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International Wayside Gold Mines Ltd.

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"IWA"

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CORPORATE INFORMATION

The Company was incorporated under number 91892 in British Columbia on February 12, 1970, as Dawson Range Mines Ltd.(N.P.L.); converted to a limited company on January 29, 1979, as Carpenter Lake Resources Ltd.; upon a capital consolidation of 1 for 4 shares on February 14, 1992, it became Wayside Gold Mines Ltd., and on July 24, 1994, with a capital consolidation of 1 for 3.7 shares the Company was renamed International Wayside Gold Mines Ltd.

Authorized capital of the Company is 50,000,000 common shares without par value, shares issued and outstanding are 3,736,063 including 496,875 escrowed shares. 1,203,877 shares were issued at \$0.32 under a Private Placement completed in May, 1994. Another Private Placement of 600,000 units at \$0.23 was completed at the end of May, 1995, each unit has one two year warrant attached, exercisable at \$0.23 for the first year and \$0.26 during the second year. There are 273,798 Directors' and Employee Incentive Stock Options granted, which with the proposed warrants issued will give a fully diluted issued share capital of 4,609,861 shares.

The Directors and Officers.

J. FRANK G. CALLAGHAN, Director and President, formerly founder, manager, and principal of companies involved in mining services, construction, and real estate development for 20 years.

FRANK W. POWER, Director, manager and administrator of resource based companies for 15 years, with substantial experience in public companies.

BRIAN A. McCLAY, Director, 25 years involved in mining operations and mining and related companies, as a director and officer.

RICHARD J. JORDAN, Secretary, Certified General Accountant.

Other Corporate Information.

CONSULTING GEOLOGISTS: Dr Richard D.Hall, P.Eng. Christopher J. Sampson P.Geo. P.Eng. James Miller-Tait P.Geo AUDITORS: KMPG Peat Marwick & Thorne, Vancouver. LEGAL COUNSEL: Martin and Associates, Vancouver. TRANSFER AGENTS: Montreal Trust Company, Vancouver. BANKING: Bank of Montreal, Main Branch Vancouver. CUSIP NUMBER: 946901 10 5 S.E.C. Registration Number: 12g3-2(b)

Nice, TIGHT CAPITALIZATION!

ASSETS OF THE COMPANY

The assets of the Company consist of mining properties, most of which are former gold producing mines or developed gold prospects, and it is reported that on some of the properties probable reserves exist. The work to be conducted by the Company is directed primarily towards the delineation of mineable ore bodies which can be extracted at a profit. The Company is confident that, based upon previous geological and engineering studies and reports, development work will result in indicated reserves being established. The Company owns minor mining equipment.

The Company has directed its gold properties acquisition program to the securing of properties of merit, and has entered into various earn-in option agreements with other mining companies, as most former producing gold mines are, and have been for some time, owned by relatively established mining companies. The Company has targeted its interest in the two historically most prolific gold producing areas in British Columbia.

Firstly, the "Bralorne" area which rose to prominence in the 1930's, which area derived its name from the famous Bralorne Pioneer Mine, at the hub of numerous profitable gold mines, in an area some 200 miles north of Vancouver, and secondly, the Wells /Barkerville district, the scene of the 1860's placer gold Cariboo Gold Rush, some 400 miles north, north east of Vancouver.

The Cariboo Gold Quartz mine and the adjacent Island Mountain mine made the former placer gold Wells/Barkerville area into a prominent hard rock gold producing area in the 1930's. Both areas targeted were closed down as thriving gold mining communities in the 1960's with the ending of the Government of Canada equalisation grant for gold mines, which event closed most of Canada's smaller high grade gold mines, many of which closed with proven reserves developed, but the gold mining companies were caught in the post World War period of rising costs and fixed gold price, and urban population shift.

The description of the properties immediately following is intended as an informative summary, which is followed by a more comprehensive analysis of the properties. Those interested in detailed geologic and engineering data may request copies of specific geologic and engineering reports on which the analysis is based.

THE "BRALORNE" AREA

Officially referred to as the Bridge River District, containing the two towns of Gold Bridge and Bralorne, the area produced 4.5 million ounces of gold, from the various mines (including those in which the Company has an interest), contained in a 12 mile north/south and approximately 6 mile east/west corridor. The recent impetus has been due to the mining interests, primarily of Avino Mines & Resources, which, with Bralorne Pioneer Mines, plan to reopen the Bralorne Pioneer Mine in late summer, 1995. The Company's properties are located approximately 5 miles north and north-east of Bralorne, around Gold Bridge, and in addition to the actual former mine properties, the Company has staked 6,919 acres in the Bridge River District. The milling capacity of the new mill is such that the Company will be able to ship any ore mined to that facility.

