

THIS PROSPECTUS CONSTITUTES A PUBLIC OFFERING OF THESE SECURITIES ONLY IN THOSE JURISDICTIONS IN WHICH THIS PROSPECTUS HAS BEEN ACCEPTED FOR FILING 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 HEREUNDER AND ANY REPRESENTATION TO THE CONTRARY IS AN OFFENCE.

NEW ISSUE
PROSPECTUS

DATED: SEPTEMBER 30TH, 1987

BOOKER GOLD EXPLORATIONS LTD.
(the "Company")
710 - 475 Howe Street
Vancouver, B.C. V6C 2B3

PUBLIC OFFERING

400,000 Shares Without Par Value

	Price to Public	Commission	Net Proceeds to be Received by Company (1)
Per Share	\$0.33	\$0.03	\$0.30
Total	\$132,000.00	\$12,000.00	\$120,000.00

(1) Before deduction of the costs of the Issue, estimated at \$15,000.

A PURCHASE OF THE SECURITIES OFFERED BY THIS PROSPECTUS MUST BE CONSIDERED AS SPECULATIVE. ALL OF THE PROPERTIES IN WHICH THE COMPANY HAS AN INTEREST ARE IN THE EXPLORATION AND DEVELOPMENT STAGE ONLY AND ARE WITHOUT A KNOWN BODY OF COMMERCIAL ORE. SEE ALSO "RISK FACTORS" ON PAGE 9.

THERE IS NO MARKET THROUGH WHICH THESE SECURITIES MAY BE SOLD.

THE VANCOUVER STOCK EXCHANGE HAS CONDITIONALLY LISTED THE SECURITIES BEING OFFERED PURSUANT TO THIS PROSPECTUS. LISTING IS SUBJECT TO THE COMPANY FULFILLING ALL THE LISTING REQUIREMENTS OF THE VANCOUVER STOCK EXCHANGE ON OR BEFORE APRIL 6TH, 1988, INCLUDING PRESCRIBED DISTRIBUTION AND FINANCIAL STATEMENTS.

NO PERSON IS
INFORMATION OR TO
CONTAINED IN THIS
SALE OF THE SECURIT

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R.M.
PROPERTY FILE
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19.9% OF THE SHARES THEN OUTSTANDING AS COMPARED TO 49.95% THAT WILL THEN BE OWNED BY THE CONTROLLING PERSONS, DIRECTORS, PROMOTERS AND SENIOR OFFICERS OF THE COMPANY AND ASSOCIATES OF THE AGENTS. REFER TO THE HEADING "PRINCIPAL HOLDERS OF SECURITIES" ON PAGE 15 HEREIN FOR DETAILS OF SHARES HELD BY DIRECTORS, SENIOR OFFICERS, PROMOTERS AND CONTROLLING PERSONS AND ASSOCIATES OF THE AGENTS.

ONE OR MORE OF THE DIRECTORS OF THE ISSUER HAS AN INTEREST, DIRECT OR INDIRECT IN OTHER NATURAL RESOURCE COMPANIES. REFERENCE SHOULD BE MADE TO THE ITEM "RISK FACTORS" ON PAGE 9 FOR A COMMENT AS TO THE RESOLUTION OF POSSIBLE CONFLICTS OF INTEREST.

THE PRICE OF THIS OFFERING WAS DETERMINED BY NEGOTIATION BETWEEN THE COMPANY AND THE AGENTS.

THE AGENTS HAVE BEEN GRANTED A GREENSHOE OPTION. REFERENCE SHOULD BE MADE TO THE ITEM "PLAN OF DISTRIBUTION" ON PAGE 6 OF THIS PROSPECTUS.

WE, AS AGENTS, CONDITIONALLY OFFER THESE SECURITIES SUBJECT TO PRIOR SALE, IF, AS AND WHEN ISSUED BY THE COMPANY AND ACCEPTED BY US IN ACCORDANCE WITH THE CONDITIONS CONTAINED IN THE AGENCY AGREEMENT REFERRED TO UNDER "PLAN OF DISTRIBUTION" ON PAGE 6 OF THIS PROSPECTUS.

Name and Address of Agents

BRINK, HUDSON & LEFEVER LTD.
1500 - 666 Burrard Street
Vancouver, B.C.

YORKTON SECURITIES INC.
14th Floor 609 Granville Street
Vancouver, B.C.
V7Y 1G5

EFFECTIVE DATE: OCTOBER 9TH, 1987

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SUMMARY

THE OFFERING

Issue: 400,000 Shares
Price: \$0.33 Per Share to the Public (to net
the treasury \$0.30 per share)

In addition, up to 100,000 shares may be issued pursuant to Agent's Warrants and up to 60,000 shares may be issued by way of a Greenshoe Option (see page 7 for details).

Use of Proceeds: The estimated net proceeds of \$120,000 to be received by the Company from the Issue, together with cash on hand of \$50,683 will be used as follows: \$15,000 for cost of this Issue; \$70,000 to carry out an exploration program on the Company's mineral property; and the remaining balance will be used for working capital.

The Company intends to carry out a program of geological evaluation, trenching and percussion drilling on its 52 contiguous mineral claim units, (the Vidette Property), Clinton Mining Division, Province of British Columbia. The previous development and the future development plans in respect to these mineral claims are set out herein under the heading "Business and Property" beginning on page 2.

There is no known body of ore on the Company's property. In the event that the Company's exploration program as described in this Prospectus is successful, the Company will require additional financing in order to further develop the Company's property. These funds may not be available. There is no existing market for the shares of the Company. Exploration for minerals is a speculative venture necessarily involving substantial risks in respect to discovering commercial quantities of ore, or if they are discovered, to funding exploration and development costs, or if put into production, to successfully marketing the materials produced. The Company's property includes mineral claims which have not been surveyed and therefore, the precise location of these properties may be in doubt.

In addition, other "Risk Factors" are set out on pages 9 and 10 of this Prospectus under that heading including dilution and methods to resolve possible conflicts of interest.

Upon completion of this Offering this issue will represent 19.9% of the share then outstanding as compared to 49.95% that will then be owned by the controlling persons, promoters, directors and senior officers of the Company.

NAME AND INCORPORATION

Booker Gold Explorations Ltd. (the "Company") was incorporated on February 18th, 1983 under the Company Act of the Province of British Columbia by the registration of its Memorandum and Articles. By the provisions of the Company Act, R.S.B.C. 1979 as amended, the Company will be deemed to be a reporting company upon the issue of a receipt for this Prospectus.

The head office of the Company is 420 - 475 Howe Street, Vancouver, B.C. V6C 2B3. The registered and records office of the Company is 101 - 744 West Hastings Street, Vancouver, B.C. V6C 1A5.

DESCRIPTION OF BUSINESS AND PROPERTY

Business

The Company is a natural resource company engaged in the acquisition, exploration and development of mining properties. The Company has interests in the properties described below and intends to seek and acquire additional properties worthy of exploration and development.

Property

VIDETTE PROPERTY
CLINTON MINING DIVISION
PROVINCE OF BRITISH COLUMBIA

The Company has an option to acquire a 50% interest in 52 mineral claim units. The said mineral claims which are set out below are located in the Clinton Mining Division, Province of British Columbia.

<u>Claim Name</u>	<u>Record No.</u>	<u>Lot No.</u>	<u>Units</u>
Searcher No. 2	953	4755	1
Searcher No. 3	864	4745	1
Searcher No. 4	876	4756	1
Searcher No. 5	949	4739	1
Searcher No. 6	951	4743	1
Pioneer	863	4746	1

Monarch	952	4754	1
White Pass	950	4741	1
T. F. Fraction	865	4762	1
E. B. Fraction	954	4760	1
Searcher No. 1	---	4744	1
Searcher No. 1. Frac.	---	4740	1
Vidette No. 1	592	----	20
Vidette No. 2	1725	----	20

The Vidette Property is located about 70 kilometers northwest of Kamloops and 47 kilometers north of Savona, British Columbia. The property is situated in NTS map sheet 92 P/2W and centered at geographic coordinates 51 13'N latitude and 120 55'W longitude.

Access to the property is by an all weather gravel road along the Deadman River valley which starts from the Trans-Canada Highway 7 kilometers, west of Savona. Access is also possible from the west via 2 gravel roads which exit Highway 97 both north and south of Clinton Road seven km west of the Deadman River valley and runs about 12 kilometers northeast to about the middle of Vidette Lake.

By an agreement dated October 4th, 1986, the Company purchased the option to earn an interest in the Vidette Property from Gurdev Johal of 431 Southeast Marine Drive, Vancouver, B.C. in consideration for \$15,000 which was paid.

Mr. Johal acquired the option to earn a 50% interest in the property from Tugold Resources Inc., a company whose shares are listed on the Vancouver Stock Exchange, by an agreement dated December 31st, 1985. The Company may earn this interest by expending \$100,000. in the exploration of this property by December 31st, 1988.

After the Company has earned its interest, the Company and Tugold Resources Inc. shall form a Joint Venture to carry out further work on the property. The agreement provides a formula for the dilution of interest for either party who do not participate in further exploration costs but, in the event that an interest is diluted to 10%, the diluted party shall retain a 10% net profit interest.

History

The following information is extracted from the summary report of Peter A. Christopher, PhD. P.Eng. dated January 7th, 1987.

"Mineral exploration in the Vidette Lake area began at least as early as 1926 with the location of the White Pass mineral claim. The crown granted claims and reverted crown grants that form part of the current Vidette Property were located in May and June of 1931. The key claims were optioned by Douglas B. Sterrett and Associates of Kamloops.

Initial exploration concentrated on the west side of Vidette Lake in the area of the Dexheimer Vein but discovery of the richer Tenford and Broken Ridge veins shifted interest to the east side of the lake. A total of 335 meters of underground workings was completed, a test mill was built and 517 tons milled with a yield of 0.79 ounces of gold per ton.

In May, 1933 Vidette Gold Mines Ltd. was incorporated to place the mine into production and the first concentrates were shipped to the Tacoma smelter in September 1933. From incorporation to May 1939, underground development included 199 meters of three compartment inclined shaft, 289 meters of winzes 4984 meters of drifts and cross cuts and 1478 meters of raises. Underground diamond drilling totalled 4741 meters. The Vidette Mine is reported to have produced 54,199 tons of ore yielding 29,869 ounces of gold, 46,573 ounces of silver, 96,619 pounds of copper and 356 pounds of lead. Mitchell (1973) stated that "...an estimated 12,000 tons of undeveloped ore remains in the mine which would represent approximately 7,300 ounces of gold. Evaluation of the potential ore reserves can only be made by careful inspection of the underground workings." The mine has been inactive since 1940 and is flooded to lake level.

The Savona Gold Mines Ltd. (Last Chance and Sylvanite claims) and Hamilton Creek Gold Mines Ltd. old workings are located about 760 meters northwest of the Vidette Mine. High grade sections of several veins are reported but the properties have no reported production (Stevenson, 1936).

Savona Gold Mines Ltd. developed three veins with three adits and several hundred feet of drifts and crosscuts between 1931 and 1936. The workings of Hamilton Creek Gold Mines Ltd. consisted of one adit with a few hundred feet of drifts and surface cuts on several narrow veins during the mid 1930's (Dawson, 1973; Stevenson, 1936).

Since the closure of the Vidette Mine in 1940, exploration of the area has been sporadic, concentrating on locating new surface exposures or veins and on finding faulted extensions of the Broken Hill and Tenford veins. The property has generally been held by more than one

party with Tugold Resources Inc. consolidating the property in early 1984 and added the Vidette No. 2 claim in late March of 1984. An option on the property was acquired by Gurdev Johal in December 1985 and assigned to Booker Gold Explorations Ltd. in October of 1986.

Renewed efforts in the area of the Vidette Mine have been stimulated by recent gold discoveries on the Precisely Property at the head of Deadman River. Placer Development Ltd. has optioned the property from Inter-Pacific Resources. The Northair Group, Noranda Mines, Cominco Ltd. and a number of junior mining companies are also reported to be active in the area."

The Company has carried out a program of magnetometer and VLF-EM surveys on the property at a cost of \$34,574 including taxes and fees.

