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# **Cariboo-Bell Copper Mines Limited**

**SECOND  
Annual Report 1967**

# Cariboo-Bell Copper Mines Limited

(Incorporated under the Laws of the Province of British Columbia)

## Authorized Capital:

3,000,000 common shares without  
nominal or par value.

## DIRECTORS

KARL J. SPRINGER - - - - - Toronto, Ont.  
F. E. HALL - - - - - Toronto, Ont.  
W. A. McELMOYLE - - - - - Victoria, B.C.  
M. M. O'BRIEN - - - - - Vancouver, B.C.  
R. E. PURVIS - - - - - Bremerton, Wash.  
R. J. SPRINGER - - - - - Vancouver, B.C.

## OFFICERS

KARL J. SPRINGER - - - - - President  
R. J. SPRINGER - - - - - Vice-President  
J. D. MUNROE - - - - - Secretary-Treasurer

## AUDITORS

PEAT, MARWICK, MITCHELL & CO. - - - - - Vancouver, B.C.

## SOLICITORS

DOUGLAS, SYMES & BRISSENDEN - - - - - Vancouver, B.C.

## TRANSFER AGENTS

THE CANADA TRUST COMPANY - - - - - Vancouver, B.C.  
and Toronto, Ont.

## BANKERS

CANADIAN IMPERIAL BANK OF COMMERCE - - - - - Vancouver, B.C.

## REGISTERED OFFICE

SUITE 300 - 999 WEST PENDER STREET, VANCOUVER 1, BRITISH COLUMBIA

# ***REPORT OF THE DIRECTORS'***

Your directors have pleasure in submitting the second Annual Report for Cariboo-Bell Copper Mines Limited, together with the Financial Statements and the Auditors' Report thereon.

Development on your property by a consortium of Japanese companies was completed in June.

The drilling results, as reported last year, indicated 37,000,000 tons of an average grade of 0.50% copper and 0.015 ounces gold, which can be mined by open pit.

The Japanese companies dropped their option to bring the property into production, chiefly on account of metallurgical problems encountered by them when doing milling tests on the ore.

Your Company submitted drill core samples to the Mines Department in Ottawa and to the Galigher Company of Salt Lake City, Utah for metallurgical testing. These tests indicated the extent of the oxidized material and showed satisfactory recoveries from the primary chalcopryrite (sulphide) ore by standard flotation.

About a third of the ore indicated by drilling to date is composed of oxidized minerals not amenable to standard flotation methods. The balance, or about 23,000,000 tons, grading approximately 0.514% copper and 0.015 ounces gold is amenable to standard flotation methods with usual recovery.

Your Company is investigating the possibility of leaching the ore "in situ". If this can be done the copper may be leached out at a fraction of the capital cost of standard mining and milling methods.

Leaching of oxidized copper ores is an established procedure, particularly in the Southwestern States and continued research is being carried out with favourable results by the United States Bureau of Mines and copper mining companies.

Your Company is encouraged by the work done so far and feels there is a distinct possibility of developing and putting into production a low grade deposit of economic proportions, and your management will work to put this into effect.

The directors are pleased to take this opportunity of acknowledging with appreciation the contributions of the technical and administrative staff of your Company.

On behalf of the Board,  
K. J. Springer, President.

Vancouver, B.C.  
April 4, 1968.

# **Cariboo-Bell Copper Mines Limited**

## **NOTICE OF MEETING**

NOTICE is hereby given that the second Annual General Meeting of the Members of CARIBOO-BELL COPPER MINES LIMITED will be held in the Alouette Room, Hotel Vancouver, 900 West Georgia Street, Vancouver, B.C., on Monday, the 29th day of April, 1968, at 10:30 o'clock in the morning, for the purposes of:-

1. Receiving and considering the report of the directors, the balance sheet and other financial statements of the Company for the fiscal year ended December 31st, 1967 and the auditors' report thereon.
2. Electing directors for the ensuing year.
3. Appointing auditors for the ensuing year.
4. Transacting such other business as may properly be brought before the meeting without notice.
5. Considering and adopting, with or without amendment, the following special resolution:

RESOLVED, as a special resolution, that the Articles of Association of the Company be altered by deleting clause 10.06 and substituting therefor the following:

"The instrument appointing a proxy and a duly authenticated copy of the power of attorney or other authority (if any) under which it is signed shall be deposited at the registered office of the Company not less than forty-eight hours, excluding Saturdays and holidays, before the time for holding the meeting or any adjournment thereof at which the person named in the instrument proposes to vote, and in default the instrument of proxy shall not be treated as valid."

DATED at Vancouver, B.C., this 11th day of April, 1968.