WAYSIDE GOLD MINE PROPERTY, a former producing mine, and adjacent claims (4,510 acres), surround Gold Bridge and the mine is owned 100% by the Company. The mine was worked on a single vein system intermittently between 1911 and 1952 over 10 mining levels, and has virtually identical mineralization features to the Bralorne Pioneer. Since 1971, exploration and development work has been conducted on the property by the Company. During the period between 1987 and 1989 Chevron Canada Resources conducted exploration work under a joint venture until Chevron abandoned their Canadian mineral division.

MINTO GOLD MINE PROPERTY. These Crown Grants and claims cover the mine opened by Minto Gold Mines Ltd. in 1933, utilising a 125 tons per day mill and mining from 5 levels. From 1934 to 1940, 88,900 tons were mined containing 17,558 ounces of gold, 50,584 ounces of silver, 21,327 lbs of copper, and 124,421 lbs of lead. The workings extended from the 200 to the 700 foot level, the majority of the production being taken from the 200 level. In 1987, 5 new mineralised zones were located, on which the Company will concentrate future work. The Company can earn a 50% interest from Avino Mines & Resources by expending \$500,000 in the ground over the next 5 years. The property is 5.5 miles east of Gold Bridge

OLYMPIC GOLD MINE PROPERTY. Consisting of 20 reverted Crown Grants, 1 mineral claim, and 3 fractions, the property is 6 miles east of Gold Bridge. In the 1930's Olympic Gold Mines and Kelvin Gold Mines conducted underground development work showing multi-metallic mineralization over widths of 5 to 13 feet, and on the Billyo massive magnetite-pyrrhotite-pyrite zone discovered low grade mineralization up to 30 feet in width. Since 1977 various optionees have conducted exploration work with encouraging results, sufficient for Avino Mines to purchase the property in 1985. Subsequent work discovered the Margarita Zone, but difficult ground precluded obtaining detailed diamond drill results. However, values obtained justify further work. The Company can earn a 50% interest from Avino Mines & Resources by expending \$500,000 in the ground over the next 5 years.

PLACER LEASES 17084 AND 17093. Trenching and seismic work, mainly conducted in 1988 and 1993 on part of the 2 leases indicate 2,426 ounces of gold are contained in only 133,824 cubic yards of material. Swamp ground so far has precluded examination of much of the leases, however, the values obtained have resulted in the Company being approached for a farmout of the leases by placer operators. Previous placer production from the leases was concentrated on the lower benches, but no production figures are known. The Company has yet to develop a plan for the leases. The Company has an option on the leases, the final payment of \$75,000 due November 4, 1995.

CARIBOO GOLD QUARTZ MINE ("Cariboo"). The Cariboo property consists of 63 Crown Grants and fractions comprising 2,296 acres on Cow Mountain and Barkerville Mountain at Wells. The Company has an option to acquire a 50% interest from Mosquito Consolidated Gold Mines Ltd. by expending \$1.5 million in the ground over 5 years. The Company has staked 2,842 contiguous acres on Cow Mountain.

Contained on the Cariboo are 9 significant mineral zones, the Tailings; No. 1; Rainbow, Sanders; Pinkerton; No. 6; No. 7; Butts, and the B.C. Vein. Ore bodies in the Cariboo are two types; quartz contained free gold, and the higher grade fine grained pyrite (Replacement Ore) that are associated with a series of North-South normal faults dipping to the east.

Underground workings connect all the known zones. Four of the zones are known to project to surface, the Sanders, Pinkerton, Butts, and B.C. Vein. The Cariboo connects under the Jack of Clubs Lake to the Island Mountain Mine and Mosquito Creek Gold Mine.

The Cariboo and Island Mountain Mine produced over 1.23 million ounces of gold from 1934 to 1966, from an underground strike length of 3.5 miles and depth of 2000 feet. This production was in addition to the widespread placer operations opened in the 1860's, which are reported to have produced 2,622,400 ounces of gold between 1874 and 1985.

In 1980-81 development of open pit reserves of quartz-type gold ore within the Sanders Zone was conducted by Wharf Resources Ltd., utilising percussion drilling and they calculated 360,072 tons of probable reserves grading 0.131 oz/ton. In 1984 Golder Associates reviewed the data on the Sanders Zone, and reported that:

"The Wharf holdings in the Cariboo district of British Columbia have the potential for the development of up to several million tons of gold ore reserves which may be available for surface mining. If the surface project should prove viable, then the potential exists for the discovery and development of additional high grade ore bodies, particularly of the massive sulphide replacement type, in the underground portions of the mine. The development of the underground reserve will probably be largely dependent on the success of the surface operation and on the cost of rehabilitation and development of the underground mine".

Pan Orvana Resources Inc. in 1988/1989 completed a field study which upgraded the total probable ore reserves to 391,740 ton grading 0.146 oz/ton gold on the Sanders Zone, and also test drilled the Rainbow Zone from surface and reported 0.586 oz/ton over 39.4 ft., and 0.451 oz/ton over 6.56 ft. Previous trenching results on the B.C. Vein showed gold values as high as 1.21 oz/ton over 16.4 feet

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WAYSIDE GOLD MINE CLAIMS

INTRODUCTION

The Wayside Property, in the Bridge River District, consists of 45 mineral claims and 1 mining lease. It totals 73 units which covers approximately 4,510 acres. The property is located 1 mile north of Gold Bridge, B.C. abutting the Gold Bridge Highway and is held 100% by International Wayside Gold Mines Ltd.(Company). The Company has staked an additional 6,919 acres in the Bridge River District.

