

019245

Treaty Creek Prop.  
104B/9E

DL

#A59/90

EFFECTIVE DATE: 20TH JULY 1990

MINISTRY OF ENERGY, MINES  
and PETROLEUM RESOURCES  
Rec'd AUG 10 1990  
SMITHERS, B.C.

TANTALUS RESOURCES LTD.  
(the "Issuer")

104B 078, 280?

AMENDMENT NO. 1

TO

STATEMENT OF MATERIAL FACTS

DATED 25TH JUNE 1990

HAVING AN EFFECTIVE DATE OF 4TH JULY 1990

The Statement of Material Facts of the Issuer dated 25th June 1990 (the "Statement") and having an Effective Date of 4th July 1990, is hereby amended as follows:

COVER PAGE

The Cover Page of the Statement is amended to disclose the following:

- (a) The Offering will consist of 1,200,000 Units of the Issuer.
- (b) The Offering may be increased by up to 180,000 Units (15% of Offering) to meet oversubscriptions.
- (c) Each Unit consists of One Common Share and Two Series "A" Warrants, two such Warrants entitling the holder thereof who exercises such warrants to purchase one additional common share of the Issuer at the Offering Price, at any time up to the close of business within one year following the Offering Day.

	Offering Price (estimated)*	Commission	Estimated Net Proceeds to be Received by the Issuer
Per Unit	\$1.25	\$0.09375	\$1.15625
Total (1,200,000 Units)	\$1,500,000	\$112,500	\$1,387,500

\* To be calculated in accordance with the Rules of the Vancouver Stock Exchange.

**A D D I T I O N A L   O F F E R I N G**

The Agents have agreed to purchase (the "Guarantee") any of the Units offered hereby which are unsubscribed for on the Offering Day and, as consideration for the Guarantee, has been granted Agents' Warrants (see "Consideration to Agents"). Any Units acquired by the Agents 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.

(720)

Aug. 7/90

**PLAN OF DISTRIBUTION**

The disclosure under the heading "Plan of Distribution" is hereby amended by deleting same in its entirety and substituting therefor the following:

**1. PLAN OF DISTRIBUTION**

**A. THE OFFERING**

By Agreement dated for reference 6th July 1990 (the "Agency Agreement"), **Tantalus Resources Ltd.** (the "Issuer") appointed the following as its agents (the "Agents") to offer through the facilities of the Vancouver Stock Exchange (the "Exchange") 1,200,000 Units of the Issuer at a fixed price in the amounts set opposite their respective names (the "Offering"):

<u>Agents</u>	<u>Number of Units</u>
L.O.M. Western Securities Ltd.	1,000,000
McDermid St. Lawrence Limited	200,000

The Offering will take place on the "Offering Day", determined by the Issuer and the Agents with the consent of the Exchange, which will be not more than one hundred eighty (180) calendar days after the date this Statement of Material Facts is accepted for filing by the Exchange and the Superintendent of Brokers (the "Effective Date").

The offering price of the Units (the "Offering Price") will be determined in accordance with the rules of the Exchange, at a premium over the average trading price of the Issuer's shares as determined by the Exchange, subject to the agreement of the Issuer and the Agents.

The Agents may overallot units of the Issuer to cover oversubscriptions up to an amount equal to the lesser of the number oversubscribed or 15% of the Offering and, in such case, has an option for 60 days from the Offering Day to acquire units from the Issuer at the Offering Price (the "Greenshoe Option"). Alternatively, the Agents may cover by making purchases of units in the market through the facilities of the Exchange. The number of units subject to the Greenshoe Option will be determined on the Offering Day. The Issuer has the right to terminate the Greenshoe Option at any time prior to 12:00 noon on the day prior to the Offering Day.

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

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

The Issuer has agreed to notify the Agents of any further public equity financing that it may require or propose to obtain during the twelve month period following the Effective Date of this Amendment and the Agents shall have the right of first refusal to provide such financing.

**MATERIAL NATURAL RESOURCE PROPERTIES**

The disclosure under the heading "Risk Factors" is hereby amended by deleting the word "Shares" and substituting therefor the word "Units".

**ENGINEERING REPORT**

The Report of Orequest Consultants Ltd. dated January 10, 1990 attached to the Statement is amended by deleting the "Table of Contents" page, pages 4 and 28, and maps numbered 5, 6, 7 and 9 and replacing them with the pages and maps attached hereto, and by adding page 29 attached hereto.