The Company intends to carry out Stage I of the program recommended in the report of Peter A. Christopher, P.Eng. PhD. dated January 7th, 1987 (a copy of this report forms part of this Prospectus). The recommended program consists of two stages. Stage I consists of geological evaluation, road building and trenching followed by percussion drilling at an estimated cost of \$70,000. Contingent upon the results of Stage I, Stage II will consist mainly of diamond drilling at an estimated cost of \$75,000 and contingent upon results of Stage II, Stage III will consist of diamond drilling at an estimated cost of \$120,000.

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

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

The proposed program is an exploratory search for ore.

BOESE LEASES
BEAVER AND TEXAS COUNTIES
STATE OF OKLAHOMA

By an agreement dated February 2nd, 1987 with Continental West Resources Inc., a Wyoming private company, of Box 247, Cheyenne, Wyoming, the Company purchased for \$30,000 Cdn., a 2.9347% working interest (2.5678% net revenue interest) in:

(a) Petroleum and Natural Gas lease #924324 insofar as the said lease covers the SW/4 of Section 28, T1N-R20ECM, limited to the Upper Morrow Sand Formation

accruing at the approximate interval of 7,126 feet to 7,557 feet;

(b) Petroleum and Natural Gas Lease #924325 insofar as the said lease covers the SE/4 of Section 29, T1N-R20ECM, limited to the Upper morrow Sand Formation accruing at the approximate interval of 7,126 feet to 7,557 feet.

These leases are located in PN815675-CARRICK UNIT PHASE 2, Beaver and Texas Counties, Oklahoma. The leases are subject to unitization, casing head and gas well gas contracts as well as operating agreement over Lease 924325 under which Phillips Petroleum Company is the Operator.

There is one producing oil well on the property.

An appraisal of the interests of the Company prepared by M.A. Mian, P.E. states that Proved Reserves of 6,277 Bbls of oil and 552 Mcf of Gas with a present net worth of \$23,830 U.S. (discounted at 10%).

The gross acreage of the property is 320 acres.

No further work is planned on this property at this time.

The production from the oil well is transported to market by truck over existing road nets.

The Company has been informed that it will receive \$4,712 Cdn. in revenue from the well for production during a two month period.

The principal shareholders of Continental West Resources Inc. are Laftar R. Khan of P.O. Box 4848, Vancouver, B.C. and Zubair Hashmi of 7532, 116th Street, Delta, B.C.

PLAN OF DISTRIBUTION

The Company, by an agreement (the "Agency Agreement") dated May 15th, 1987 as amended on September 21st, 1987 appointed the following as its Agents ("Agents") to offer the Shares through the facilities of the Vancouver Stock Exchange (the "Exchange"):

<u>Name of Agent</u>	<u>Participation</u>
Brink, Hudson & Lefever Ltd.	50%
Yorkton Securities Inc.	50%

The Company by its Agents hereby offers (the "Offering") to the public through the facilities of the Exchange 400,000 shares (the "Shares") of the Company at a price of \$0.33 per share (the "Offering Price"). The Offering will be made in accordance with the rules and policies of the Exchange and on a day (the "Offering Day") determined by the Agents and the Issuer, with the consent of the Exchange, within a period of 180 days from the date (the "Effective Date") upon which the Shares of the Company are conditionally listed on the Exchange.

The Agents have agreed to purchase any Shares not sold at the conclusion of the Offering. In consideration therefor, the Agents have been granted non-transferable share purchase warrants ("Agents' Warrants") entitling them to purchase up to 100,000 shares of the Company at any time up to the close of business 180 days from listing of the Company's shares on the Vancouver Stock Exchange (the "Exchange") or 12 months from the date of this Prospectus, whichever is earlier, at a price of \$0.38 per share.

The Agents are entitled to over allot the shares of the Company in connection with this Offering and the Company has granted to the Agents an option (the "Greenshoe Option") to purchase at \$0.30 per share such number of shares of the Company being the lesser of 15% of the Offering or the actual number of shares subscribed for by way of an oversubscription during primary distribution of the securities offered hereunder. The Greenshoe Option shall be exercisable for a period of thirty (30) trading days from the Offering Day. Alternatively, the Agents are entitled to cover each over allotment by making purchases of the Company's shares in the open market through the facilities of the Exchange at the market price from time to time during the exercise period of the Greenshoe Option.

The Agent will receive a commission of \$0.03 per share.

The Agents reserve the right to offer selling group participation, in the normal course of the brokerage business to selling groups of other licensed broker dealers, brokers or investment dealers, who may or may not be offered part of the commissions or bonuses derived from this Offering.

The obligations of the Agents under the Agency Agreement may be terminated prior to the opening of the market on the Offering Day at the Agents' discretion on the basis of their assessment of the state of the financial markets and may also be terminated at any time upon the occurrence of certain stated events.

The Company has granted the Agents a right of first refusal to provide future equity financing to the

Company for a period of twelve (12) months from the Effective Date.

The following beneficially own, directly or indirectly, in excess of 5% of each class of the issued shares of Yorkton Securities Inc. Allen Barry Van Stone, Stewart David Vorberg, Frank Guistra, Donald Risling, and Murray Black.

The only persons having an interest, directly or indirectly, to the extent of not less than 5% in the capital of Brink, Hudson & Lefever Ltd. are Brian D. Graves, Francis A. Lefever, G. Douglas MacDonald, John L. Mathers, A.G.T. Financial Corp. (wholly owned by Alan G. Thompson) and Fred G.T. Wong.

There are no payments in cash, securities or other consideration being made, or to be made, to a promoter, finder or any other person or company in connection with the Offering.

The Directors, Officers and other Insiders of the Company may purchase shares from this Offering.

Additional Offering

This Prospectus also qualifies for sale to the public at the market price prevailing at the time of the sale, any shares purchased by the Agent hereunder and any of the common shares which may be acquired on the exercise of the Agent's Warrants at any time up to 180 days from the listing of the Company's shares on the Exchange but not more than one year from the date of this Prospectus. The Company will not receive any proceeds from the sale of any such shares by this Agent, all of which proceeds will in such event accrue to the Agent.

CONDITIONAL LISTING ON THE VANCOUVER STOCK EXCHANGE

The Exchange has conditionally listed the securities being offered pursuant to this Prospectus. Listing is subject to the Company fulfilling all the listing requirements of the Exchange on or before April 6th, 1988, including prescribed distribution and financial requirements.

MARKET FOR SECURITIES

The price to be paid to the Company for the shares offered for sale by the Prospectus was set by negotiations between the Company and the Agent.

RISK FACTORS

The shares offered by this Prospectus must be considered speculative, generally because of the nature of the Company's business. In particular:

1. There is no known body of ore on the Company's mining property. The purpose of the present offering is to raise funds to carry out further exploration with the objective of establishing ore of commercial tonnage and grade. If the Company's exploration programs are successful, additional funds will be required for the development of an economic ore body and to place it in commercial production. The only source of future funds presently available to the Company is through the sale of equity capital. The only alternative for the financing of further exploration would be the offering by the Company of an interest in its properties to be earned by another party or parties carrying out further exploration or development thereof, which is not presently contemplated.

2. There is no established market for the shares of the Company.

3. Exploration for minerals is a speculative venture necessarily involving some substantial risk. There is no certainty that the expenditure to be made by the Company in the acquisition and exploration of the interests described herein will result in discoveries of commercial quantities of ore.

4. The mining industry and petroleum industry in general are intensely competitive and there is no assurance that even if commercial quantities of ore or reserves of oil and gas are discovered, a ready market will exist for the sale of same. Factors beyond the control of the Company may affect the marketability of any substances discovered.

5. The existence of title opinions should not be construed to suggest that the Company has good and marketable title to all of the properties described in this Prospectus. The Company follows usual industry practice in obtaining title opinions with respect to its properties. The Company must expend monies to carry out further work on the properties described in this Prospectus in order to keep in good standing the interests as described under the heading "Business and Property" on page 2 of this Prospectus.

6. The Company's properties include mineral

claims which have not been surveyed, and therefore, the precise location of these properties may be in doubt.

7. Certain of the Directors may serve as director of other reporting companies or have significant shareholdings in other reporting companies and, to the extent that such other companies may participate in ventures in which the Company may participate, the Directors of the Company may have a conflict of interest in negotiating and concluding terms respecting the extent of such participation. In the event that such a conflict of interest arises at a Board of Directors meeting, a Director who has such a conflict will abstain from voting for or against the approval of such a participation or such terms. From time to time several companies may participate in the acquisition, exploration and development of natural resource properties thereby allowing for their participation in larger programmes, permitting involvement in a greater number of programmes and reducing financial exposure in respect of any one programme. It may also occur that a particular company will assign all or a portion of its interest in a particular program to another of these companies due to the financial position of the Company making the assignment.

8. In accordance with the laws of the Province of British Columbia, the Directors of the Company are required to act honestly, in good faith and in the best interests of the Company. In determining whether or not the Company will participate in a particular programme and the interest therein to be acquired by it, the Directors will primarily consider the degree of risk to which the Company may be exposed and its financial position at that time.

9. The value of the net tangible assets of the company other than the value of its mineral properties based on the Company's financial statements is \$50,683. The proposed expenditures from the Use of Proceeds raised by the Offering described in this Prospectus will not increase net tangible assets owned by the Company other than the value of its mineral properties.

10. Upon completion of this Offering this issue will represent 19.9% of the shares then outstanding as compared to 49.95% that will then be owned by the controlling persons, promoters, directors and senior officers of the Company.

USE OF PROCEEDS

The net proceeds to be derived by the Company from the Offering will be the sum of \$120,000 which

together with working capital of hand of \$50,683 (as at the date of this Prospectus) shall be spent as follows:

1. To pay the costs of Issue, estimated at	15,000
2. To carry out Stage I the program recommended by Peter A. Christopher, PhD. P.Eng., as set out in his report dated January 7th, 1987 on the Company's Vidette property;	70,000
3. To reserve for working capital;	<u>85,683</u>
	\$170,683

The Company will not commit itself to spend in excess of \$50,000 on the acquisition or exploration of any properties without obtaining the recommendation of a qualified engineer or geologist, independent of the vendor or operator.

No part of the proceeds will be used to invest, underwrite or trade in securities other than those that qualify as an investment in which trust funds may be invested under the laws of the jurisdiction in which the securities offered by this Prospectus may be lawfully sold. Should the Company intend to use the proceeds to acquire the securities offered by this Prospectus, approval by the members of the Company may first be obtained and notice of the intention must be filed with the Regulatory Securities bodies having jurisdiction over the sale of the securities offered by this Prospectus.

The proceeds from the sale of shares offered by this Prospectus are intended to be used for the purposes set forth above, and in carrying out the above program of work and the Company will not discontinue or depart from the recommended program of work unless advised in writing by its consulting engineer to do so. Should the Company contemplate any such change or departure, notice thereof will be given to all registered shareholders by mail.

In the event of any material change in the affairs of the Company during the primary distribution of the shares offered by this Prospectus, an amendment to this Prospectus will be filed.

Following completion of the primary distribution of the shares offered by this Prospectus, shareholders

will be notified of changes in the affairs of the Company in accordance with the requirements of the appropriate regulatory authorities.

DESCRIPTION OF SHARES AND SHARE CAPITAL STRUCTURE

The authorized capital of the Company consists of 25,000,000 common shares without par value. As of the date of this Prospectus, 1,610,334 common shares were issued and outstanding.

All common shares of the Company, both issued and unissued, rank equally as to dividends, voting powers and participation in assets. No shares have been issued subject to call or assessment. There are no pre-emptive or conversion rights and no provision for redemption, purchase for cancellation, surrender or sinking or purchase funds. Provisions as to the modifications, amendments or variations of such rights or such provisions are contained in the Company Act of the Province of British Columbia.

As at March 31st, 1987, the Company had no contributed surplus or retained earnings. As at that date, the Company's Balance Sheet recorded a working capital position of \$50,683.

There are 201,032 shares of the Company which are subject to directors and employees stock options. For particulars of these options, reference should be made to the term "Options to Purchase Securities" on page 14 of this Prospectus.

