator of the joint venture and that non-participating venturers will suffer dilution of 2% for every \$30,000 which they fail to fund as their proportionate share of joint venture costs. Upon dilution to a 5% interest, a non-participating venturer's interest is forfeited.

A report dated May 14, 1990 has been prepared for the Issuer by I. Borovic, P. Eng. with respect to the Doratha Morton Property, a copy of which may be inspected during normal business hours at the registered and records office located at 1600 - 595 Burrard Street, Vancouver, British Columbia from the Effective Date to 30 days after the completion of the Offering. The following information is extracted from that report.

The Claims comprise one detached and eight contiguous Crown granted mineral claims, as follows: Doratha Morton, Eva, Banker, Comox Fraction, Percy, Doratha Morton Fraction, Chimnang, Douglas and Maggie May. The Claims are located on the west side of Phillips Arm, 2 km. southwest of Fanny Bay and 57 km. north of Campbell River, British Columbia and cover a total area of 142.53 hectares.

The Claims are underlain by metamorphic rocks of possible Lower Triassic to Upper Triassic age which were intruded by younger, probably Jurassic and/or younger intrusive of dioritic composition.

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A major regional structure is a northwesterly trending, sheared contact between dioritic rocks to the southwest and metamorphic rocks to the northeast which dips approximately 75 degrees to the southwest and locally truncates the contact. The shear has been traced or inferred passing through the Claims and continuing on for a distance of 6.5 km. On the Claims, the shear zone has been traced and inferred over a strike length of 1,000 meters and may exceed 30 meters in width. Crossfault dislocations and the intrusion of numerous dykes complicate the geology of the Claims.

Gold and silver mineralization is located in silicified mylonite within the shear. Pyritic quartz veins and lenses with widths from 0.15 to 3 meters commonly occur within the shear zone.

Gold-silver-quartz-sulphide deposits were discovered in the vicinity of Cardero Channel in the late 1890s. By late 1898, the Doratha Morton Mine was placed in production. The mine was in operation from December 1898 until October 1899. During that time the Doratha Morton Mine produced 4,434 ounces of gold and 10,222 ounces of silver from 10,385 tons of ore thus averaging 0.427 ounces/ton of gold and 0.984 ounces/ton of silver.

Under new ownership in 1925, new workings were added and sampled. In one shipment of ore reported in that period 2.6 tons averaged 0.53 ounces/ton of gold and 1.42 ounces/ton silver. In the second shipment of ore, 1.4 tons averaged 1.05 ounces/ton gold and 1.16 ounces/ton silver.

Between 1933 and 1936, the mine was reconditioned and three adits were driven. Some ore was shipped but no large ore shoots were developed. Of the 30 to 40 t shipped, the average gold content was 1.56 to 2.89 ounces/ton and the silver content was 6.0 to 7.0 ounces/ton.

Since 1983 when the Claims were acquired by the Issuer, work done has included 3 km. of road building, 1,293 meters of diamond drilling, surveying of roads and workings, trenching, limited geochemical surveys, and extensive sampling of underground and surface workings.

Diamond drilling in 1984 revealed that a 27 meter section, which grades 0.390 ounces/ton gold across 1.3 meters, may extend to the southeast for an additional 30 meters. In 1986, hand trenching exposed a 13 meter long segment of quartz vein contained in the shear zone. Channel samples returned assays from 0.01 to 0.216 ounces/ton gold across 0.64 meters.

The exploration of the Claims has basically concentrated on extending known mineralization from the old mine workings

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toward north-northwest. Most of the trenching and limited drilling has been concentrated along mineralized mylonite within the shear zone.

Exploration during 1987, 1988 and 1989 has continued extending gold-silver mineralization in a northwesterly direction about 1000 meters from underground and surface showings located on the southeasterly part of the Claims.

Sampling in November 1988 confirmed high grade gold and silver assays of samples collected from the trenches located in the Camp Area (middle of the Claims). The Camp Area sulfide veins are from 0.12 meters to 0.50 meters wide within shear zone and contain from 0.034 to 1.776 ounces/ton gold and 0.10 to 8.14 ounces/ton silver. Samples taken from a newly discovered showing on the Eva Claim (weighted average of samples: 0.335 ounces/ton gold across 5.15 meters) show that the mineralized shear extends northwest for at least 1,000 meters.

A VLF-EM survey mapped four anomalies which coincide with the diorite-metasediment contact and follow trend of the shear zone. Exploration in 1989 delineated six mineralized structures worth drilling. A series of parallel veins in the Camp area were exposed by surface stripping and trenching. Several chip samples across one meter or better assayed over 0.5 ounces/ton gold - the best weighted average of the samples grouped was 1.474 ounces/ton gold across 4.3 meters.

An exploration program consisting of an IP survey across the of the Claims, geochemical soil sampling toward northwest of the Camp area, a continuation of the geological-structural and petrographic studies and diamond drilling is recommended.