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<b>J. Chapman, F.G.A.C.</b>	
<b>W. Raven, F.G.A.C.</b>	
<b>A. Walus, Geologist</b>	
<b>Bibliography</b>	

TABLE I - CLAIM STATUS

Claim Name	No. of Units	Record No.	Date of Record	Anniversary * Date
Treaty	12	2006	Jan. 9, 1980	Jan. 9/93
TR 1	18	4957	Sept. 30, 1985	Sept. 30/93
TR 2	18	4958	Sept. 30, 1985	Sept. 30/93
TR 3	15	4959	Sept. 30, 1985	Sept. 30/93
TR 4	18	4960	Sept. 30, 1985	Sept. 30/93
TR 5	20	4961	Sept. 30, 1985	Sept. 30/95
TR 6	15	4962	Sept. 30, 1985	Sept. 30/93
TR 7	20	4963	Sept. 30, 1985	Sept. 30/93
TR 8	8	4964	Sept. 30, 1985	Sept. 30/95
TR 9	20	4965	Sept. 30, 1985	Sept. 30/93
TR 10	15	4966	Sept. 30, 1985	Sept. 30/93
TR 11	6	4967	Sept. 30, 1985	Sept. 30/93
TR 12	9	4968	Sept. 30, 1985	Sept. 30/93
TR 13	8	7770	Aug. 6, 1989	Aug. 6/90
TR 14	8	7771	Aug. 6, 1989	Aug. 6/93
GR1	10	7248	Feb. 10, 1989	Feb. 10/93
GR2	14	7249	Feb. 10, 1989	Feb. 10/93
BR1	3	7214	Feb. 10, 1989	Feb. 10/95
BR2	3	7215	Feb. 10, 1989	Feb. 10/95
DR 1	4	7220	Feb. 10, 1989	Feb. 10/93
DR 2	5	7221	Feb. 10, 1989	Feb. 10/93
VR1	20	6191	May 25, 1987	May 25/94
VR2	20	6192	May 25, 1987	May 25/94
VR5	16	6195	May 25, 1987	May 25/93
Tarn 1	20	7504	April 7, 1989	April 7/93
Tarn 2	20	7505	April 7, 1989	April 7/93
Tarn 3	20	7506	April 7, 1989	April 7/93
Tarn 4	20	7507	April 7, 1989	April 7/90

\* Dates based on acceptance of current assessment filing.

#### REGIONAL GEOLOGY AND MINERALIZATION

The property lies within the Intermontane Tectono-Stratigraphic Belt - one of five parallel, northwest-southeast trending belts which comprise the Canadian Cordillera (Figure 3). The claims cover the contact between the Stikine Terrane, which makes up most of the western half of the Intermontane Belt, and the unmetamorphosed sediments of the Bowser Basin.

anomalous gold include 649 ppb gold over 41.3 m in TA-89-5 and 613 ppb gold over 40.5 m in the corresponding interval in TA-89-6. The alteration zone sampled on surface lies within this broad mineralized horizon. The lower mineralized horizon forms a relatively flat lying, 10°-20°, zone predominantly within the diorite at its upper contact with the intercalated unit. Grades of 655 ppb and 630 ppb gold were received over 28.5 m and 22.78 m intervals in holes TA-89-5 and 6 respectively. In the diorite the mineralization appears to be related to the degree of sericitization and silicification.