SITE GEOLOGY

The property is underlain by cherts and argellites of the Fergusson Group, basalts, breccias and tuffs of the Cadwallader Group, and Bralorne Diorites. Mineralized veins and shear zones are related to major fault zones, Wayside quartz. veins are related to a NW Trending Zone of Shearing. The main ore mineral present is native gold. The ore zones are as follows:

- * Wayside Mine Zone
- * New Discovery Zone (massive sulfide deposit)
- * Commodore & 3T Veins Zone
- * Southwest Diorite Zone
- * North End Zone
- * Two Bob Zone

MINING HISTORY

The Wayside Gold Mine is located in the heart of fine world class Bralorne Gold Mining Camp which has produced more than 4.5 million ounces of gold to date. The mine is a former producer and shares virtually identical mineralization features to the famous, nearby Bralorne/Pioneer Mine which has been the largest gold producer in Western Canada. International Wayside has been focused on multi-phased exploration programs in this area since 1971. The primary corporate strategy has been to delineate new reserves beneath previously mined zones which are open at depth.

Between 1911 and 1952, the Wayside Gold Mine was worked on 10 levels which were developed on a single vein system. Major production occurred during 1934-36 when 40,761 tons of ore grading 0.313 oz/ton gold was produced from 0-5 levels. By 1936, ore was being mined from the lower 7, 8, & 9 levels. The mine closed for a time and reopened again in 1947-1952 when the workings were de-watered and rehabilitated. Activities were concentrated on underground exploration.

In 1971 Wayside Gold Mines Ltd. purchased the property. Between 1971 and 1987, Wayside conducted surface trenching, drilling and soil sampling on the property and located 8 targets for surface & underground exploration.

In 1987 Chevron Canada Resources optioned the property from Wayside and began work programs to determine whether the Wayside mineralization was the same as the Bralorne type. Chevron Canada conducted soil geochemistry, geophysical surveys, trenching, and diamond drilling on the Wayside property, which work identified 4 new zones. They also conducted underground geological mapping and sampling of 6 of the 9 levels. Assay results from the drilling

program returned values of up to 1.840 oz/ton over 5 feet. In 1989 the Chevron Group abandoned their mineral division and this property reverted back to Wayside.

DISCUSSION

The extensive exploration work conducted by Chevron Canada resulted in the need for reinterpretation of the 3 Bralorne intrusive bodies with respect to their present day location. It was previously postulated that the 3 ore bodies were joined together at one time and since have been dislocated by late stage faulting, the result being that the Wayside ore body was just a small fragment of the potential ore zones. Chevron's interpretation was that the late stage faulting did not occur, therefore, each body was indeed a separate distinct mineralization zone. This interpretation envisions a major diorite body under the southwest end of Carpenter Lake. In essence, Chevron suggested that the Wayside Mine could very well be another discrete Bralorne type deposit rather than just a fragment of the actual Bralorne deposit. Therefore, a more thorough exploration program is warranted. Both surface and underground drill programs confirm that the main Wayside vein/shear zone is strongly persistent below the No. 9 level. The structure has to date been tested to 300-400 ft. below No. 9 level which work has identified a continuation ore shoot as being 65.6 feet wide and remaining open to depth.

OTHER TARGETS

The New Discovery Zone's massive sulfide showing was located on surface in the mid 1970's by the outcropping of a vein on the highway. The vein outcropped over a width of 45 ft. and assayed at 0.26 oz/ton gold. Since the discovery 14 holes have been drilled to delineate 165,300 tons of copper-zinc mineralization with minor precious metal content. The deposit is open to depth and along strike, and further testing of the zone to depth is warranted.

The Two Bob Zone is 19.7 feet wide over nearly a mile in length The zone is a quartz feldspar porphyry dike, located about half a mile away from the old workings. Mapping, sampling and analysis of this encouraging property geology is a priority.

Reviewing the abundant historical and geological data on Wayside, especially in relation to the similar work done on the Bralorne Pioneer camps "up river" is fascinating, since those two mines have been developed and mined to over 6000 ft. below the surface, mining an average grade of 0.50 oz/ton gold. The old workings of the Wayside Gold Mine are no deeper than 450 feet from surface to the lowest level, compared to over 6,000 feet at the Bralorne/Pioneer Gold Mine (see attached the cross section prepared by the Geological Survey of Canada). Diamond drilling below the No. 9 level confirms deeper ore extensions, such as #80-S10 which contains a 10 ft. wide section of quartz vein grading 2.63 oz/ton gold. Chevron's intersection #87-001, on a new parallel vein, produced a 5 ft. section grading 1.84 oz/ton gold and was found to 100 feet distant, and quite separate from the #87-001 vein.