Designation	Amount Authorized	Amount Issued & Outstanding as of March 31, 1987	Amount Outstanding as of September 30, 1987	Amount Outstanding if all Securities are Sold
Common	10,000,000	1,610,334	1,610,334	2,010,334

PRIOR SALES

During the period from incorporation of the Company on February 18th, 1983 to the date of this Prospectus, the Company sold the following shares for cash:

<u>Number of Shares</u>	<u>Price per Share</u>	<u>Commissions Paid</u>	<u>Net Cash Received</u>
1	\$1.00	Nil	\$ 1.00
750,000 *	\$0.01	Nil	7,500.00
448,333	\$0.15	Nil	67,249.95
341,000	\$0.25	Nil	85,250.00
<u>71,000 **</u>	<u>\$0.30</u>	<u>Nil</u>	<u>21,300.00</u>
1,610,334			\$181,300.95

* These shares are held in escrow. Reference should be made to the item "Escrowed Shares" on page 16 of this Prospectus.

** These 71,000 shares were sold on a flow-thru basis. The subscriptions have been used to explore Canadian mineral claims.

Since incorporation, no shares have been issued for a consideration other than cash.

DIRECTORS AND OFFICERS

The names, addresses and principal business or occupations of which each of the Directors and Officers of the Company have been engaged during the immediately preceding five years are as follows:

<u>Name and Address</u>	<u>Office Held</u>	<u>Principal Occupation For Past Five Years</u>
KRISHAN LAL ANAND* 2980 Camrose Drive Burnaby, B.C.	President and Director	President and Director of Shayna International Industries Ltd. (formerly Proven Resources Ltd.) 1985 to Present; President and Director of Southern Petro Corporation 1980 to 1987; Professional Engineer, Intercontinental Engineering 1977-1983
MINAZ FATEHALI DEVJI 2164 Chicory Lane West Vancouver, B.C.	Secretary and Director	Director of Shayna International Industries Ltd. (formerly Proven Resources Ltd.) 1985 to Present; Director Goldrich Resources and Caneca Audio Publishing 1985 to 1986; Pub-

Relations Rae Gold Resources 1981-1983; Director of Arizako Mines Ltd. and First American Mining Corp

HENDRIK ANTOON* Director
BOOMSMA
6237 Nelson Avenue
West Vancouver,
B.C.

Director Orbex Industries Ltd. 1986 to Present; Financial Consultant 1977 to 1986

HAMID AATANY* Director
301 - 945 Jervis
Street
Vancouver, B.C.

Hotelier, Four Seasons Hotel 1981 to Present

* member of the Audit Committee.

EXECUTIVE COMPENSATION

There are two executive officers of the Company (employed on a fulltime basis). The aggregate cash consideration paid to these executive officers during the period since incorporation is \$15,000 for management fees. Both of the executive officers has an option to purchase securities. The executive officers have a directors option to purchase 60,516 shares of the Company's common stock at a price of \$0.33 per share for a period of two years from the effective date of this Prospectus. One other person who is a director but not executive officers of the Company has directors stock options to purchase shares 40,000 shares on the same terms. The executive officers and directors may receive payments from time to time for services rendered to the Company. Reference is made to the item "Promoters" on page 17 for additional details.

OPTIONS TO PURCHASE SECURITIES

Pursuant to a Directors Stock Option agreement and an Employees Stock Option agreement dated April 27th, 1987 (the "Option Agreements"), the Company has granted options to the following directors and employees in such numbers of common shares as is set opposite the name of each director or employee:

Directors:

Hamid Aatany	-	40,000 Shares
Krishan L. Anand	-	40,000 Shares
Minaz F. Devji	-	20,516 Shares

Employee:

Karim Gangji - 50,258 Shares
Karim Sayani - 50,258 Shares

The Option Agreements provide that the option price is \$0.33 per share and that the options are exercisable during that period of time commencing on the Effective Date of this Prospectus ending two years thereafter. There are no other options to purchase securities under this Prospectus.

ACQUISITIONS

During the past two years, the Company has acquired two properties:

(1) An option to acquire a 50% interest in the Vidette Property. This option was acquired from Gurdev Johal of 431 Southeast Marine Drive, Vancouver, B.C. for \$15,000.00;

(2) A 2.9347% working interest (2.5678 net revenue interest) in the Boise Leases (#924324 and 924325). This interest was purchased for \$30,000 from Continental West Resources Inc. of P.O. Box 247, Cheyenne, Wyoming. Reference should be made to the item "Description of Business and Property" on page 2 of this Prospectus.

PRINCIPAL HOLDERS OF SECURITIES

As of the date of this Prospectus, the following table sets forth the number of shares owned of record or beneficially, directly or indirectly, by each person who owns more than 10% of the Company's shares.

Name and Address	Type of Ownership	Designation of Class	Number of Shares	Percentage of Shares Outstanding
KRISHAN L. ANAND 2980 Camrose Dr. Burnaby, B.C.	Direct, Beneficial	Common	296,500	18.42%
HAMID AATANY 301-945 Jervis St. Vancouver, B.C.	Direct, Beneficial	Common	557,500	34.63%

The percentage of common shares held by all directors, promoters, senior officers and their associates and associates of Agents beneficially owned, directly or indirectly, of the Company are as follows:

<u>Designation of Class</u>	<u>Percentage of Class</u>
Common	62.36%

ESCROWED SHARES

As of the date of this Prospectus, 750,000 common shares are held in escrow by Guardian Estates & Agencies, 404 - 470 Granville Street, Vancouver, B.C. subject to the direction or determination of the Office of 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 shares without the consent of the Superintendent.

The complete text of the escrow agreement is available for inspection at the registered office of the Company at 101 - 744 West Hastings Street, Vancouver, B.C.

<u>Designation of Class</u>	<u>Number of Shares Held in Escrow</u>	<u>Percentage of Class</u>
Common	750,000	46.58%

POOLED SHARES

352,333 shares issued at \$0.15 per share are held in pool by Guardian Estates & Agencies Ltd. by agreements dated August 17th, 1987. The agreements provide that the shares will be released from pool as follows:

(a) 25% upon the Company's shares being listed for trading on the Vancouver Stock Exchange;

(b) A further 25% at the expiration of each three month period from the date of the Company's shares being listed for trading on the Vancouver Stock Exchange.

party with Tugold Resources Inc. consolidating the property in early 1984 and added the Vidette No. 2 claim in late March of 1984. An option on the property was acquired by Gurdev Johal in December 1985 and assigned to Booker Gold Explorations Ltd. in October of 1986.

Renewed efforts in the area of the Vidette Mine have been stimulated by recent gold discoveries on the Precisely Property at the head of Deadman River. Placer Development Ltd. has optioned the property from Inter-Pacific Resources. The Northair Group, Noranda Mines, Cominco Ltd. and a number of junior mining companies are also reported to be active in the area."

The Company has carried out a program of magnetometer and VLF-EM surveys on the property at a cost of \$34,574 including taxes and fees.

The Company intends to carry out Stage I of the program recommended in the report of Peter A. Christopher, P.Eng. PhD. dated January 7th, 1987 (a copy of this report forms part of this Prospectus). The recommended program consists of two stages. Stage I consists of geological evaluation, road building and trenching followed by percussion drilling at an estimated cost of \$70,000. Contingent upon the results of Stage I, Stage II will consist mainly of diamond drilling at an estimated cost of \$75,000 and contingent upon results of Stage II, Stage III will consist of diamond drilling at an estimated cost of \$120,000.

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

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

The proposed program is an exploratory search for ore.

BOESE LEASES
BEAVER AND TEXAS COUNTIES
STATE OF OKLAHOMA

By an agreement dated February 2nd, 1987 with Continental West Resources Inc., a Wyoming private company, of Box 247, Cheyenne, Wyoming, the Company purchased for \$30,000 Cdn., a 2.9347% working interest (2.5678% net revenue interest) in:

(a) Petroleum and Natural Gas lease #924324 insofar as the said lease covers the SW/4 of Section 28, T1N-R20ECM, limited to the Upper Morrow Sand Formation

PENDING LEGAL PROCEEDINGS

The Company is not a party with respect to any legal proceedings.

INTEREST OF MANAGEMENT AND OTHERS IN MATERIAL TRANSACTIONS

The Directors and Senior Officers of the Company have no interest in any material transactions in which the Company has participated or intends to participate at this time, save and except as disclosed in this Prospectus and, in particular, those matters disclosed under the headings "Options to Purchase Securities" and "Executive Compensation".

MATERIAL CONTRACTS

There are no material contracts entered into by the Company other than as disclosed in this Prospectus.

These material contracts are:

- (a) The option to acquire an interest in the Vidette Property described on page 2 and 3;
- (b) the acquisition of the Boese leases described on page 5 and 6;
- (c) the Agency Agreement described on pages 6 and 7;
- (d) the Directors and Employees stock option agreement described on page 14;
- (e) the Escrow and Pooling Agreements described on page 16.

Material contracts may be inspected at the offices of Hemsworth, Schmidt, of 101 - 744 West Hastings Street, Vancouver, B.C. during normal business hours during the period of primary distribution of the securities being offered under this Prospectus.

OTHER MATERIAL FACTS

There are no other material facts relating to the offering of securities under this Prospectus other than as disclosed herein.

TRANSFER AGENTS AND REGISTRARS AND AUDITORS

The Registrar and Transfer Agent for the Company is Guardian Estates & Agencies Ltd., 404 - 470 Granville, Street, Vancouver, B.C. The Auditor for the Company is Petrie, Pu, Bhagirath & Co., Certified General Accountants, of 104 - 1766 West Broadway, Vancouver, B.C.

PURCHASER'S STATUTORY RIGHT OF WITHDRAWAL AND RESCISSION

Part 9 of the SECURITIES ACT provides a purchaser with the right to withdraw from an agreement to purchase securities in a distribution to which Section 42 of the ACT applies within two business days after receipt or deemed receipt of the latest prospectus that the purchaser is entitled to receive under the Act.

Such a purchaser must provide the dealer with written notice of intent to withdraw within the two business days period. The purchaser should refer to Parts 9 and 14 of the SECURITIES ACT for the particulars of his rights or consult with a legal advisor.



Petrie, Bhagirath & Co.
CERTIFIED GENERAL ACCOUNTANT

JITENDER BHAGIRATH, B.S.C. M.S.C. CGA

BOOKER GOLD EXPLORATIONS LIMITED

VANCOUVER, BRITISH COLUMBIA

INTERIM FINANCIAL STATEMENTS

FOR THE TWO MONTHS ENDED MARCH 31, 1987

AUDITORS' REPORT

To the Shareholders of
Booker Gold Explorations Limited

We have examined the balance sheet of Booker Gold Explorations Limited as at January 31, 1987 and the statements of changes in financial position for the year then ended. Our examination was made in accordance with generally accepted auditing standards, and accordingly included such tests and other procedures as we considered necessary in the circumstances.

In our opinion these financial statements present fairly the financial position of the company as at January 31, 1987 and the results of its operations and the changes in its financial position for the year then ended in accordance with generally accepted accounting principles.

Petrie, Bhagirath & Co.

Petrie, Bhagirath & Co.
Certified General Accountants

Vancouver, British Columbia
September 30, 1987

BOOKER GOLD EXPLORATIONS LIMITED

INTERIM BALANCE SHEET

MARCH 31, 1987

(With comparative figures for January 31, 1987)

	March 31 --1987--	January 31 --1987--
ASSETS		
CURRENT		
Cash	\$ 51,283	\$ 48,867
	-----	-----
RESOURCE PROPERTIES		
Options and rights (Note 3)	49,500	19,500
Deferred exploration expenditures (Note 2)	34,574	34,411
	-----	-----
	84,074	53,911
	-----	-----
FIXED, at cost		
Office furniture	729	729
	-----	-----
OTHER		
Deferred administrative expenses (Note 3)	44,195	44,274
Organization cost	1,620	1,620
	-----	-----
	45,815	45,894
	-----	-----
	\$ 181,901	\$ 149,401
	=====	=====
LIABILITIES		
CURRENT		
Accounts payable	\$ 600	\$ 600
	-----	-----
SHAREHOLDERS' EQUITY		
SHARE CAPITAL (Note 4)	181,301	148,801
	-----	-----
	\$ 181,901	\$ 149,401
	=====	=====

Approved by the Directors

(Signature)
----- Director

(Signature)
----- Director

The attached Notes for an integral part of these
Financial Statements

BOOKER GOLD EXPLORATIONS LIMITED
 INTERIM STATEMENT OF CHANGES IN FINANCIAL POSITION
 FOR THE TWO MONTHS ENDED MARCH 31, 1987

(With comparative figures for the year ended January 31, 1987)

	March 31 1987	January 31 1987
	-----	-----
OPERATING ACTIVITIES		
Deferred administrative expenses-net	\$ 79	\$ 258
	-----	-----
	79	258
	-----	-----
FINANCING ACTIVITIES		
Proceeds from share subscriptions	32,500	81,550
	-----	-----
INVESTMENT ACTIVITIES		
Acquisition of resource property options	(30,000)	(15,000)
Deferred exploration expenditures	(163)	(21,874)
	-----	-----
	(30,163)	(36,874)
	-----	-----
INCREASE IN FUNDS	2,416	44,934
FUND BALANCE - BEGINNING	48,867	3,933
	-----	-----
FUND BALANCE - ENDING	\$ 51,283	\$ 48,867
	=====	=====

The attached Notes form an integral part of these
 Financial Statements

BOOKER GOLD EXPLORATIONS LIMITED
NOTES TO THE FINANCIAL STATEMENTS

JANUARY 31, 1987

NOTE 1 GENERAL AND INCORPORATIONS

The company was incorporated under the Company Act (British Columbia) on February 18, 1983.