By Order of the Board

CARIBOO-BELL COPPER MINES LIMITED

J. D. Munroe,

Secretary-Treasurer.

It is important that your shares be represented and that your wishes be made known. If you cannot be present to vote in person, would you please complete and sign the enclosed proxy form and return it as soon as possible in the envelope provided.

# **Cariboo-Bell Copper Mines Limited**

## **INFORMATION CIRCULAR**

(Dated as of March 18th, 1968)

This circular is furnished in connection with the solicitation by the management of CARIBOO-BELL COPPER MINES LIMITED (the "Company") of proxies to be voted at the annual general meeting of the members of the Company to be held at Vancouver, B.C., on April 29th, 1968, called for the purposes set forth in the accompanying notice of the said meeting and at any and all adjournments thereof. The cost of such solicitation will be borne by the Company. The form of proxy enclosed, when properly signed, confers discretionary authority with respect to amendments or variations to matters identified in the notice of meeting and other matters which may properly come before the meeting.

All shares represented by proxies will be voted; where a choice has been specified on the form of proxy with respect to any matters or group of related matters identified in this circular, other than the election of directors and the appointment of auditors, the shares will be voted in accordance with the specifications so made. IF NO CHOICE IS SPECIFIED IT IS INTENDED TO VOTE THE SHARES AS IF THE MEMBER HAD SPECIFIED AN AFFIRMATIVE VOTE.

### **1. Revocability of Proxy**

A member giving a proxy may revoke it provided that notice in writing of such revocation is received by the Company at its registered office before the commencement of the meeting or adjourned meeting at which the proxy is used.

### **2. Solicitation of Proxies**

A MEMBER HAS THE RIGHT TO APPOINT A PERSON TO ACT AS PROXY OTHER THAN THE PERSONS DESIGNATED IN THE FORM OF PROXY. If he desires to exercise this right he should strike out the printed names in the form of proxy and insert in the blank space provided for that purpose the name in full of his desired proxy who need not be a member.

The instrument appointing a proxy shall be in writing and signed by the member or the member's attorney duly authorized in writing. If the member is a corporation, such instrument must be under its common seal or under the hand of an officer or attorney, duly authorized.

### **3. Voting Shares and Principal Holders Thereof**

- (a) Only members holding common shares in the capital of the Company are entitled to receive notice of and to vote at general meetings of the Company. As of the date of this circular 1,500,005 common shares of the par value of \$1.00 each were issued and outstanding. On a show of hands each member present in person and entitled to vote at a meeting has one vote and on a poll every member shall have one vote for each share of which he is the holder.
- (b) Members registered prior to the time of the meeting shall be entitled to attend and vote thereat. The person duly appointed by an instrument of proxy will only be entitled to vote the shares represented thereby if the instrument of proxy is deposited at the registered office of the Company, Suite 300 - 999 West Pender Street, Vancouver 1, B.C., no less than forty-eight hours, excluding Saturdays and holidays, before the time of the meeting.
- (c) As of the date of this circular, Mastodon-Highland Bell Mines Ltd. owned 400,625 of the shares of the Company representing 26.708% of the outstanding shares and Leitch Gold Mines Limited owned 400,625 of the shares of the Company representing 26.708% of the outstanding shares. The Directors and Senior Officers of the Company do not know of any person or other company beneficially owning, directly or indirectly, more than 10% of the outstanding shares of the Company.

### **4. Election of Directors**

It is intended that the shares represented by proxies solicited by the management will be voted in favour of the election of the six listed nominees as Directors, to hold office from the date of election until the first following annual meeting of the Company or until their respective successors shall be elected or appointed.

The nominees own beneficially the approximate number of shares in the capital of the Company indicated opposite their respective names. All the nominees are members of the present Board of Directors and are also directors of Mastodon-Highland Bell Mines Ltd. In addition, Messrs. K. J. Springer and F. E. Hall are also directors of Leitch Gold Mines Limited.

Name of Proposed Nominee	Principal occupation or employment at the present time and during the past five years	Period during which nominee has served as a Director of the Company	Approximate number of shares in the Company beneficially owned, directly or indirectly, by nominee
F. E. Hall Islington, Ont.	Mining Executive; President of Leitch Gold Mines Limited since April 26, 1965 and formerly Executive Vice-President of that Company.	January 12, 1966	1
W. A. McElmoyle Victoria, B.C.	Physician and Surgeon.	January 12, 1966	9,001
M. M. O'Brien Vancouver, B.C.	Retired Mining Engineer.	February 28, 1967	100
R. E. Purvis Bremerton, Wash.	Attorney-at-Law.	January 12, 1966	1
K. J. Springer Toronto, Ont.	Mining Executive; President of the Company; Chairman of the Board of Leitch Gold Mines Limited since April 26, 1965 and previously President of that Company.	January 12, 1966	6,000
R. J. Springer Vancouver, B.C.	Mining Executive; Vice-President of the Company since April 28, 1967 and formerly Administrative Officer, Food and Agriculture Organization of the United Nations Organization.	January 12, 1966	10,300

Forms of proxy given pursuant to this solicitation by the management of the Company will be voted for the election of the six listed nominees as Directors. If, for some reason, any of the proposed nominees are unable to serve, the persons named in the enclosed form of proxy will use their best judgment in voting on alternate nominees.