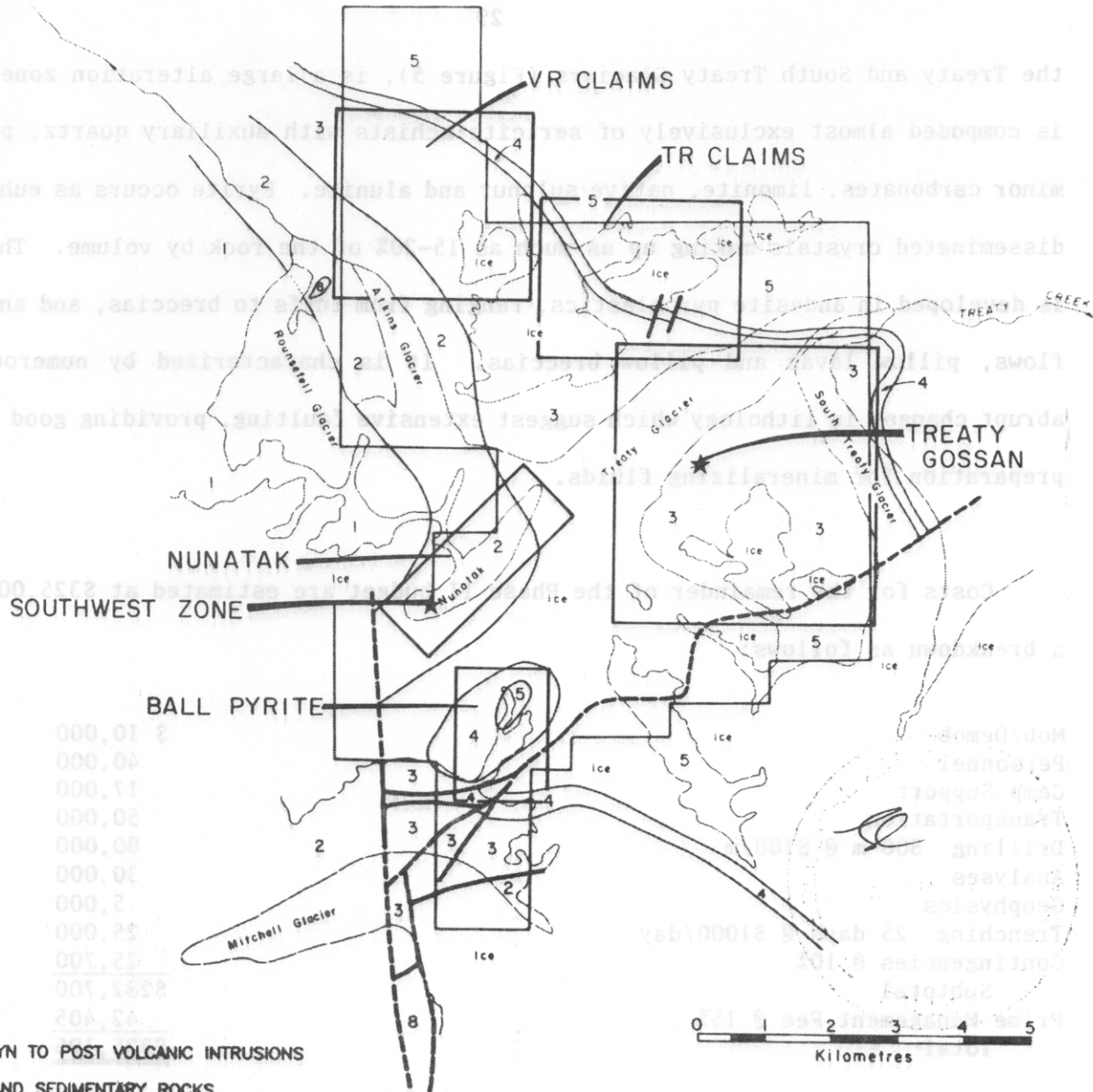
Although ore grade intersections are scarce within the areas drilled there are extensive zones of highly anomalous gold values as noted previously. These are indicative of a large and widespread mineralizing event, as outlined on surface by the nunatak scale alteration zone. The spectacular gold values obtained from the Konkin Gold Pit indicate that, locally at least, conditions are conducive to the formation of economic grades. Additional drilling will be required to further define the controls on the mineralizing event and the depositional characteristics of the host rocks as well as expanding the strike length and down dip extension of both the Konkin and Goat Trail Zones. In addition the projected zone of intersection of the two mineralized horizons in the Goat Trail area should be evaluated by drilling.

Additional drilling is required to adequately test the extensive mineralized alteration zone partially outlined on the nunatak. In addition further surface work is necessary to define the source and distribution of gold mineralization on the Treaty Gossan. This feature, situated on the east side of the property between

the Treaty and South Treaty Glaciers (Figure 5), is a large alteration zone which is composed almost exclusively of sericite schists with auxiliary quartz, pyrite, minor carbonates, limonite, native sulphur and alunite. Pyrite occurs as euhedral, disseminated crystals making up as much as 15-20% of the rock by volume. The zone is developed in andesite pyroclastics, ranging from tuffs to breccias, and andesite flows, pillow lavas and pillow breccias. It is characterized by numerous and abrupt changes in lithology which suggest extensive faulting, providing good ground preparation for mineralizing fluids.