The principal business activities of the company are to acquire, explore and develop mineral, oil and gas properties.

NOTE 2 DEFERRED EXPLORATION AND ADMINISTRATIVE EXPENDITURES

The company defers all exploration expenditures relating to its mineral properties, and all administrative expenses, until such time as the mines are either brought into commercial production or abandoned.

	1987	1986
	-----	-----
Exploration		
1) ROCKY 1 CLAIM		
Assays, maps and reports	\$ 3,612	\$ 3,612
Assessment work	3,400	3,400
Fees and taxes	525	525
Engineering and exploration	5,000	5,000
	-----	-----
	12,537	12,537
	-----	-----
2) TUGOLD RESOURCES. (VIDETTE PROPERTY)		
Engineering and exploration	21,874	-
	-----	-----
	21,874	-
	-----	-----
Total deferred expenses	\$ 34,411	\$ 12,537
	=====	=====
Administration		
Accounting, legal	\$ 6,251	\$ 5,923
Management fee	27,000	27,000
Office and rent	9,987	9,937
Promotional and travel	3,791	3,791
Interest and bank charges-net	(2,781)	(2,119)
Cost of share certificates	26	-
	-----	-----
Total deferred balance	\$ 44,274	\$ 44,532
	=====	=====

The Notes form an integral part of the attached
Financial Statements

OIL AND GAS REVENUE

Revenue from oil and gas rights and interest owned by the company, are recognized and reflected in its accounts, only at the point that it has been specifically allocated to the company pursuant to revenue and expense sharing agreements with other joint owners of the same gas and oil property.

NOTE 3 RESOURCE PROPERTIES, OPTIONS AND RIGHTS

Mineral properties:

- 1) Mineral property in the Slocan mining division of British Columbia consisting of Rocky 1 Claim (20) units for \$4,500.
- 2) Acquired, by way of an assignment of option from Gurdev Johal for a total cash consideration of \$15,000, with respect to certain mining claims owned by Tugold Resources Inc., the sole, exclusive and immediate working rights and options with respect to the property in order for the optionee to earn a fifty percent (50%) undivided interest in the property by the optionee expending over three years ensuing after the commencement date of the agreement (December 31, 1985), the sum of \$100,000.

Gas and Oil properties:

- 3) Acquired for cash consideration in the amount of \$30,000, by way of a Partial Assignment and Bill of Sale from Continental West Resources Inc. of Wyoming, U.S., all of their partial right, title and interest in and to the oil and gas lease right-of-way and surface lease in the Beaver and Texas Counties, Oklahoma, U.S.A. Which represents a 2.9347% working interest and 2.5678% net revenue interest in the above mentioned oil and gas well.

NOTE 4 SHARE CAPITAL

a) Shares issued, subscribed and fully paid:

	Number	Value
Issued:		
Balance, January 31, 1987	1	\$ 1
Issued for cash	1,610,333	\$ 181,300
Balance, March 31, 1987	1,610,334	181,301
Subscribed:		
Balance, January 31, 1987	750,333	148,800
Subscription for cash	860,000	32,500
Shares issued	1,610,333	181,300
	-	-
Total	1,610,334	181,301

b) Options

The company has granted a five year share purchase option, expiring on April 1, 1992 to its directors and certain other employees. Total of 201,032 shares were granted under the share purchase option, exercisable at any time prior to the expiration date for the price of \$.33 per share.

NOTE 6 SUBSEQUENT EVENT

Share offering to the public:

The company intends to file a prospectus with the regulatory authorities in British Columbia constituting an offering to the public to purchase 400,000 common shares of the company at a price of \$.33 per share



Petrie, Bhagirath & Co.
CERTIFIED GENERAL ACCOUNTANT

JITENDER BHAGIRATH, B.S.C., M.S.C., C.G.A.

BOOKER GOLD EXPLORATIONS LIMITED

VANCOUVER, BRITISH COLUMBIA

FINANCIAL STATEMENTS

FOR THE YEAR ENDED JANUARY 31, 1987

BOOKER GOLD EXPLORATIONS LIMITED

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JANUARY 31, 1987

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Balance Sheet

Exhibit "A"

Statement of Changes In Financial Position

Exhibit "B"

Notes to the Financial Statements

Exhibit "C"

AUDITORS' REPORT

To the Shareholders of
Booker Gold Explorations Limited

We have examined the interim balance sheet of Booker Gold Explorations Limited as at March 31, 1987 and the interim statements of changes in financial position for the two months then ended. Our examination was made in accordance with generally accepted auditing standards, and accordingly included such tests and other procedures as we considered necessary in the circumstances.

In our opinion these interim financial statements present fairly the financial position of the company as at March 31, 1987 and the results of its operations and the changes in its financial position for the two months then ended in accordance with generally accepted accounting principles.

Petrie, Bhagirath & Co.

Petrie, Bhagirath & Co.
Certified General Accountants

Vancouver, British Columbia
September 30, 1987

BOOKER GOLD EXPLORATIONS LIMITED

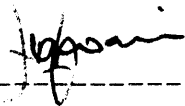
BALANCE SHEET

JANUARY 31, 1987

(With comparisons for 1986)

	1987	1986
	-----	-----
ASSETS		
CURRENT		
Cash	\$ 48,867	\$ 3,933
Accounts receivable	-	-
	-----	-----
	48,867	3,933
	-----	-----
RESOURCE PROPERTIES		
Options and rights (Note 3)	19,500	4,500
Deferred exploration expenditures (Note 2)	34,411	12,537
	-----	-----
	53,911	17,037
	-----	-----
FIXED, at cost		
Office furniture	729	729
	-----	-----
OTHER		
Deferred administrative expenses (Note 3)	44,274	44,532
Organization cost	1,620	1,620
	-----	-----
	45,894	46,152
	-----	-----
	\$ 149,401	\$ 67,851
	=====	=====
LIABILITIES		
CURRENT		
Accounts payable	\$ 600	\$ 600
	-----	-----
SHAREHOLDERS' EQUITY		
SHARE CAPITAL (Note 4)	148,801	67,251
	-----	-----
	\$ 149,401	\$ 67,851
	=====	=====

Approved by the Directors

-----
Director-----
DirectorThe attached Notes form an integral part of the
Financial Statements

BOOKER GOLD EXPLORATIONS LIMITED
STATEMENT OF CHANGES IN FINANCIAL POSITION
FOR THE YEAR ENDED JANUARY 31, 1987
(With comparisons for 1986, 1985, 1984)

	1987	1986	1985	1984
	-----	-----	-----	-----
OPERATING ACTIVITIES				
Cash provided by (invested in) non cash working capital (Details below)	\$ -	\$ -	\$ (2,028)	\$ 2,628
Deferred admin. expenses-net	258	-	(19,233)	(25,299)
	-----	-----	-----	-----
	258	-	(21,261)	(22,671)
	-----	-----	-----	-----
FINANCING ACTIVITIES				
Proceeds from share subscriptions	81,550	-	(16,500)	83,750
Proceeds from share issue	-	-	-	1
	-----	-----	-----	-----
	81,550	-	(16,500)	83,751
	-----	-----	-----	-----
INVESTMENT ACTIVITIES				
Acquisition of resource property options	(15,000)	-	-	(4,500)
Deferred exploration expenditures	(21,874)	-	-	(12,537)
Organization costs	-	-	-	(1,620)
Purchase of office equipment	-	-	-	(729)
	-----	-----	-----	-----
	(36,874)	-	-	(19,386)
	-----	-----	-----	-----
INCREASE (DECREASE) IN FUNDS	44,934	-	(37,761)	41,694
FUND BALANCE - BEGINNING	3,933	3,933	41,694	-
	-----	-----	-----	-----
FUND BALANCE - ENDING	\$ 48,867	\$ 3,933	\$ 3,933	\$ 41,694
	=====	=====	=====	=====
Cash Provided by (invested in) non cash Working Capital				
Accounts receivable	\$ -	\$ -	\$ 2,300	\$ (2,300)
Accounts payable	-	-	(4,328)	4,928
	-----	-----	-----	-----
	\$ -	-	(2,028)	\$ 2,628
	=====	=====	=====	=====

The attached Notes form an integral part of the
Financial Statements

BOOKER GOLD EXPLORATIONS LIMITED
 NOTES TO THE INTERIM FINANCIAL STATEMENTS
 MARCH 31, 1987

NOTE 1 GENERAL AND INCORPORATIONS

The company was incorporated under the Company Act (British Columbia) on February 18, 1983.

The principal business activities of the company are to acquire, explore and develop, mineral gas and oil properties.

NOTE 2 SIGNIFICANT ACCOUNTING POLICIES

EXPLORATION AND ADMINISTRATIVE EXPENDITURES

The company defers all exploration expenditures relating to its mineral properties, and all administrative expenses, until such time as the mines are either brought into commercial production or abandoned.

	March 31 1987	January 31 1987
	-----	-----
Exploration		
1) ROCKY 1 CLAIM		
Assays, maps and reports	\$ 3,612	\$ 3,612
Assessment work	3,400	3,400
Fees and taxes	525	525
Engineering and exploration	5,000	5,000
	-----	-----
	12,537	12,537
	-----	-----
2) TURGOLD RESOURCES INC. (VIDETTE PROPERTIES)		
Engineering and exploration	21,874	21,874
	-----	-----
3) Gas and oil properties	163	-
	-----	-----
Total deferred expenses	\$ 34,574	\$ 34,411
	=====	=====
Administration		
Accounting, legal	\$ 6,251	\$ 6,251
Management and supervision	27,000	27,000
Office and rent	9,987	9,987
Promotional and travel	3,791	3,791
Interest and bank charges-net	(2,860)	(2,781)
Cost of share certificates	26	26
	-----	-----
Total deferred balance	44,195	\$ 44,274
	=====	=====

These Notes form an integral part of the attached Financial Statements

NOTE 3 RESOURCE PROPERTIES, OPTIONS AND RIGHTS

- 1) Mineral property in the Slocan mining division of British Columbia consisting of Rocky 1 Claim (20) units for \$4,500.
- 2) Acquired, by way of an assignment of option from Gurdev Johal for a total cash consideration of \$15,000, with respect to certain mining claims owned by Tugold Resources Inc., the sole, exclusive and immediate working rights and options with respect to the property in order for the optionee to earn a fifty percent (50%) undivided interest in the property by the optionee expending over three years ensuing after the commencement date of the agreement (December 31, 1985), the sum of \$100,000.

NOTE 4 SHARE CAPITAL

Authorized:

25,000,000 common shares without par value

Issued or subscribed and fully paid:

	Number	Value
	-----	-----
Issued:		
Balance, January 31, 1987, 1986	1	\$ 1
	-----	-----
Subscribed		
Balance, January 31, 1987, 1986	750,333	\$ 148,000
	-----	-----
Total issued and subscribed	750,334	\$ 148,801
	=====	=====

NOTE 5 FLOW-THROUGH SHARES

The company has entered into agreement with certain subscribers, holding 71,000 of the total shares subscribed, where by, the company will under-take to make the appropriate election under the Income Tax Act, and renounce a total of \$21,300.00 of Canadian Exploration Expenses, that it has incurred from November 10, 1986, to January 31, 1987, thus transferring any tax benefit from the company to holder of such shares, that it may arise as a result of utilizing such deductions, to reduce income from any other sources.