#### 5. Remuneration of Management and Others

The aggregate direct remuneration paid or payable by the Company to the Directors and senior officers of the Company, during the Company's last completed financial year, was Nil.

The estimated aggregate cost to the Company in the last completed financial year of all pension benefits proposed to be paid under the Company's staff pension plan in the event of retirement at normal retirement age (65), directly or indirectly, by the Company to such Directors and senior officers was Nil.

#### 6. Appointment of Auditors

Action is to be taken at the annual meeting with respect to the reappointment of Peat, Marwick, Mitchell & Co., Chartered Accountants, Vancouver, British Columbia, as auditors of the Company for the ensuing year, which firm was first appointed auditors of the Company in 1966.

#### 7. Particulars of Matters to be Acted Upon

In addition to the Report of the Directors of the Company and the Balance Sheet and other Financial Statements of the Company for the year ended December 31st, 1967, and the election of Directors and the appointment of Auditors herein referred to, and such other business as may properly come before the said annual meeting, the meeting will consider the special resolution set forth in the notice of the meeting.

Such special resolution, if adopted, will bring the Articles of Association of the Company into conformity with the Companies Act of British Columbia as altered by amendments which became effective on October 1st, 1967. These amendments relate to the use of proxies and overrule certain provisions of the Articles as presently in force.

#### 8. General

The management of the Company knows of no matters to come before the said meeting other than the matters referred to above and in the Notice of the said meeting. However, if any other matters which are not now known to the management of the Company should properly come before the said meeting, forms of proxy given pursuant to this solicitation by the management of the Company will be voted on such matters in accordance with the best judgment of the person voting the proxy.

# Cariboo-Bell Copper Mines Limited

## PROXY

I/WE \_\_\_\_\_, being a member of  
(Print name clearly)  
CARIBOO-BELL COPPER MINES LIMITED, hereby appoint K. J. Springer, or failing him,  
(\* See note below)

M. M. O'Brien, or failing him, \_\_\_\_\_, as my/our proxy to attend, act and vote for me/us and on my/our behalf at the Annual General Meeting of the Company to be held on the 29th day of April, 1968, and at any adjournment thereof. Without limiting the general powers hereby conferred, said proxy is directed to vote as follows on the following matters:

1. FOR  or AGAINST  approval of the Directors' Report for the fiscal year ended December 31st, 1967.
2. FOR  or AGAINST  approval of the Balance Sheet and other financial statements of the Company for the fiscal period ended December 31st, 1967 and the Auditors' Report thereon.
3. FOR  or AGAINST  a special resolution amending the Articles of Association as set forth in the Notice of the Meeting.
4. At the discretion of said proxy upon any amendment or variation of the above matters or any other matter that may be properly brought before the said meeting or any adjournment thereof.

The shares represented by this proxy shall be voted as directed or, if no direction is indicated, FOR items 1, 2, and 3.

DATED this \_\_\_\_\_ day of April, 1968.

\_\_\_\_\_  
(Signature of Member)

Note: This proxy must be dated and signed by the appointor or an attorney duly authorized in writing, or if the appointor is a corporation, this proxy must be under its common seal or under the hand of an officer or attorney, duly authorized.

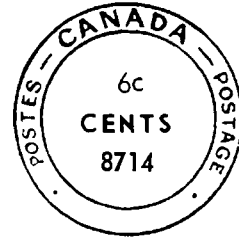
\*Note: You have the right to appoint a person (who need not be a member) to represent you at the meeting above referred to. If you desire to designate as proxy a person other than Messrs. K. J. Springer and M. M. O'Brien, the management nominees, you should strike out their names and insert in the space provided the name of the person you desire to designate as proxy.

THIS PROXY IS SOLICITED BY THE MANAGEMENT OF CARIBOO-BELL COPPER MINES LIMITED.

This proxy will not be valid and will not be acted upon or voted unless deposited at the registered office of the Company, Suite 300 - 999 West Pender Street, Vancouver 1, British Columbia, not later than 10:30 a.m. Vancouver Time on April 25th, 1968.