PROPOSED EXPLORATION, 1995

This year the Company intends to conduct a modest discovery effort, limiting expenditure to a diamond drill program on the New Discovery Zone and geochemical soil sampling on the Two Bob Zone. In the Spring of 1995, geochemical sampling on a 100 metre grid identified a new

system striking South towards the adjoining Levon/Veronex property, on which a proven reserve of 300,000 ounces of gold has been delineated. Management believes that investing \$50,000 in the program could prove up mineable development ore on the New Discovery Zone. If open pit mining were possible, these revenues could fund further underground exploration at Wayside.

MINTO GOLD MINE CLAIMS

INTRODUCTION

The Minto property, consists of 8 Crown grants, 10 reverted Crown grants, and metric unit claims. It is located 5.5 miles east of Gold Bridge, B.C. directly on the Gold Bridge highway. The property is held by International Wayside Gold Mines Ltd. (50%) under option from Avino Mines and Resources Ltd.

SITE GEOLOGY

The Minto property is underlain by cherty sediments of the Fergusson Group and basaltic rocks of the Pioneer Member of the Cadwallader Group. Feldspar porphyry dikes are evident along the road section and occupy some mineralized shear zones on the property. Strata strike northerly and in general dip steeply.

Previously discovered ore zones are comprised of quartz.-carbonate veins with maraposite in silicified and carbonized shear zones. These zones carry dissemination's of pyrite, arsenopyrite, stibnite, chalcopyrite, galena, and sphalerite. Gold is usually associated with these sulfides. Gold assays of up to 1.66 oz/ton over 152 feet were reported on the 400 level of the mine.

MINING HISTORY

The Minto mine is also located in the heart of the famed Bralorne Gold Mining Camp. The mine is a former multi-metal producer and shares virtually identical mineralization features with the prolific nearby Bralorne/Pioneer Mine. International Wayside is focused on multi-phesed exploration program in this area. The primary corporate strategy has been to delineate new reserves beneath previously mined zones which are open at depth.

In 1933, Minto Gold Mines Ltd. opened a small mining operation, eventually processing up to 125 TPD(tons per day) from 5 working levels. Between 1934 and 1940, 88,900 tons of ore were mined to produce 17,558 ounces of gold; 50,584 ounces of silver; 21,327 lbs. of copper, and 124,421 lbs. of lead. Gold and silver mined grades at the time averaged 0.20 oz/ton and 0.57 oz/ton respectively. Workings extended from the 200 to the 700 level. The majority of ore was recovered from the 200 level where the mineralized structure extended approximately 1,300 feet. Minto Gold Mines Ltd. ceased operations in 1940 and the property has changed hands several times since the 1940 closure.

No serious work was done on the property until 1985 when Avino Mines & Resources Ltd. purchased a 100% interest. During the 1985, and subsequent 1987 exploration programs, geological, geochemical, and geophysical surveys were conducted on the property. Excavating

and sampling of trenches was also done. The 1987 operations located 5 mineralized zones on the Minto property; the Winter, Rainbow, View, Ponderosa, and Minto North. These zones are spatially separated and thought to be distinct from the original Minto Ore body. The 1987 trenching program determined that all zones carry silver values, while the Minto North and Winter zones contained significant gold values as well. Trench MT 10 (Minto North) contained a grade of 0.1490 0z/ton gold over 14.1 feet while trenches TR 3 and TR 4 (Winter Zone) contained grades of 0.101 oz/ton gold over 4.1 feet and 0.122 oz/ton gold over 4.9 feet. These gold values are significant and warrant further exploration.

Four diamond drill holes were drilled on the Minto North and Winter zones and had grades of 0.548 oz/ton over 1.1 feet (88-2), 0.266 oz/ton over 10.5 feet (88-4), 0.361 oz/ton over 2.3 feet (88-5), and 0.193 oz/ton over 1.6 feet (88-6). Although rather narrow, these zones and those on the neighboring Jumper claim show promise and are the basis for any further exploration.

PROPOSED EXPLORATION

International Wayside Gold Mines Ltd. is in the process of finalizing an exploration program comprising trenching and surface/underground drilling on the Minto Mine. The purpose will be to verify the results obtained by Avino Mines & Resources Ltd. and to define new mineralization within the Winter and Minto North zones. It is probable that the Minto North zone represents the northern extension of the original Minto ore body. The Company is to investigate this theory and other possible potential ore targets by diamond drilling. An estimated budget of \$80,000.00 for both trenching and diamond drilling has been recommended. \$16,000 is intended to be allocated for trenching while the remaining \$64,000 will be used for diamond drilling.