Costs for the remainder of the Phase II budget are estimated at \$325,000 with a breakdown as follows:

Mob/Demob	\$ 10,000
Personnel	40,000
Camp Support	17,000
Transportation	50,000
Drilling 800 m @ \$100/m	80,000
Analyses	30,000
Geophysics	5,000
Trenching 25 days @ \$1000/day	25,000
Contingencies @ 10%	25,700
Subtotal	<u>\$282,700</u>
Prime Management Fee @ 15%	42,405
Total	<u><u>\$325,105</u></u>



**LEGEND:**

**JURASSIC**

8 SYN TO POST VOLCANIC INTRUSIONS

**VOLCANIC AND SEDIMENTARY ROCKS  
TRIASSIC TO JURASSIC**

**MIDDLE JURASSIC: SPATSIZI GROUP**

5 SILTSTONE SEQUENCE  
Salmon River Formation - sandstone, siltstone

**LOWER JURASSIC: HAZELTON GROUP**

4 FELSIC VOLCANIC SEQUENCE  
Mount Dilworth Formation - rhyolite to dacitic volcanics

3 PYROCLASTIC - EPICLASTIC SEQUENCE  
Betty Creek Formation - pyroclastic volcanics and sediments

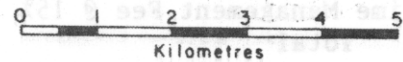
2 ANDESITE SEQUENCE  
Upper Unuk River Formation - andesite sequence

1 LOWER SEDIMENTARY SEQUENCE  
(Lower Unuk River Formation) - clastic sediments

**SYMBOLS**

— GEOLOGIC CONTACT - approximate

- - - FAULT (defined, inferred)