The Notes form an integral part of the attached
Financial Statements

NOTE 6 SCHEDULE OF YEARLY ADMINISTRATION EXPENSES DEFERRED

	1984	1985	1986	1987
	-----	-----	-----	-----
Accounting and legal	\$ 2,505	\$ 3,418	-	\$ 328
Management fees	15,000	12,000	-	-
Office and rent	6,627	3,310	-	50
Promotion and travel	2,019	1,772	-	-
Bank charges and interest	(852)	(1,267)	-	(662)
Share certificate	-	-	-	26
	-----	-----	-----	-----
Total	\$ 25,299	\$ 19,233	-	\$ (258)
	=====	=====	=====	=====

NOTE 7 SUBSEQUENT EVENTS

a) Share Purchase Options

The company has granted a five year share purchase option, expiring on April 1, 1992, to its directors and certain other employees. Total of 201,032 shares were granted under the share purchase option, exercisable at any time prior to the expiration date at \$.33 per share.

b) Share Offering to the Public

The company intends to file a prospectus in April 1987, with the regulatory authorities in British Columbia constituting an offering to the public to purchase 400,000 common shares of the company at a price of \$.33 per share.

GEOLOGICAL AND GEOPHYSICAL
REPORT ON THE VIDETTE PROPERTY

CLINTON MINING DIVISION,
BRITISH COLUMBIA

LOCATION:

N.T.S.: 92P/2W
LATITUDE: 51° 10' N.
LONGITUDE: 120° 55' W.

CLAIMS RECORD NUMBERS

863, 864, 865, 876, 949, 950,
951, 952, 953, 954, 592, 1725.

CROWN GRANT LOT NUMBERS

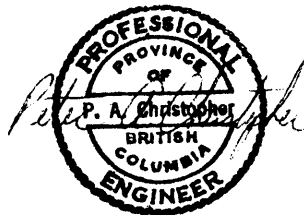
4744, 4740

REPORT FOR:

BOOKER GOLD EXPLORATIONS LTD.
710-475 HOWE STREET
VANCOUVER, B.C. V6C 2B3

PREPARED BY:

Peter A. Christopher Ph.D., P.Eng.
PETER CHRISTOPHER AND ASSOCIATES INC.
3707 WEST 34TH AVENUE,
VANCOUVER, B.C. V6N 2K9



JANUARY 7, 1987
REVISED AUGUST 8, 1987

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FIGURE 5: Vein Location Map	6

SUMMARY

The Vidette Property, consisting of the Vidette 1 and Vidette 2 metric claims totaling 40 units, the Searcher No. 1 and Searcher No. 1 Fraction crown grants and 10 reverted crown grants, covers about 1100 hectares at the north end of Vidette Lake. The property is situated about 47 kilometers north of Savona, British Columbia, a small community on Highway 1 at the west end of Kamloops Lake. Access to the old Vidette Gold Mines site is via a well maintained gravel road along the Deadman River and Hamilton Creek valleys for about 52 kilometers. A network of active logging roads service the 1986 grid area and northern part of the property.

The present Vidette Property includes the areas of the old Vidette Mine, Savona Mine and Hamilton Creek Mine. The main production from the property was from the old Vidette Mine with reported production of 54,199 tons yielding 29,869 ounces of gold, 46,573 ounces of silver, 96,619 pounds of copper and 356 pounds of lead between 1933 and 1940. Previous reports indicate ore reserves in the old Vidette Mine workings of about 12,000. The Vidette Mine production was mainly from five main veins, the Tenford, Broken Ridge, Bluff, '80' and '70' veins with recent efforts concentrated on extensions within the old Vidette Mine area.

The 1986 program concentrated on defining geophysical and geochemical anomalies reported to occur on the Vidette 1 claim along the northwest trend of the vein system. The exploration program consisted of establishing 30 kilometers of cut and picketed grid for locating magnetic and VLF-EM readings. The geophysical survey indicated 15 magnetic anomalies over 57,900 gammas occurring in 5 zones with strong magnetic response (A to E on Figure 4), 3 isolated magnetic highs (F to H on Figure 4) and and three isolated magnetic lows with values less than 57,000 gammas. The VLF-EM survey has detected 6 zone with continuous VLF-EM conductors (3 through 8 Figure 4). Field prospecting and geological evaluation of the anomalies is required to select priority trenching and drill targets.

A Stage I program of geological evaluation and a 1,000 meter percussion drill test is estimated to cost \$ 70,000. A contingent Stage II, 600 meter diamond drill test is estimated to cost \$ 75,000 and a contingent Stage III, 1,000 meter diamond drill test is estimated to cost \$ 120,000.

INTRODUCTION

The Vidette Property, consisting of 40 metric units, 2 crown grants and 10 reverted crown grants, covers the old gold mine workings of Vidette Gold Mines Ltd., Hamilton Creek Gold Mines Ltd. and Savona Gold Mines Ltd. The property was consolidated in 1984 by Tugold Resources Inc. and joint ventured with Booker Gold Exploration Ltd. in October 1986. Peter Christopher & Associated Inc. was retained by the management of Tugold Resources Inc. to review the geological setting of the Vidette Property. This report is based on field examinations of the property by the writer with Mr. John Fischer on January 17, 1986 and with Mr. Darwin Carstens on November 25, 1986, on a review of government and company reports on the area, and on the results of an exploration program conducted under the writers supervision between November 10, 1986 and December 10, 1986 (Christopher, 1987).

The present Vidette Property covers the Vidette (MI 92P-86), Hamilton Creek (MI 92P-85) and Savona Gold (MI 92P-87) gold prospects with Vidette Gold Mines Ltd. reporting production of 54,199 tons yielding 29,869 ounces of gold, 46,773 ounces of silver, 96,619 pounds of copper and 356 pounds of lead.

The writer was asked to evaluate the potential of the property and to recommend an expanded program for continued exploration of the Vidette Property, if warranted. This report summarizes the results of the 1986 field program and provides recommendations for further staged exploration of the Vidette Gold Property.

LOCATION AND ACCESS (Figures 1 & 2)

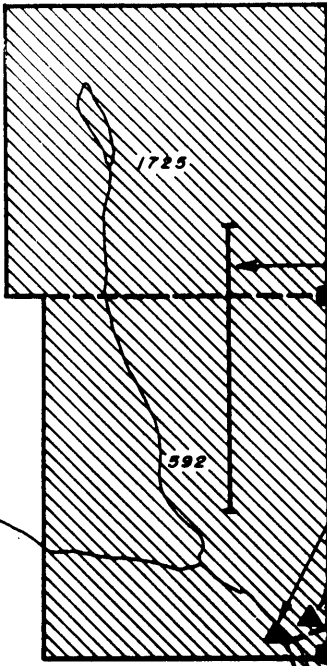
The Vidette Property is located about 70 kilometers northwest of Kamloops and 47 kilometers (52 road kilometers) north of Savona, British Columbia. The area includes the northern third of Vidette Lake and extends north-northwest from there. The property is situated in NTS map sheet 92 P/2W and centred at geographic coordinates $51^{\circ} 13' N$ latitude and $120^{\circ} 55' W$ longitude.

Access to the property is by an all weather gravel road along the Deadman River valley which starts from the Trans-Canada Highway 7 kilometers, west of Savona. Access is also possible from the west via 2 gravel roads which exit Highway 97 both north and south of Clinton and connect with a mining access road which turns off the Hihium Lake Road seven km west of the Deadman River valley and runs about 12 kilometers northeast to about the middle of Vidette Lake.

PHYSIOGRAPHY AND VEGETATION

The property is situated in the Interior Plateau physiographic province near the boundary of the Thompson Plateau and Fraser Plateau subdivisions.

The property includes the northern third of the Vidette Lake-Hamilton Creek valley from Vidette Lake to the junction with Coal Creek and approximately 5 kilometers of the Coal Creek Valley.



GRID BASELINE
7°50W

Hamilton Creek Mine

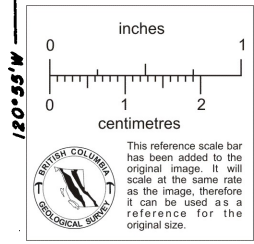
Savona Mine

Vidette Mine



Vidette Lake

51°10'N



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SCALE 1:50,000



Booker Gold Explorations Ltd.

CLAIM MAP

Vidette Property

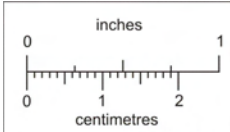
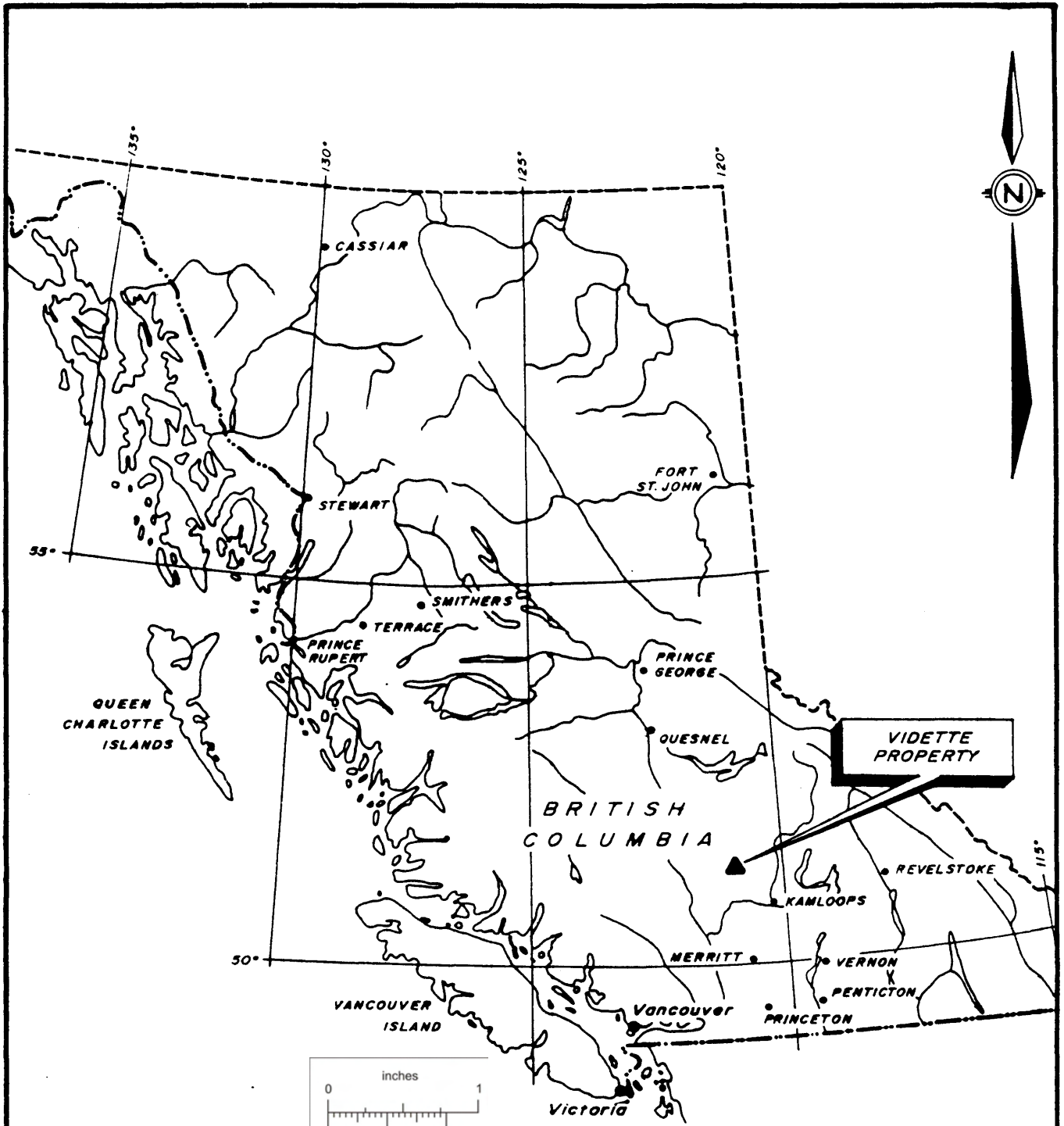
Clinton Mining Division

NTS: 92 P/2W

December, 1986

Figure 2

P.A. Christopher & Associates Ltd.



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Booker Gold Explorations Ltd.