OLYMPIC GOLD MINE CLAIMS

INTRODUCTION

The Olympic property consists of 20 reverted Crown grants, 1 mineral claim, and 3 fractional claims. The property is located 6 miles east of Gold Bridge, B.C. on a secondary road on the south side of Carpenter Lake. The property is held by International Wayside Gold Mines Ltd. (50%) under option from Avino Mines and Resources Ltd. (50%) the option earned by spending \$500,000. over 5 years. In addition the company has staked 3,706 acres contiguous to the property.

SITE GEOLOGY

The Olympic property is underlain by cherty sediments of the Fergusson Group and basaltic rocks of the Pioneer Member of the Cadwallader Group. Fergusson cherts & cherty argellites are tectonized and form wide-spread breccias throughout the property. Pioneer greenstones dominate the central part of the property. Silty sedimentary rocks, possibly of the Noel or Hurley type are thought to be exposed in the more remote upper reaches of the property. Ultra basic dikes occupy some mineralized shear zones on the property.

Ore zones are typically located in narrow irregular quartz-carbonate veins within wide shear zones, which trend in a NW-SE direction. Ore minerals typically comprise pyrite, arsenopyrite, chalcopyrite, magnetite, and minor chalcopyrite/sphalerite is found in a skarn in the eastern proximity of the property. Stibnite in the antimony zone may reflect a vertical mineral zoning on the property. Mineral zones on the property are as follows:

- * Antimony zone
- * Leckie zone (structure)
- * Billyo zone

- * Margarita zone (later discovery)
- * Enigma zone (later discovery)
- * Magee zone

MINING HISTORY

The Olympic property is also located in the heart of the Bralorne Gold Mining Camp. The property shares similar mineralization features as the famous, nearby Bralorne/Pioneer Mine. The primary corporate strategy has been to delineate new reserves beneath previously mined zones, and in this case to delineate new reserves in newly discovered mineralization zones.

The Olympic property was originally comprised of the Olympic and Kelvin Claim Groups, operated by Olympic Gold Mines Ltd. and Kelvin Gold Mines Ltd. Between 1934 & 1937, Olympic Gold Mines Ltd. drove the Leckie and Magee adits on the Alta. #1 claim. They were driven 300 ft. in a steep gold-bearing shear zone striking SE (BCDM-1937-Annual Report). Gold grades were reported in the range of 0.01-0.12 oz/ton; with 0.6-6.5 oz/ton silver; 1.7-25% zinc; 0.3% copper, and 1% lead over widths of 5 to 13 ft. Olympic Gold Mines Ltd. also drove a 150 ft. adit on the Billyo massive magnetite-pyrrhotite-pyrite zone and encountered low grade gold, silver, and copper, over widths of up to 30 ft. A 135 ft. adit was driven on the Antimony Zone in a quartz-stibnite vein striking SE-NW and dipping 45 degrees NE.

At the same time, Kelvin Gold Mines Ltd. opened the Alma, Bridge, and Kelvin adits to follow a quartz-carbonate zone (Alma), and a narrow vein (Bridge & Kelvin). Assays in the Kelvin adit ranged from 0.01 to 0.088 oz/ton gold with traces of silver. The Bridge adit returned gold values of 0.40 oz/ton over 1 foot, 0.23 oz/ton over 5 feet, and 0.29 oz/ton over 5 feet. The property was inactive till 1977 when it was restaked by D. Ingram of Lillooet.

Noranda optioned the ground in 1980 and conducted a geochemical survey within the Billyo Zone. This program outlined an indicated molybdenum anomaly, on which two short holes, were subsequently drilled. The core carried pyrite, but gold assayed at less than 0.005 oz/ton. Subsequently Lancana Mining Corp. optioned the property in 1983-84 and carried out limited soil geochemical surveys and diamond drilling.

In 1985 Big 1 Developments and Redwood Resources optioned the property. The group carried out soil geochemical surveys and re-sampled some of the old workings. The results are not known.

Avino Mines & Resources Ltd. purchased 100% interest in the property in 1985, and immediately conducted a soil geochemical program over the entire property. Avino Mines & Resources Ltd. conducted geological mapping/trenching and diamond drilling in 1988. The purpose of the diamond drilling was to explore at depth the recently discovered Margarita Zone, and to test the

potential for other parallel mineral structures located between the Magee and Margarita zones. Holes were drilled bearing NE and SW due to the rugged nature of topography. Of the six holes collared, only four were successfully completed due to difficult ground. Of the holes, 88-4 and 88-6 intersected mineralized zones which returned values of 0.773 oz/ton gold and 203.5 ppm. silver over 2.8 feet, and 0.137 oz/ton gold and 108.1 ppm. silver over 4.4 feet. These drill holes are considered to been drilled in part of the new Margarita Zone due to the high assay results.

PROPOSED EXPLORATION

International Wayside Gold Mines Ltd. is finalizing an exploration program comprising of surface trenching and surface/underground diamond drilling on the Olympic property. This program will be conducted in conjunction with the proposed Minto property exploration program. Purpose of the program is to further define the Margarita Zone and to assess the potential for contained mineable ore grades and tonnages. Significant gold and silver values have been found on the Margarita Zone and warrant further exploration.