**OREQUEST**



**TANTALUS RESOURCES LTD.**

**Figure 5**

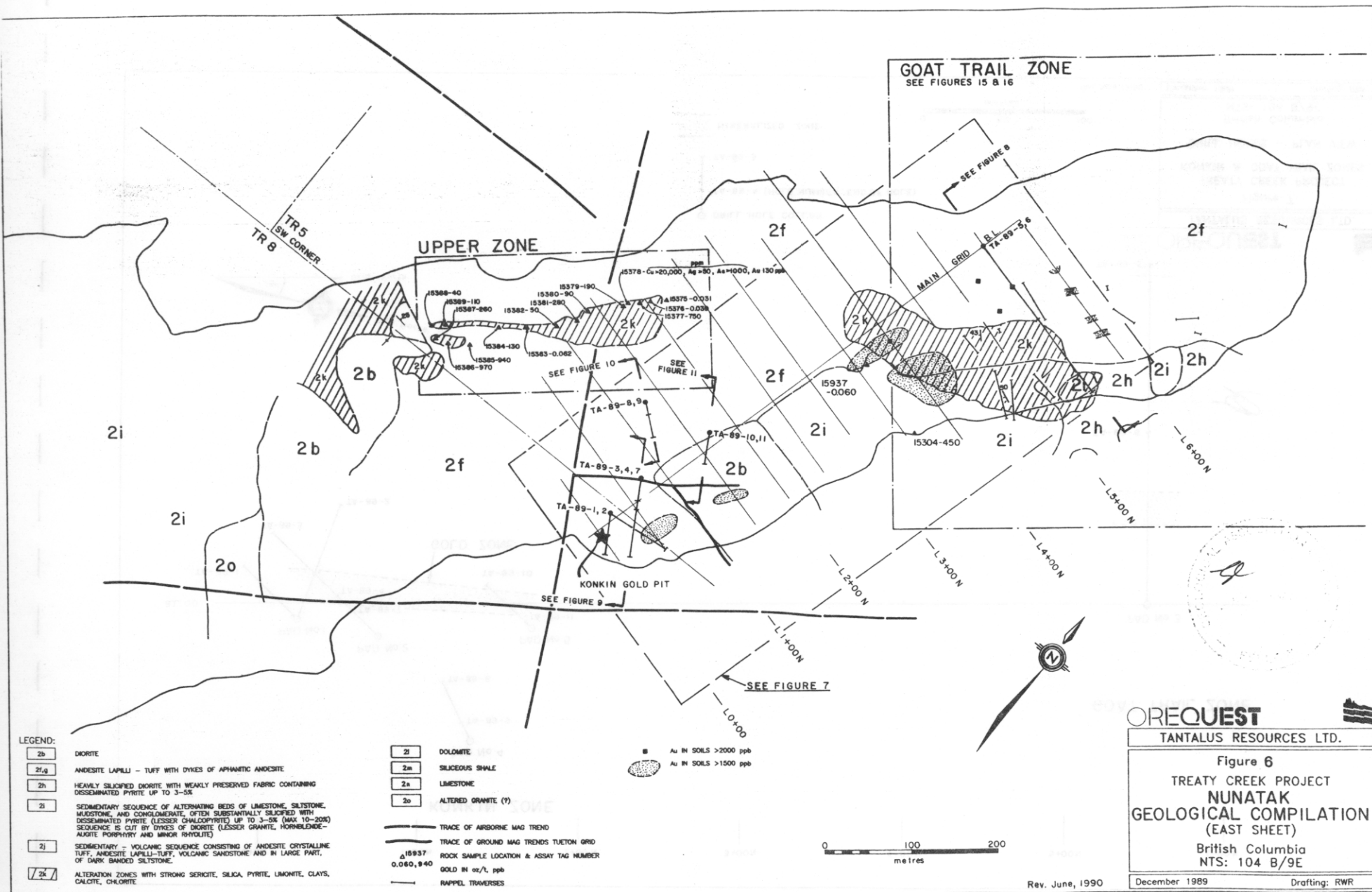
**TREATY CREEK PROJECT  
PROPERTY GEOLOGY  
AND INDEX MAP**

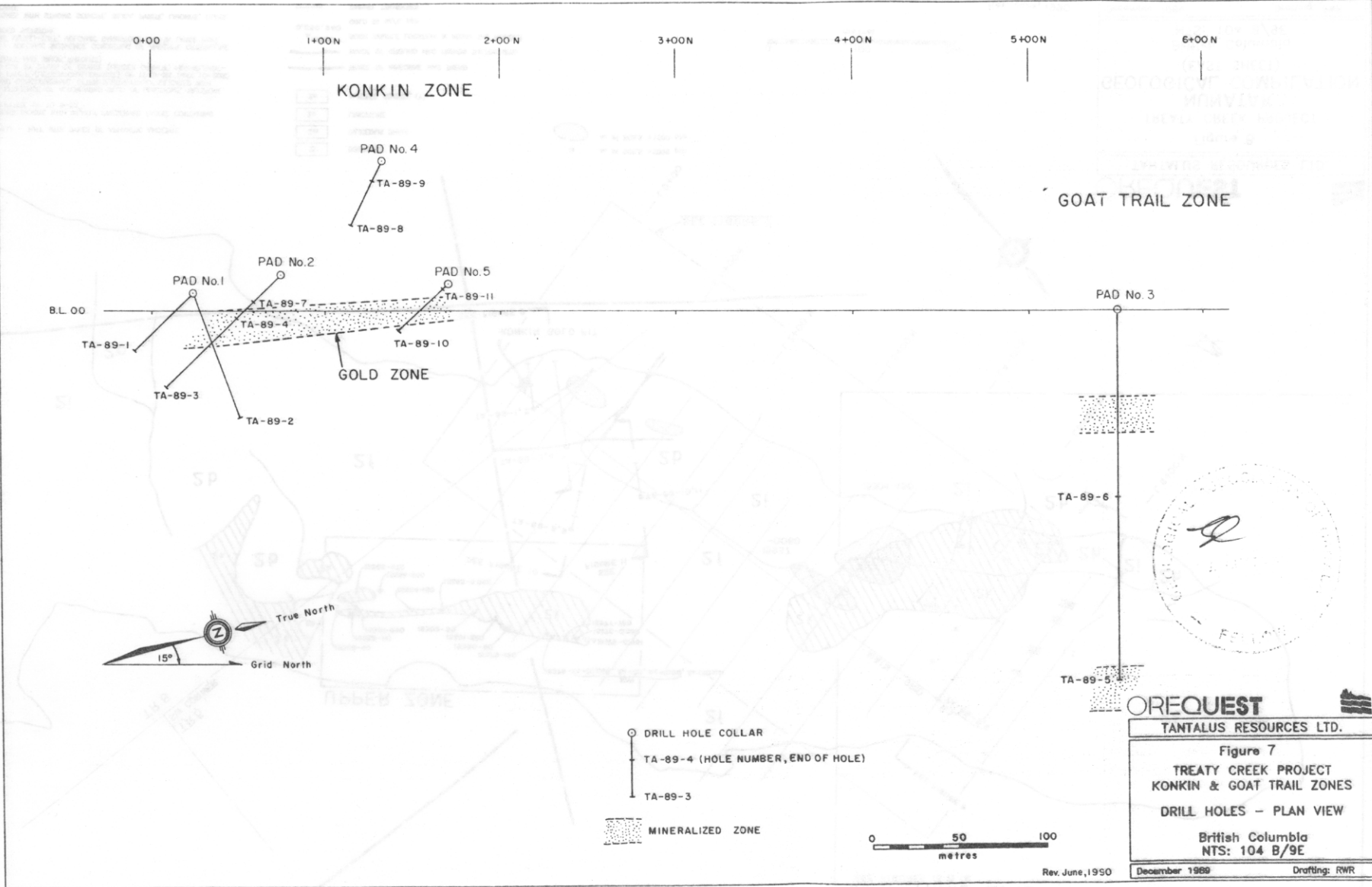
British Columbia  
NTS: 104 B/9E

December 1989

Drafting: RWR







BRITISH COLUMBIA  