The cost of the proposed exploration program, to be funded from the net proceeds of this Offering, is estimated at \$184,800, as follows:

Geology, engineering, supervision, evaluation	\$ 12,000
Room & board (camp cost)	4,000
Trenching & drill site preparation	5,000
Assaying (rock & core samples)	2,000
Petrographic analyses	1,000
Geochemical soil sampling	3,000
Assaying (soil samples)	3,000
IP survey (7 km lines)	10,000
Transportation	4,000
Road work	10,000
Diamond drilling (1000 m @ \$100/m)	<u>100,000</u>
	\$154,000

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Contingencies (20% of total)	<u>30,800</u>
Total	\$184,800 =====

THERE IS NO KNOWN BODY OF COMMERCIAL ORE ON THE PROPERTY AND THE PROPOSED PROGRAMME ON THE PROPERTY IS EXPLORATORY IN NATURE.

Nova Scotia Property

Pursuant to an option agreement dated August 1, 1989, as amended September 14, 1989 (the "Carrick Option Agreement"), Carrick Gold Resources Ltd. ("Carrick") granted the Issuer an option to earn a 49% working interest in 168 mineral claims located in Nova Scotia. 68 claims have since been dropped and 12 claims added for a total of 112 claims (the "Nova Scotia Claims") consisting of the following claim groups: Montague (44 claims), Chezzetcook (34 claims), Coddles Harbour (12 claims), Cow Bay (6 claims) and Lawrencetown (16 claims). As consideration for the option, Carrick has been issued 250,000 shares of the Issuer to date, with an additional 750,000 shares issuable in stages upon completion of recommended work programs comprising at least \$1,220,000 in aggregate expenditures. To maintain the option, the Issuer must incur exploration expenditures totalling \$2,500,000, in stages, prior to July 31, 1992. Carrick, which was at arms length to the Issuer at the time the Option Agreement was entered in to, is wholly owned by Oliver Resources PLC. Two directors of the Issuer are directors of Oliver Resources PLC and one director of the Issuer is a director of Carrick.

The Nova Scotia claims are subject to underlying agreements with Rainbow Resources Ltd. ("Rainbow"), Dartmouth, Nova Scotia (a company controlled by John O'Sullivan, a director of the Issuer) and John Chisholm, Antigonish, Nova Scotia. Pursuant to these agreements, a 2.5% net smelter return royalty is payable to Rainbow on 80 Nova Scotia Claims and payable to Rainbow, as to 1.75%, and John Chisholm, as to .75%, on the remaining 32 Nova Scotia Claims.

To date, the Issuer has expended \$358,082 on exploration and development, maintaining the option in good standing until July 31, 1991. The Issuer must expend an additional \$611,918 to extend the option for another year. The Issuer must also pay underlying agreement cash payments of \$15,000 each on May 22, 1990, 1991 and 1992 respectively and \$100,000 on May 22, 1994, which payments are credited towards the Issuer's expenditure requirements under the Carrick Option Agreement. The May 22, 1990 payment deadline has been extended by Rainbow Resources Ltd. to September 15, 1990 and will be paid from the net proceeds of this Offering.

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If the Issuer earns its 49% interest in the Nova Scotia Claims, the Issuer and Carrick will develop the Nova Scotia Claims as a joint venture to be managed by Carrick whereby a non-participant's working interest will be diluted and converted, upon dilution to 10% or less, into a 2.5% net smelter return interest.

Due to the "nugget effect" prevalent in Nova Scotia (mineralization in large unevenly distributed nuggets), large bulk sampling will need to be done on the Nova Scotia Claims in order to properly evaluate their potential. In addition, as most of the Montague group of claims is located within the Lake Major watershed of Dartmouth, approvals from local and provincial regulatory bodies will be required for any work or development of these claims. The Issuer has no assurance that such approvals can or will be obtained.

THERE IS NO KNOWN BODY OF COMMERCIAL ORE ON THE PROPERTY.

Group III - Other presently held properties upon which the issuer's acquisition and exploration costs to date exceed \$100,000.

N/A

RISK FACTORS

The risk factors associated with the Issuer's undertaking and this Offering are as follows:

- (a) The Shares offered pursuant hereto should be considered a highly speculative investment and investors should carefully consider the risk factors in making an investment in the Issuer prior to deciding whether or not to invest in the Shares.
- (b) The Issuer has no significant earnings or dividend record and since it intends to employ available funds for exploration and development, it does not intend to pay any dividends in the foreseeable future.
- (c) Mineral exploration and development involves significant risks and few properties which are explored are ultimately developed into producing mines. The properties in which the Issuer has an interest are without a known body of commercial ore. Substantial expenditures may be required to establish ore reserves, develop metallurgical processes, extract metals and to construct mining and processing facilities. The only sources of future funds presently available to the Issuer are the sale of equity capital, or the offering by the Issuer of an interest in

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