A program of in-fill diamond drill holes between previous intersections is planned. Trenching may be conducted on the Enigma Zone to follow up previous trenching, but it is not a priority. A budget of approximately \$55,000 has been recommended for exploration of the Olympic property.

GOLD BRIDGE PLACER LEASES

LOCATION, ACCESS, AND TOPOGRAPHY

The placer lease numbers are 17084 and 17093 and are located in the Coast Mountains near the confluence of the Hurley and Bridge Rivers, near Goldbridge, B.C. They are considered part of the Bridge River-Bralome gold camp.

The leases are located on a west side bench above the Hurley River. The leases cover part of an old channel which was created when previous glaciation blocked and rerouted the Hurley River. This channel was left dry after the glaciers and ice receded. The area has since been reclaimed as swamp, forest, and banch land by natural geological processes.

The location consists of gravel beds which have depths of up to 32meters in places, although, serpentine bedrock is exposed in the vicinity of the leases.

Geophysical analysis of the north end of placer lease 17084 has outlined several different zones within the gravel beds, each containing placer gold. The analysis has also suggested that bedrock may be much deeper than originally anticipated. If bedrock is deeper than believed a greater volume of gold bearing material will be present.

Tests have indicated that the swamp region within the south end of lease 17084 is rich in placer gold. (returning the highest gold values), while the remaining portions of the lease have demonstrated placer gold potential. Similarly, tests conducted along a lateral moraine on the north side of leases 17084 and 17093 showed high gold values.

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Analysis of the 5 seismic profiles conducted on the north end of placer lease 17084, indicate that the bedrock is much deeper than originally thought. Large boulders may also be present below the 32 meter level. Four distinct zones were surveyed, each recorded as containing placer gold. The depth of each zone within the 5 profiles vary to a degree, but the general trend is similar.

The four zones are as follows:

- overburden to 2 m depth
- dry unconsolidated sand/gravel to 6.6 m depth
- gravel under load, possible moisture to 14.3 m depth
- gravel under load, possible clay/water to 32 m depth (from profile 2)

A 5.5 m trench dug at the same location as the profiles on placer lease 17084 returned good gold assay results. They are as follows:

- upper sample Cdn. \$ 3.09/yd in a 0.6 m zone
- mid sample Cdn. \$ 3.94/yd in a 0.9 m zone
- lower sample Cdn. \$ 0.46/yd in a 0.9 m. zone
- lowest sample Cdn. \$ 10.94/yd in a 1.2 m zone

The value of each assay suggests that there is enrichment of gold values at depth, however a weighted average calculation of gold values within the trench was calculated as Cdn. \$ 5.52/yd over a 3.7 m depth. Volumetric calculation of the gold value of the trenched area indicates that there is approximately Cdn. \$ 1,319,170. value of placer gold present within 133,824 yd of material

CONCLUSION

Analysis of the geophysical and trenching data indicates that the placer leases 17084 and 17093 are of considerable value. Although the trenching and other sampling gave acceptable results, they are not believed to be representative of both leases. This is due to the nature of placer gold which occurs in rich streaks rather than being evenly distributed laterally or to depth throughout the leases area.

The known gold values suggest that the maximum gold extraction value has been obtained to date. As previously commented upon, the lower depths of the two leases (around 32m') have yet to be systematically sampled, but the known trend to depth indicates that the lower portions of the lease will prove to be more valuable than the upper levels. To prove up this expectation, a large scale trenching and sampling program will be conducted in order to more accurately determine the value of the leases.

Churn drilling will be utilized to determine the true depth of bedrock as well as ensure proper recovery of drilled samples. This will give a more accurate assessment of the potential gold recovery from the leases, and where to locate placer operations for rapid cost recovery and provide cash flow. A budget of approximately \$37,500.00 should adequately cover the cost of the above operations.

CARIBOO GOLD OUARTZ MINE CLAIMS

INTRODUCTION

The Cariboo Gold Quartz Mine Property ("Property") consists of 63 crown granted mineral claims and fractions comprising 2,296 acres on Cow Mountain and Barkerville Mountain at Wells, British Columbia. On October 3, 1994, International Wayside Gold Mines Ltd. entered into an Option Agreement with Mosquito Consolidated Gold Mines Ltd. specific to the Property. Terms of the Agreement include the right to earn a 50% interest in the Property following a work commitment in the amount of \$1.5 million (Cdn) over a period of five years. In addition to the optioned Property, Wayside has staked another 2,842 contiguous acres on Cow Mountain. Wayside holds a 100% interest in this claim group.

SITE GEOLOGY

On the Property to date, the following major mineral zones have been identified. The 9 zones are The Tailings; No.1; Rainbow; Sanders; Pinkerton; No. 6; No. 7; Butts, and B.C. Vein. These zones containing gold mineralization mainly consist of free gold in quartz and dissemination in high grade pyrite (Replacement Ore). The ore bodies that have been mined are associated with a series of North-South faults, which dip to the east.