 GEOLOGICAL COMMISSION  
 MINING  
 (REGULATED BY THE  
 MINING ACT)  
 LICENSE NO. 104 B/9E  
 TANTALUS RESOURCES LTD.



**OREQUEST**

TANTALUS RESOURCES LTD.

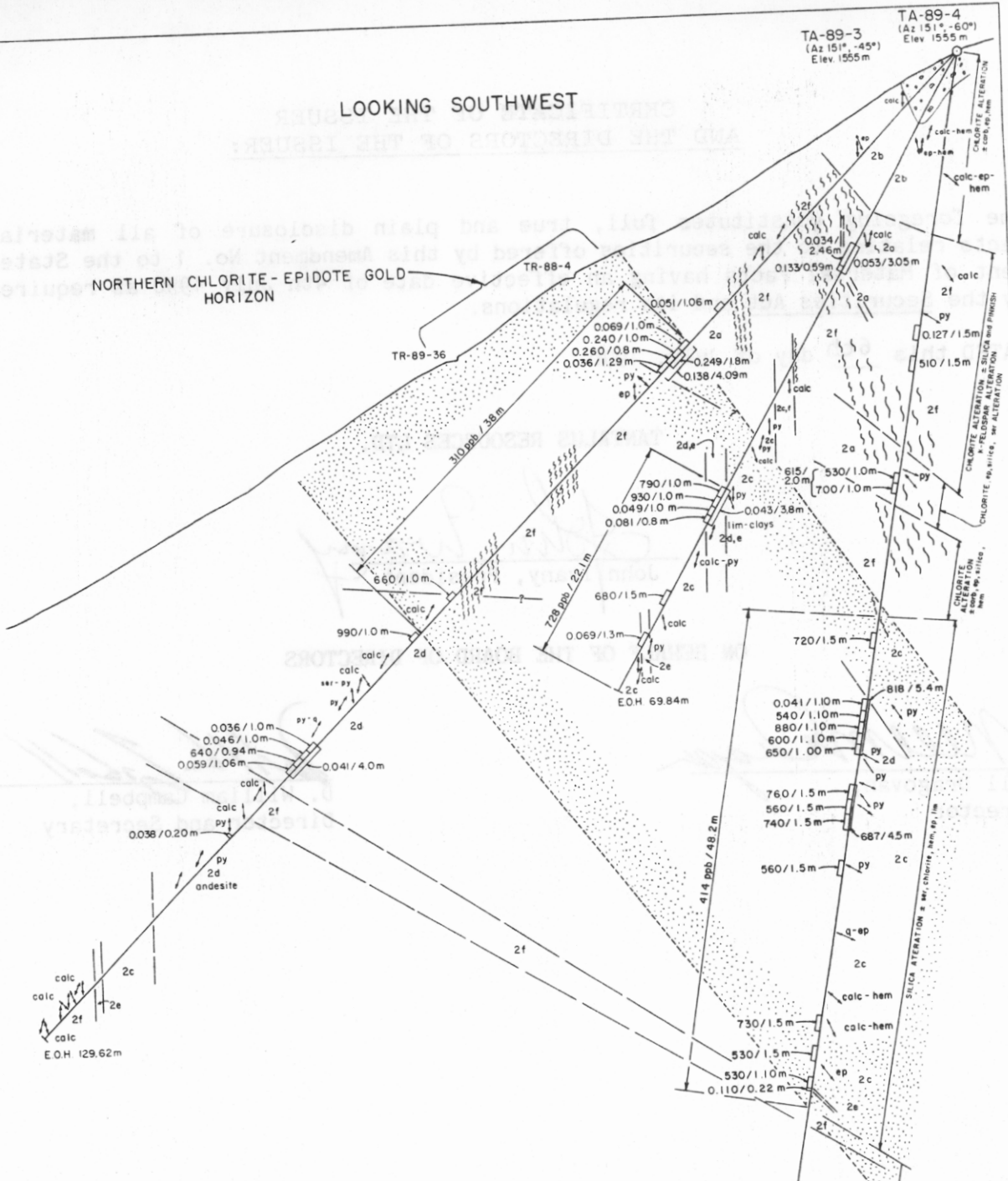
Figure 7  
 TREATY CREEK PROJECT  
 KONKIN & GOAT TRAIL ZONES  
 DRILL HOLES - PLAN VIEW