**BUSINESS REPLY ENVELOPE**  
No Postage Stamp Necessary if Mailed in Canada

6c POSTAGE WILL BE PAID BY



**CARIBOO-BELL COPPER MINES LIMITED**

300, 999 WEST PENDER STREET

VANCOUVER 1, B.C., CANADA



J. Cameron Stephen,  
221 W. Rockland,  
North Vancouver, B. C.



# Cariboo-Bell Copper Mines Limited

## BALANCE SHEET

December 31, 1967

(With comparative figures for 1966)

	<b>Assets</b>	
	<b>1967</b>	<b>1966</b>
Current assets:		
Cash .....	\$ 8,623	45,783
Accounts receivable .....	—	1,520
Total current assets .....	<u>8,623</u>	<u>47,303</u>
Mining claims acquired by the issue of 750,000 shares and \$50,000 cash....	800,000	800,000
Equipment, at cost .....	10,739	14,625
Deferred exploration and administration expenses, per Schedule 1 .....	716,081	556,632
Incorporation and organization expense .....	2,812	2,812
	<u>\$ 1,538,255</u>	<u>1,421,372</u>
	<b>Liabilities and Shareholders' Equity</b>	
Current liabilities:		
Accounts payable and accrued expenses .....	\$ 750	30,867
Advances by a group of Japanese companies (Note) .....	—	153,000
Shareholders' equity:		
Capital stock:		
Shares without nominal or par value. Authorized 3,000,000 shares; issued 1,500,005 shares:		
For cash — 750,005 shares .....	487,505	487,505
For mining properties — 750,000 shares .....	750,000	750,000
	<u>1,237,505</u>	<u>1,237,505</u>
Contributed surplus (Note) .....	300,000	—
Total shareholders' equity .....	<u>1,537,505</u>	<u>1,237,505</u>
	<u>\$ 1,538,255</u>	<u>1,421,372</u>

**Note:** The company received \$300,000 during 1966 and 1967 from a group of Japanese companies under the terms of an exploration and financing agreement. The agreement was terminated at the end of the first stage and the funds received have been credited to contributed surplus.

Approved on behalf of the Board:

K. J. Springer, Director

R. E. Purvis, Director

### AUDITORS' REPORT TO THE SHAREHOLDERS

We have examined the balance sheet of Cariboo-Bell Copper Mines Limited as of December 31, 1967 and the statements of deferred exploration and administration expenses and source and application of funds for the year then ended. Our examination included a general review of the accounting procedures and such tests of accounting records and other supporting evidence as we considered necessary in the circumstances.

In our opinion, these financial statements present fairly the financial position of the company at December 31, 1967 and the results of its operations and the source and application of its funds for the year then ended, in accordance with generally accepted accounting principles applied on a basis consistent with that of the preceding year.

Vancouver, British Columbia  
February 2, 1968.

PEAT, MARWICK, MITCHELL & CO.,  
Chartered Accountants.

# Cariboo-Bell Copper Mines Limited

## Statement of Deferred Exploration and Administration Expenses

Year ended December 31, 1967

	Balance at beginning of year	Expenditures during year	Balance at end of year
Exploration:			
Diamond and percussion drilling .....	\$ 278,272	57,777	336,049
Drill roads and site preparation .....	7,203	3,776	10,979
Trenching .....	12,452	—	12,452
Sampling and assaying .....	25,273	4,910	30,183
Metallurgy .....	—	15,522	15,522
Prospecting .....	11,639	—	11,639
Engineering and geology .....	31,907	13,174	45,081
Temporary buildings .....	26,891	—	26,891
Freight .....	12,480	2,194	14,674
Road .....	16,479	1,509	17,988
Camp operations .....	40,272	7,309	47,581
Mine general .....	55,012	21,922	76,934
Water lines .....	3,579	—	3,579
	<u>\$ 521,459</u>	<u>128,093</u>	<u>649,552</u>
Administration .....	44,868	31,356	76,224
Total exploration and administration expenditures .....	<u>\$ 566,327</u>	<u>159,449</u>	<u>725,776</u>
Less interest earned .....	9,695	—	9,695
	<u>\$ 556,632</u>	<u>159,449</u>	<u>716,081</u>

See accompanying note to balance sheet.

## Statement of Source and Application of Funds

Year ended December 31, 1967

Funds provided by:		
Japanese companies (Note) .....		\$ 147,000
Sales of equipment .....		1,200
		<u>148,200</u>
Add charge not requiring cash expenditure:		
Loss on sale of equipment .....		3,197
		<u>151,397</u>
Funds used:		
Exploration and administration expenses .....	\$ 159,449	
Purchase of equipment .....	511	159,960
		<u>159,960</u>
Decrease in working capital .....		<u>\$ 8,563</u>

See accompanying note to balance sheet.