Underground levels connect all the zones within the Cariboo Gold Quart Mine (CGQ Mine). Of particular note is the fact that the Sanders; Pinkerton; Butts, and B.C. Vein project to surface, and as with the Sanders zone, may contain mineable reserves which can be surface mined. The CGQ Mine is reported as being connected to the Island Mountain Mine (IM Mine), and the Mosquito Creek Gold Mine (MCG Mine), by a level driven under the Jack of Clubs Lake.

MINING HISTORY

The Cariboo Gold District has been a world class producer of gold, and was the cause of the Cariboo Gold Rush in 1865. The district was a prolific producer of both placer gold, and since the 1930's, was considered primarily a hard rock gold mining area.

The CGQ Mine, IM Mine and the MCG Mine produced a total of 1.23 million ounces of gold, since 1933. Production was from a mineralized trend developed underground over a strike length of 3.5 miles, with a vertical range of 2000 feet, and a width of about 500 feet. Unexplored gaps exist within the plane of the developed trend. Two types of lode gold ore were mined in the Wells Region. 75% of the gold was recovered from crosscutting the quartz veins, producing ore with an average grade of 0.38 ounces gold per ton. The balance was from Replacement Ore with an average grade of 0.63 ounces gold per ton.

B.C. Mineral Statistics Annual Summary Tables estimate placer gold production for the Cariboo District amounted to 2,622,400 ounces to year-end 1985. Total production was probably closer to 3 million ounces of gold, since between the discovery of placer gold in the Stanley-Wells-Bakerville gold fields in the 1860's and 1874, gold production was unrecorded. The first indications of sustainable hard rock mining in the Wells area were not realized until the 1920's, when A.E. Sanders located the Rainbow Claims. Fred Wells purchased the Rainbow Group of

Claims from A.E. Sanders and incorporated the Cariboo Gold Quartz Company ("C.G.Q. Company") in 1927. An adit was driven (1100 Level) in 1927, from an elevation of 4,375 ft. to intersect the quartz veins on the Rainbow Claims. These gold bearing quartz veins laid the basis for a mining operation at 50-60 TPD in 1933, increased to 100 TPD in 1935. Peak production of 350 TPD was reached in 1941. (40,000 ounces of gold annually).

During the period 1933 to 1959, the CGQ Mine produced 626,755 oz. of gold and 56,092 oz. of silver from 1,681,951 tons of quartz vein ore. A grade of 0.4 oz. gold per ton was required to meet pre-war production costs; this grade requirement had increased to 0.5 oz. gold per ton to meet production costs at the time of closure. Such a high grade was required because of the fixed gold price of US\$35.00 until 1971.

The CGQ Mint consists of 36 miles of underground development on 13 levels (900 to 2100 Levels), between elevations of about 4,800 and 3,350 feet. The 1500 Level main haulage extends 10,500 feet to the B.C. Shaft on the B.C. Vein. Iirelined raises from the 1500 Level and adits on the 1200 Level (4,300 feet), and 1000 Level (4,500 feet), provided access to upper Levels of the mine. Three shafts sunk internally from the 1500 Level to access the lower levels, these being the No.1 Shaft in the No. 1 Zone, No.2 Shaft in the Rainbow Zone, and the No. 3 Shaft in the Sanders Zone. By the late 1940's, all the mineralized zones were interconnected by underground workings.

In 1940-41, the main haulage-way was extended 5,500 feet to the B.C. Vein, at the southeast boundary of the Property. No exploration or development work was reported as being carried out on this drift extension. The drift extension was wide, ranging from 20-42 feet in width.

In October 1942, gold mining was classified as a non-war industry by the Federal Government of Canada, which meant gold mines received no priority for labour or supplies. As a result, gold mines in British Columbia were unable to hire replacement labor for the duration of the war, or obtain necessary mining supplies, consequently the mining operation lost viability and never recovered from the 50% decrease in production levels. The CGQ Company could not sustain the required level of exploration drilling or proper underground development work, and the blocked out reserves were depleted and not replaced. In 1944, the first Replacement Ore in the CGQ mine was found, by accident, in the Rainbow Zone.

Post-war development was concentrated in the No. 1, and The Tailings Zones, below the 1500 Level through the No. 1 Shaft, in the Rainbow Zone through the No. 2 Shaft and the No. 1 - No. 2 Shaft connection. Similarly development work was conducted on the Sanders Zone through the No. 3 Shaft, and also on the Pinkerton Zone. In 1948 the No. 1 Shaft was deepened to the 2100 Level and gold bearing quartz ore was mined by selective stoping. A major Replacement Ore body, grading 0.70 ounces of gold per ton, was discovered in the Tailings Zone in 1950.