LOCATION MAP

Vidette Property

Clinton Mining Division

NTS: 92 P/2W

December, 1986 Figure 1

P.A. Christopher & Associates Ltd.

Maximum relief within the claims is approximately 200 meters with elevations varying from 900 meters at Vidette Lake to over 1100 meters. The valleys are generally steeply incised into a flat and relatively featureless plateau area. The northeast side of Hamilton Creek valley is steep to precipitous with many open grassy areas interspersed with mixed coniferous forest cover. Trees average 20-30 cm. diameters with some to over 50 cm. The southwest side of Hamilton Creek valley rises sharply from Vidette Lake to the rim of the plateau. The plateau area is mainly flat, open and park like with easy access by vehicle or foot.

PROPERTY DEFINITION (Figure 2)

The Vidette Property, including the Vidette 1 and Vidette 2 modified grid claims, the Searcher No. 1 and Searcher No. 1 Fraction Crown Grants, and 10 reverted crown grants have a total area of about 1100 hectares. The total possible area of the property is reduced by the overlap of adjacent claims and overlap of previously staked claims.

The claims that make up the Vidette Property have been held for several years with the mineral rights apparently securely held. The property surrounds a privately held parcel, Searcher No. 2 Fraction, Lot 4742, containing 1.5 hectares. Lot 4742 is not part of the Vidette Property.

Table 1 summarizes pertinent claim data for the Vidette Property and Figure 2 shows the approximate location of the claim group. The legal corner posts for the Vidette No 1 and Vidette No 2 claims were located relative to the 1986 grid. The LCP for Vidette No 1 is at the origin of the grid (0+00W & 0+00N) and the LCP for Vidette No. 2 is at 0+50W on L24+00N. The writer recorded one years assessment work on the Vidette Property in January, 1987 to extend expiry dates by one year.

TABLE 1. PERTINENT CLAIM DATA FOR THE VIDETTE PROPERTY.

<u>NAME</u>	<u>RECORD #</u>	<u>LOT #</u>	<u>UNITS/HECTARES</u>
Searcher No.2	953	4755	1 / 19.02
Searcher No.3	864	4745	1 / 15.16
Searcher No.4	876	4756	1 / 14.5est.
Searcher No.5	949	4739	1 / 7.32
Searcher No.6	951	4743	1 / 13.72
Pioneer	863	4746	1 / 20.90
Monarch	952	4754	1 / 14.86
White Pass	950	4741	1 / 10.41
T. F. Fraction	865	4762	1 / 16.62
E. B. Fraction	954	4760	1 / 4.8est.
Searcher No. 1	-	4744	1 / 18.13
Searcher No. 1 Fraction	-	4740	1 / 6.98
Vidette No. 1	592	-	20 / 500.0
Vidette No. 2	1725	-	20 / 500.0

HISTORY

Mineral exploration in the Vidette Lake area began at least as early as 1926 with the location of the White Pass mineral claim. The crown granted claims and reverted crown grants that form part of the current Vidette Property were located in May and June of 1931. The key claims were optioned by Douglas B. Sterrett and Associates of Kamloops.

Initial exploration concentrated on the west side of Vidette Lake in the area of the Dexheimer Vein but discovery of the richer Tenford and Broken Ridge veins shifted interest to the east side of the lake. A total of 335 meters of underground workings was completed, a test mill was built and 517 tons milled with a yield of 0.79 ounces of gold per ton.

In May, 1933 Vidette Gold Mines Ltd. was incorporated to place the mine into production and the first concentrates were shipped to the Tacoma smelter in September 1933. From incorporation to May 1939, underground development included 199 meters of three compartment inclined shaft, 289 meters of winzes 4984 meters of drifts and cross cuts and 1478 meters of raises. Underground diamond drilling totaled 4741 meters. The Vidette Mine is reported to have produced 54,199 tons of ore yielding 29,869 ounces of gold, 46,573 ounces of silver, 96,619 pounds of copper and 356 pounds of lead. Mitchell (1973) stated that "... an estimated 12,000 tons of undeveloped ore remains in the mine which would represent approximately 7,300 ounces of gold. Evaluation of the potential ore reserves can only be made by careful inspection of the underground workings." The mine has been inactive since 1940 and is flooded to lake level.

The Savona Gold Mines Ltd. (Last Chance & Sylvanite claims) and Hamilton Creek Gold Mines Ltd. old workings are located about 760 meters northwest of the Vidette Mine. High grade sections of several veins are reported but the properties have no reported production (Stevenson, 1936).

Savona Gold Mines Ltd. developed three veins with three adits and several hundred feet of drifts and crosscuts between 1931 and 1936. The workings of Hamilton Creek Gold Mines Ltd. consisted of one adit with a few hundred feet of drifts and surface cuts on several narrow veins during the mid 1930's (Dawson, 1973; Stevenson, 1936).

Since the closure of the Vidette Mine in 1940, exploration of the area has been sporadic, concentrating on locating new surface exposures or veins and on finding faulted extensions of the Broken Hill and Tenford veins. The property has generally been held by more than one party with Tugold Resources Inc. consolidating the property in early 1984 and added the Vidette No. 2 claim in late March of 1984. An option on the property was acquired by Gurdev Johal in December 1985 and assigned to Booker Gold Explorations Ltd. in October of 1986. The property is presently a joint venture between Booker Gold and Tugold Resources.

Renewed efforts in the area of the Vidette Mine have been stimulated by recent gold discoveries on the Precisely Property at the head of Deadman River. Placer Development Ltd. has optioned the

property from Inter-Pacific Resources. The Northair Group, Noranda Mines, Cominco Ltd. and a number of junior mining companies are also reported to be active in the area.

1986 WORK PROGRAM

The 1986 field program was conducted for the joint venture by Peter Christopher & Associates Inc. between November 10, 1986 and December 10, 1986 (Christopher, 1987). DarC Holdings Ltd. of Kamloops, B.C. was sub-contracted to construct 30 kilometers of chained and picketed grid with lines spaced at 50 or 100 meters and stations at every 25 meters. Closer spaced line were used over areas with previously reported geochemical or geophysical anomalies. The baseline was cut at least a meter wide and cross lines were slashed to allow easy access for geophysical surveys. After completing grid construction, personnel of DarC Holdings Ltd. sub-contracted to collect VLF-EM and magnetic readings at each survey station.

A Scintrex MP2 Proton Magnetometer with the detector in the pack mount position was used for the magnetometer survey. Readings were looped to a base station in order to correct for diurnal variations. Contoured magnetic values were plotted (Christopher, 1987) with a summary of the anomalous areas shown on Figure 4. A Geonics EM16 with crystals for Cutler, Maine and Seattle, Washington transmission stations was used for the VLF-EM survey. Readings were collected at 25 meter intervals along the base line and all cross lines. Dip angle profiles were plotted (Christopher, 1987) and lines selective treated with the Fraser Filter Method to select anomalies plotted on Figure 4.

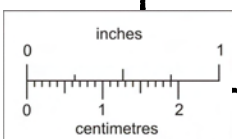
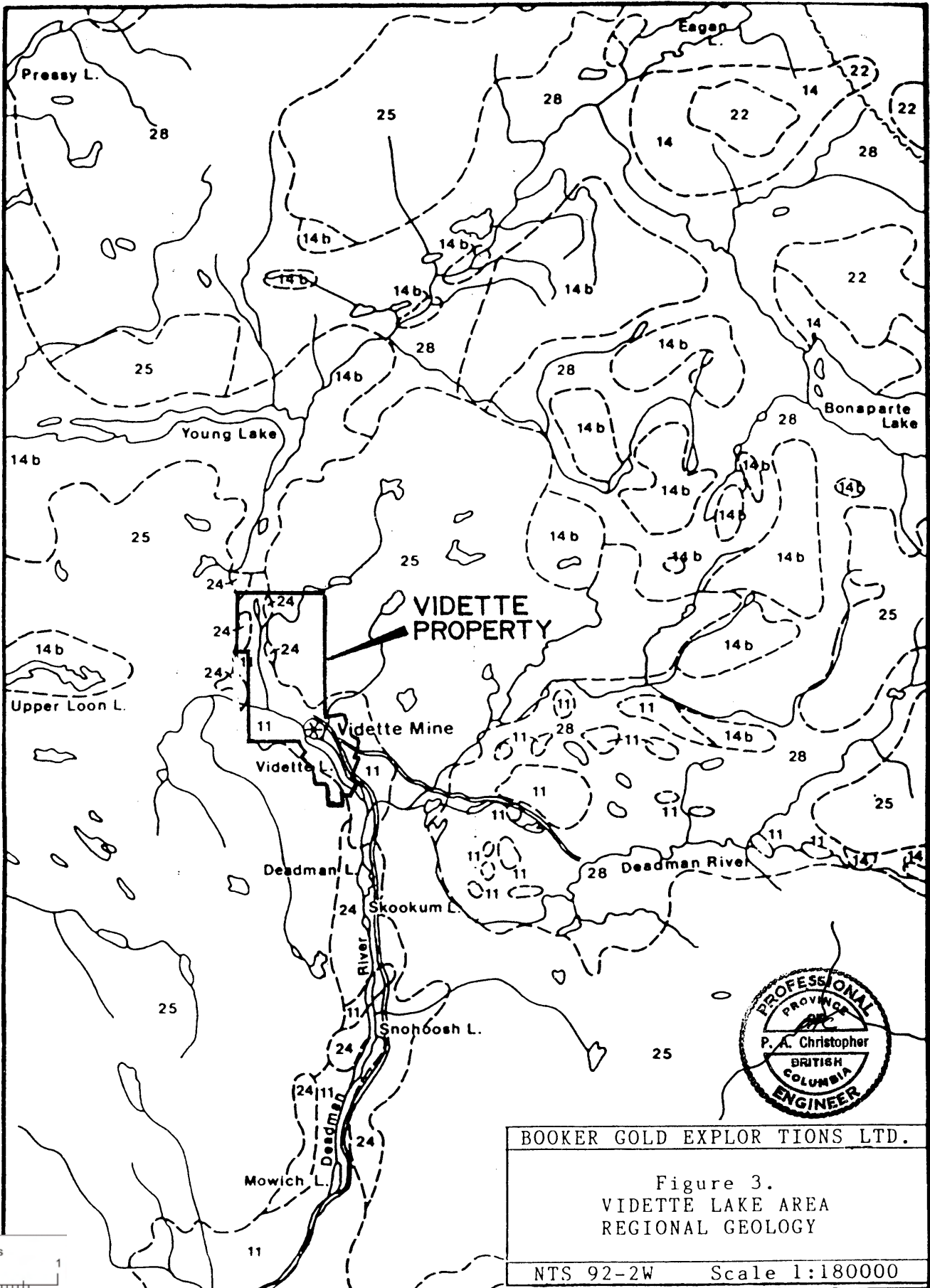
Field examinations of the Vidette Property were made by the writer on January 17th and November 25th, 1986. The \$ 22,473.25 cost of the 1986 field program does not include the cost of the January 17th, 1986 examination, the cost of an engineering report prepared for Booker Gold or the cost of this report.

REGIONAL GEOLOGY (Figure 3)

The regional geology in the area of the Vidette Property has been described by Campbell and Tipper (1971, G.S.C. Mem 363, Map 1278A). They show the plateau area around the Vidette Property to be underlain by an extensive sheet of Miocene or Pliocene plateau lavas which have locally been eroded to reveal windows of Triassic Nicola Group volcanics. They show the Nicola group as a possible roof pendant in the Triassic or Jurassic Thuya Batholith.

PROPERTY GEOLOGY

Nicola Group rocks are well exposed in the Hamilton Creek and Coal Creek valleys on the Vidette Property. Andesite and greenstone of the Nicola Group has been intruded by numerous granitic plugs probably related to the Triassic or Jurassic Thuya Batholith. In the workings of the Hamilton Creek and Savona Mines felsite and feldspar porphyry dykes have been reported. A prominent north-northwest valley which extends into Vidette Lake suggests a major fault or shear zone. Highly fractured rocks along the valley and the faulted nature of the veins in the Vidette Mine support this idea.