British Columbia  
 NTS: 104 B/9E

Rev. June, 1950      December 1989      Drafting: RWR

LOOKING SOUTHWEST

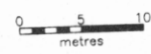
NORTHERN CHLORITE-EPIDOTE GOLD HORIZON



- LEGEND:
- 2a CHLORITE-EPIDOTE-GOLD HORIZON
  - 2b DIORITE
  - 2c DACITE - tr - 5% py
  - 2d DACITE - 5 - 20% py
  - 2e DACITE >20% py
  - 2f ANDESITE LAPILLI-CRYSTAL TUFF - tr - 5% py
  - 2g ANDESITE LAPILLI-CRYSTAL TUFF >5% py

- SYMBOLS
- VEIN
  - ~ FAULT
  - LITHOLOGIC CONTACT
  - 990/0.5m GOLD ASSAY (ppb) over INTERVAL (metres)
  - 0.067/0.8m GOLD ASSAY (oz/t) over INTERVAL (metres)
  - OVERBURDEN

- ABBREVIATIONS
- q QUARTZ
  - feld FELDSPAR
  - calc CALCITE
  - carb CARBONATE
  - ep EPIDOTE
  - hem HEMATITE
  - lim LIMONITE
  - ser SERICITE
  - cpy CHALCOPYRITE
  - py PYRITE
- LOW GRADE GOLD ZONE



NOTE ONLY GOLD VALUES OF ≥ 500 ppb ARE PLOTTED

**OREQUEST**  
TANTALUS RESOURCES LTD.

Figure 9  
TREATY CREEK PROJECT  
KONKIN ZONE  
DRILL SECTION TA-89-3,4 & 7  
British Columbia  
NTS: 104 B/9E

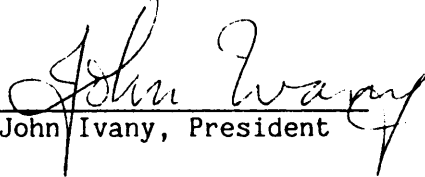
December 1989      Drafting: RWR

**CERTIFICATE OF THE ISSUER  
AND THE DIRECTORS OF THE ISSUER:**

The foregoing constitutes full, true and plain disclosure of all material facts relating to the securities offered by this Amendment No. 1 to the Statement of Material Facts having an effective date of 4th July 1990 as required by the Securities Act and its regulations.

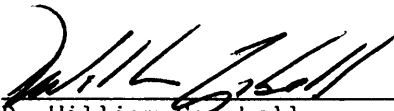
DATED this 6th day of July, 1990.

**TANTALUS RESOURCES LTD.**

  
\_\_\_\_\_  
John Ivany, President

**ON BEHALF OF THE BOARD OF DIRECTORS**

  
\_\_\_\_\_  
Nell Dragovan,  
Director

  
\_\_\_\_\_  
D. William Campbell,  
Director and Secretary