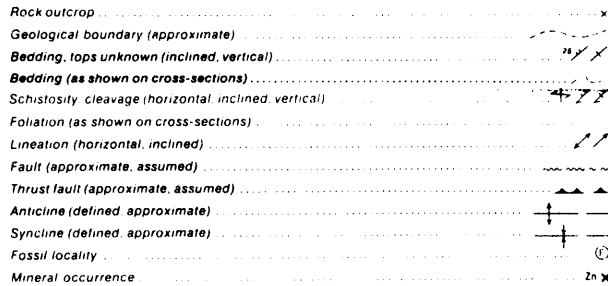
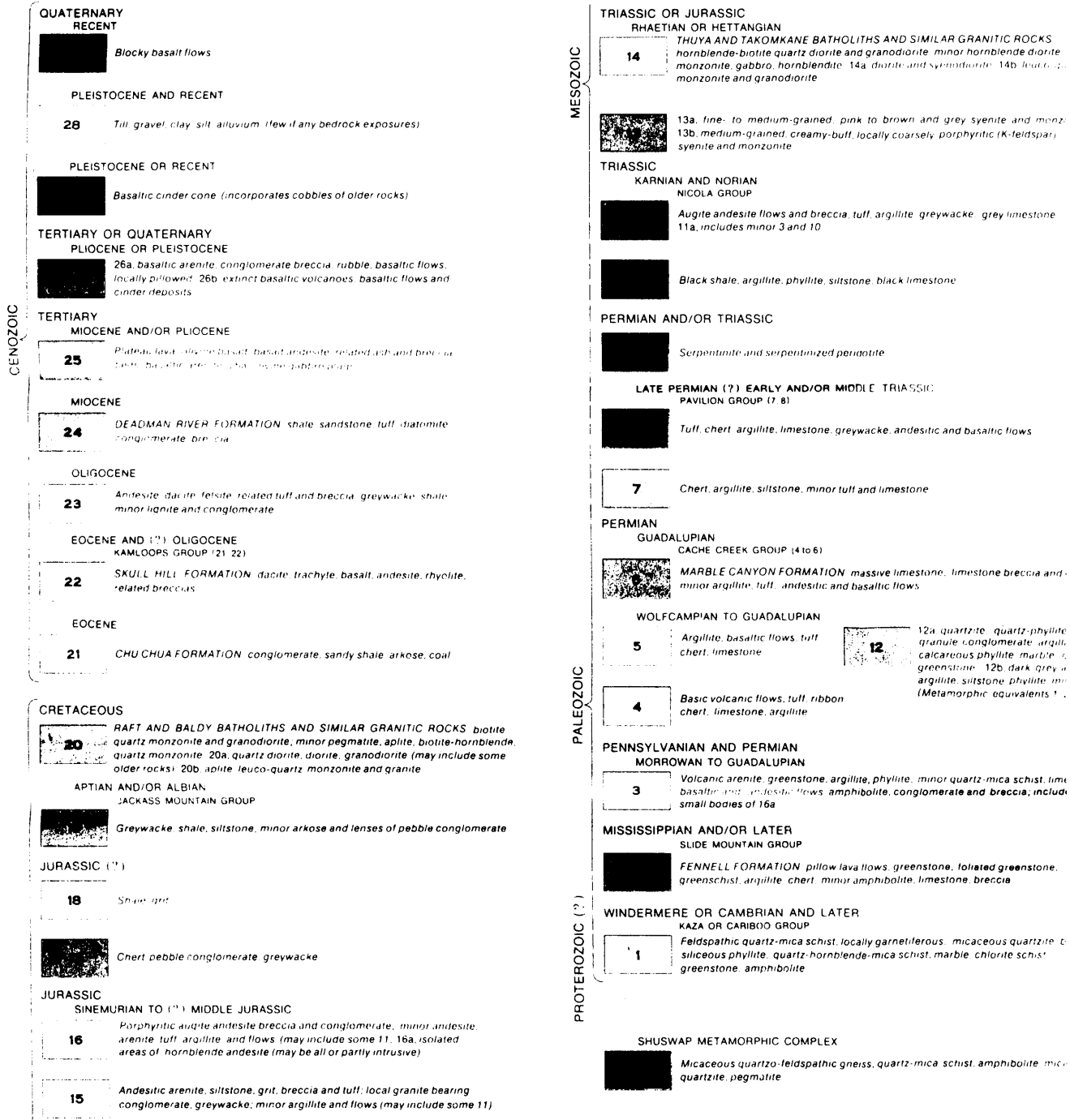


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BOOKER GOLD EXPLORATIONS LTD.
 Figure 3.
 VIDETTE LAKE AREA
 REGIONAL GEOLOGY
 NTS 92-2W Scale 1:180000



LEGEND



MINERALS

Coal	Coal	Molybdenite	mo
Copper	Cu	Silver	Ag
Diatomite	diat	Volcanic ash	ash
Gold	Au	Zinc	Zn
Lead	Pb		

Murphy (1984) mapped the grid area south from about 12N with basically three units. He separated Nicola Group volcanics into massive or agglomeritic and augite andesite porphyry, and mapped granitic rocks as porphyritic quartz monzonite and related porphyritic dykes.

A number of fault structures have been mapped and compiled by Murphy in the southern part of the grid area. He divided faults into two main groupings: "System 1 faults strike northwest sub parallel to the vein systems, but dip southwest at 70° , opposite to the flatter, northeast dipping veins. Movement has been described as rotational with measured displacements up to 20m." and "System 2 faults strike N-80-W to east-west, and dip north at 45 to 80° . One such structure has a reported displacement (sense not reported) of 67m. The Yard Creek fault is a System 2 structure so the interpreted offset of 75m compares closely with measured displacement on a similar structure as noted above." The 'Big Fault' which offset the Broken Hill vein is a system 1 fault as is the Hamilton Creek. VLF-EM anomaly patterns detected during this study reflect the direction of the main fault systems.

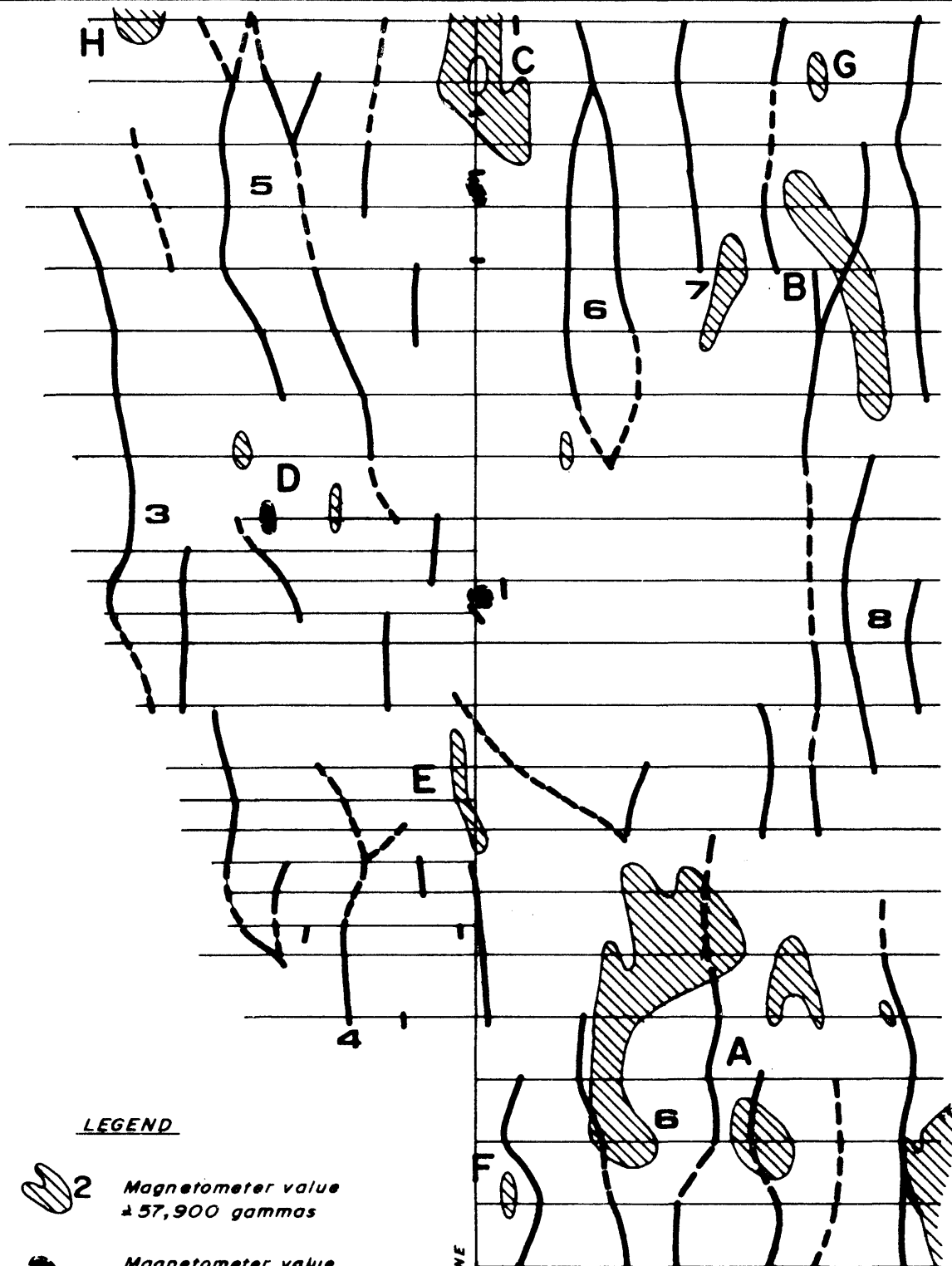
MINERALIZATION

Gold and silver mineralization occurs in quartz veins (Figure 5) which are hosted by the Nicola Group volcanic rocks. In general the veins are parallel to the northwest structure and they also occur in greater density near the Hamilton Creek Fault zone. On average the veins are about 30cm wide, locally up to 1m wide, dipping steeply to the northeast. In some cases the veins are offset by northeast trending normal faults. Sulphide minerals include pyrite with lesser chalcopyrite, a few tellurides, and traces of galena, tetrahedrite, and specularite. Gold occurs as the native metal or in the tellurides but the grade usually improves with increased chalcopyrite content. Although the veins are narrow grades such as 3.63 oz/ton Au over a seven foot length, 11.8 inches wide, have been reported (Dawson, 1973; Stevenson, 1936).

Recent exploration has demonstrated regional potential in the area for both high grade gold quartz veins and epithermal precious metal deposits associated with structures cutting Nicola volcanics. A number of exploration projects were undertaken because of similarity to the Vidette Property setting with the Vidette Property considered by the writer to contain the best situated ground for exploring a favourable geological setting.

GEOPHYSICAL SURVEY (Figure 4)

The 1986 field program extended VLF-EM and magnetic surveys described by Murphy (1984) to the north. VLF-EM and Magnetic readings were collected at about 1200 stations with readings at 25 meter intervals along slope corrected lines. The 1986 grid was constructed to be compatible with the 1984 survey grid but winter conditions and overgrown lines prevented exact duplication.



29°00N

24°00N

19°00N

14°00N

9°00N

BASELINE
7°50W



LEGEND

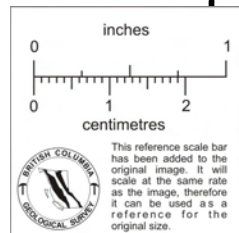
2 Magnetometer value ±57,900 gammas

Magnetometer value ±57,000 gammas

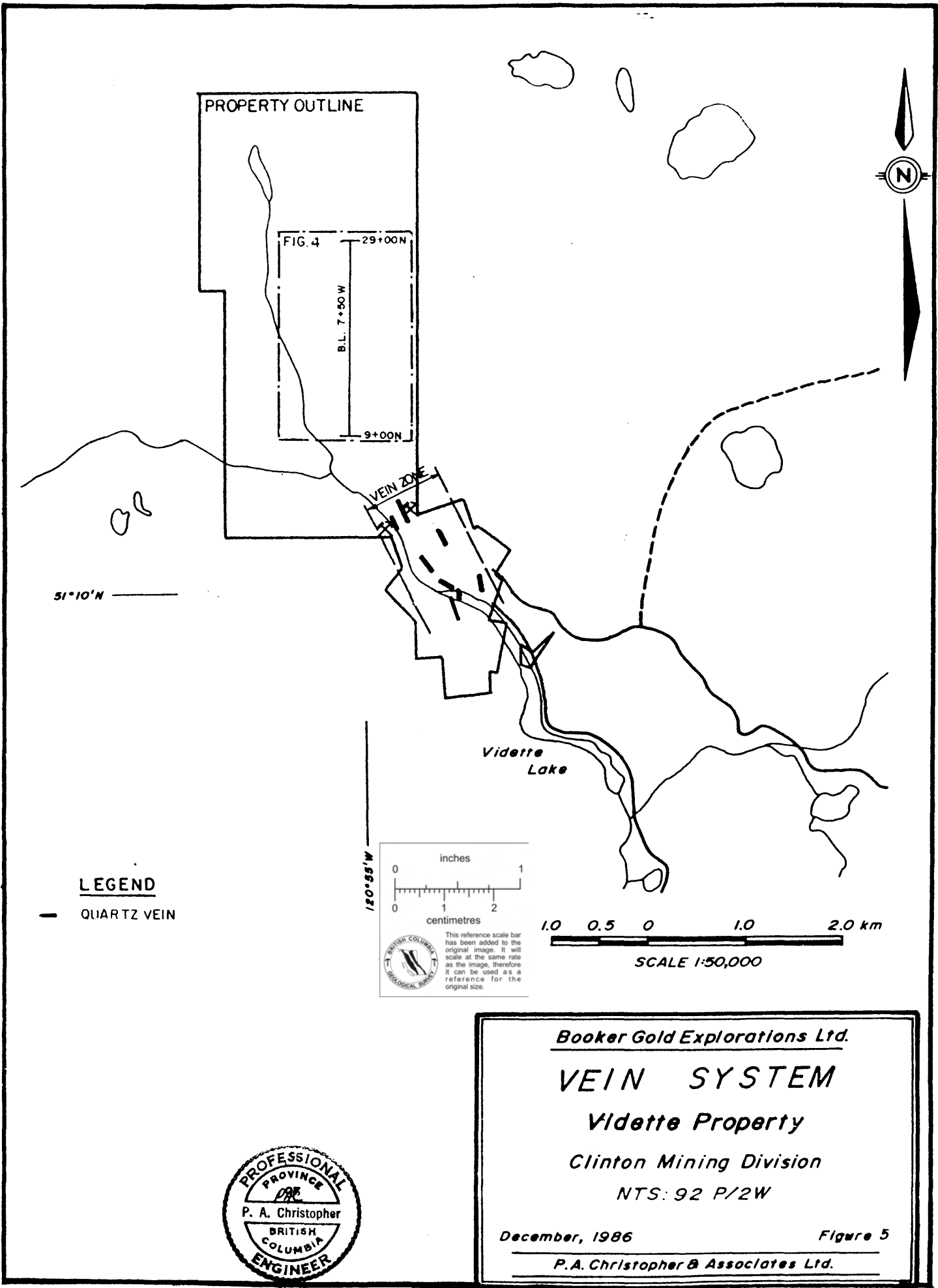
VLF-EM anomaly - strong conductor

VLF-EM anomaly - correlation or continuity uncertain

A Magnetic zone



Booker Gold Explorations Ltd.
GENERALIZED VLF-EM
& MAGNETOMETER ANOMALIES
Vidette Property
Clinton Mining Division
NTS: 92 P/2W
 December, 1986 Figure 4
P.A. Christopher & Associates Ltd.



PROPERTY OUTLINE

FIG. 4

29+00N

B.L. 7+50W

9+00N

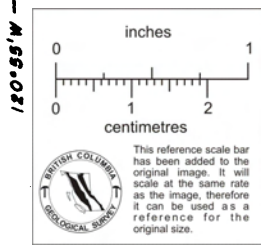
VEIN ZONE

51°10'N

Vidette Lake

LEGEND

— QUARTZ VEIN



SCALE 1:50,000



Booker Gold Explorations Ltd.
VEIN SYSTEM
Vidette Property
Clinton Mining Division
 NTS: 92 P/2W
 December, 1986 Figure 5
 P.A. Christopher & Associates Ltd.

VLF-EM SURVEY

The VLF-EM survey employed a Geonics EM-16 with transmitters at Seattle, Washington (NLK) and Cutler, Maine (NAA). In order to aid with anomaly selection and interpretation, dip angle profiles were plotted (Christopher, 1987) and selected lines were treated by the Fraser Filter method (Fraser, 1969). VLF-EM anomalies were plotted on the anomaly compilation map (Figure 4).

VLF-EM anomalous zones are labeled 3 through 8 to avoid confusion with anomalous zones 1 and 2 labeled by Murphy (1984). The anomaly pattern appears to follow the System 1 and System 2 fault directions with line orientated to detect the northwest structures which are known to host auriferous veins (Figure 5). Readings collected along baseline 7+50W indicate that a set of east-west conductors may be detectable using north-south survey line. Anomaly 4 appears to be on strike with Murphy's anomaly 2 and anomaly 5 sub-parallel a strong northerly trending depression with a number of old workings along the trend.

The VLF-EM survey has detected five anomalous zone which are along strike from mineralized vein systems at the old Vidette, Hamilton Creek and Savona mine sites. Geological and geochemical follow-up is required to establish priority targets for physical testing of these anomalies.

MAGNETOMETER SURVEY

A Scintrex MP-2 proton magnetometer with the sensor in the back pack position was used for the magnetic survey. A base station was established adjacent to the main access road at 14+50N and 6+00W and check several times during the day. Instrument readings were corrected for diurnal variations and corrected readings less 56,000 gammas plotted and contoured using a 300 gamma contour interval (Christopher, 1987).

The highest reading detected was 58,238 gammas at 1+25W on line 25N and forms part of a NNW trending magnetic high extending from L23N to L26N. The lowest value detected was 56,767 at BL26+25N and represented one of three isolated values below 57,000 gammas. A magnetic relief of 1471 gammas was detected for the grid area. A total of 15 magnetic highs (>57,900 gammas) from five areas (A to E), three isolated magnetic highs (F to H) and three isolated magnetic lows (<57,000 gammas) are plotted on Figure 4. Geological evaluation is required to determine if magnetic anomalies can be used as a guide to precious metal mineralization.

CONCLUSIONS AND RECOMMENDATIONS

The 1986 field program conducted by Booker Gold Explorations Ltd. on the Vidette Property has been successful in defining six anomalous VLF-EM trends, five magnetic high zones and three isolated magnetic lows. Two of the conductors are extensions of previously detected anomalies with old workings associated with anomalous zone 5. As soon as snow conditions permit, prospecting and geological mapping of the anomalous zones should be conducted to establish priority targets for trenching and percussion drill tests.

A recommended, Stage I program of prospecting and geological mapping, trenching and 1,000 meter percussion drill test is estimated to cost \$ 70,000. A Contingent, Stage II, 600 meter diamond drill test is estimated to cost \$ 75,000 and contingent on the initial stages, a Stage III, 1,000 meter diamond drill test is estimated to cost \$ 120,000.

COST ESTIMATES

STAGE I. GEOLOGICAL EVALUATION, TRENCHING, PERCUSSION DRILLING

<u>Personnel</u>		
Geologist	20 days @ \$250 ea.	\$ 5,000
Prospector	6 days @ \$150 ea.	900
Assistant	20 days @ \$100 ea.	2,000
Engineering	4 days @ \$350 ea.	1,400
<u>Mobilization/Demob.</u>		2,000
<u>Trenching & Road Building</u>		5,000
<u>Reclamation</u>		2,000
<u>Percussion Drilling</u>	1000 m. @ \$35 ea. all incl.	35,000
<u>Geochemical Cost</u>		2,500
<u>Vehicle Rentals</u>	30 days @ \$80ea.	2,400
<u>Transportation & Shipping</u>		500
<u>Telephone Charges</u>		100
<u>Expendables</u>		400
<u>Report Preparation</u>		
Drafting		500
Writing & Consulting		3,500
Word Processing, Binding, Printing, Office		400
<u>Contingency</u>	10%	<u>6,400</u>
	Stage I Total	<u>\$ 70,000</u>

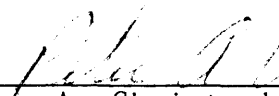
STAGE II. DIAMOND DRILLING (Contingent)

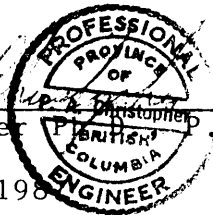
<u>Management, Field Supervision & Engineering</u>		\$ 10,000
<u>Site Preparation & Reclamation</u>		4,000
<u>Diamond Drilling</u>	600 m. @ \$75 ea. all incl.	45,000
<u>Geochemical Costs</u>		2,000
<u>Transportation, Shipping, Communication</u>		3,000
<u>Report Preparation</u>		4,000
<u>Contingency</u>	10%	<u>7,000</u>
	Stage II Total	<u>\$ 75,000</u>

STAGE III. DIAMOND DRILLING (Contingent)

<u>Management, Field Supervision & Engineering</u>	\$ 15,000
<u>Room & Board</u>	3,000
<u>Site Preparation & Reclamation</u>	5,000
<u>Diamond Drilling</u> 1000 m. @ \$70 ea. all incl.	70,000
<u>Geochemical Costs</u>	3,000
<u>Transportation, Shipping, Communication</u>	4,000
<u>Report Preparation</u>	5,000
<u>Contingency</u> 15%	<u>15,000</u>

Stage III Total \$ 120,000


Peter A. Christopher, Eng.
January 7, 1986
Revised August 8, 1986



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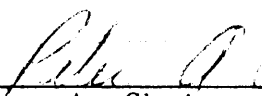
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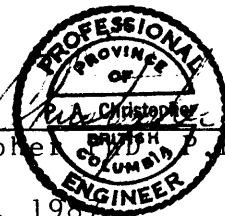
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CERTIFICATE

I, Peter A. Christopher, with business address at 3707 West 34th Avenue, Vancouver, British Columbia, do hereby certify that:

- 1) I am a consulting geological engineer registered with the Association of Professional Engineers of British Columbia since 1976.
- 2) I am a Fellow of the Geological Association of Canada and a member of the Society of Economic Geologists.
- 3) I hold a B.Sc. (1966) from the State University of New York at Fredonia, a M.A. (1968) from Dartmouth College and a Ph.D. (1973) from the University of British Columbia.
- 4) I have been practising my profession as a Geologist for over 20 years.
- 5) I have no direct or indirect interest, nor do I expect to receive any interest directly or indirectly in the property or securities of Booker Gold Explorations Ltd.
- 6) I have based this report on previous exploration experience in the Nicola Group and Kamloops Lake Area, a review of government and company reports listed in the bibliography, field examination conducted by me on January 17th and November 25th, 1986 and the 1986 Vidette Property exploration program conducted under my supervision.
- 7) I consent to the use of this report by for any Filing Statement, Statement of Material Facts, or support document issued by Booker Gold Explorations Ltd.


Peter A. Christopher, Eng.
January 7, 1987
Revised August 8, 1987



Peter Christopher & Associates Inc.
GEOLOGICAL & EXPLORATION SERVICES
3707 West 34th Ave., Vancouver, B.C. V6N 2K9

Office/Res: 263-6152

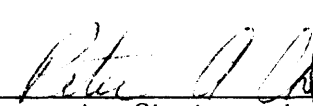
August 8, 1987

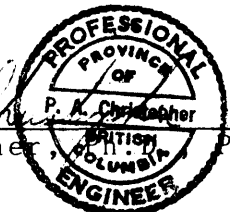
BOOKER GOLD EXPLORATIONS LTD.
710-475 Howe Street
Vancouver, B.C. V6C 2B3

Dear Sirs:

I, Peter A. Christopher, Ph.D., P.Eng., hereby consent to the use of my report dated January 7, 1987, revised August 8, 1987 on the Vidette Property, in any Filing Statement, Statement of Material Facts, Prospects or for obtaining private financing.

Dated at Vancouver, British Columbia, this 8th day of August, 1987.


Peter A. Christopher, P.Eng.



The seal is circular with the text "PROFESSIONAL ENGINEER" around the perimeter and "PROVINCE OF BRITISH COLUMBIA" in the center. The name "P. A. Christopher" is stamped across the seal.

CERTIFICATE

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 the Securities Act and its regulations.

BRINK, HUDSON & LEFEVER LTD.

Per: 

YORKTON SECURITIES INC.

Per: 

DATED this 30th day of September, A.D. 1987.