The CGQ Company purchased the adjacent IM Mine_from Newmont Mining Corporation in 1954, and subsequently concentrated on the development of the higher value gold Replacement Ore prevalent in the IM Mine. The Replacement Ore grading 0.6 oz./ton gold, dictated that the CGQ Company should redirect mone of its resources towards development of the IM Mine, to the extent that by 1959, it was decided that production would only ensue from the IM Mine and mining at he CGQ Mine was discontinued. Of note is the fact that ore grades of 0.402 oz. per

ton from quartz ore, and 0.699 oz. per ton for Replacement Ore, were still being mined at the time of closure of CGQ Mine in 1959. Reserves were reported at the time of closure 115,010 tons, composed of 1952 reserve write down of 46,600 tons of 0.27 ounces gold per ton, for a contained 12,582 ounces of gold, and 68,410 tons at 0.37 ounces gold per ton equaling 25,311.7 ounces of gold.

In the 1957 CGQ Company Annual Report, E.E. Mason, P. Eng., stated:

"Figures include certain quantities also representing the six ore zones lying east of No. 1 Shaft, a distance of roughly 10,000 feet to the B.C. Shaft. They are not being worked, nor is any consideration being given to working them in the immediate future.

These are nominal quantities, not necessarily representative of the production possibilities of these zones. Rather can they be expected to resemble in productivity the three ore zones that have largely supplied the production of the last ten years and earlier. Ore grades and the major distances separating these from the active ore zones, however, render their development and exploitation impractical until an improved climate for gold production has evolved."

It is clear from CGQ Company Annual Reports at the time, that the decision to close the CGQ Mine was not based on a lack of reserves in the CGQ Mine, but was based on the concentration of effort mining Replacement Ore in the IM Mine. A higher average mined grade of ore of 0.5182 oz./ton was being mined from the adjacent IM Mine, which the CGQ Company acquired prior to closure of the CGQ Mine. This mineable grade was obviously more attractive when compared with the 0.402 oz./ton obtainable at the CGQ Mine.

In the 1960 CGQ Company Annual Report, E.E. Mason stated, "The CGQ Mine closed because of exhaustion of ore structures developed in the Tailings and No. 1 Zone. Development of new ore reserves within this region would require the deepening of the No. 1 Shaft and 2000 feet of lateral development on each level". CGQ Company was not able to build cash reserves capable of financing such an undertaking, although it continued operations at the IM Mine until 1967.

1966 Dolmage-Campbell, Mining Consultants reported, "There is no doubt in the writer's mind that the CGQ Mine has outstanding potential for exploration for Replacement Ore bodies. From the information available there is no reason not to expect as much Replacement Ore in the developed parts of CGQ Mine as have been mined from Island Mountain to date, namely about 500,000 tons, with untapped potential at depth".

OPEN PIT RESERVES

In 1980-81, development of open pit reserves of quartz gold ore within the Sanders Zone was conducted by Wharf Resources Ltd., formerly the Cariboo Gold Quartz Mining Company. Percussion drilling by Wharf Resources Ltd. reported as tlelineating 360,072 tons of probable reserves, grading 0.131 oz./ton.

In 1981, Scholtz Minerals Engineering completed a study on the data provided by Wharf Resources (Table 1), on the probable open pit reserves in the Sanders Zone. In 1984, Golder Associates (Consulting Geo-Technical & Mining Engineers) reviewed the data on the Sanders Zone, and confirmed the probable reserves, reporting:

"The Wharf holdings in the Cariboo district of British Columbia have the potential for the development of up to several million tons of gold ore reserves which may be available for surface mining. If the surface project should prove viable, then the potential exists for the discovery and development of additional high grade ore bodies, particularly of the massive sulfide replacement type, in the underground portions of the mine. The development of the underground reserve will probably be largely dependent on the success of the surface operation and on the cost of rehabilitation and development of the underground mine."

The 1981 Annual Report of Wharf Resources, disclosed that the company drilled three rotary drill holes on the 2,927,246 tons of tailings, which returned an average gold content value of 0.04 ounces per ton, the equivalent to approximately 120,000 ounces of gold. The Rainbow Zone rotary drill holes gave reported grades of 0.8 oz./ton gold over 42 ft., .305 oz./ton gold over 20 ft., and .032 oz./ton gold over 50 ft.

Two pilot holes drilled on the Pinkerton Zone returned significant gold values. These values broaden the area of potential open pit tonnage. The two best holes were 811B (0-45' grading .04 oz/ton gold) and 81-7 (0-44' grading .218 oz/ton gold).

Pan Orvana Resources Inc. in 1988-89, upon reviewing Wharf Resources data and completing a field study, reported that the total probable ore reserves were upgraded to 391,740 tons, grading 0.146 oz/ton gold on the Sanders Zone. See Table 1.

Pan Orvana also test drilled the Rainbow Zone from surface, and reported values of 0.586 oz/ton over 39.4 ft., and 0.451 oz/ton over 6.56 ft. This Rainbow Zone is open to depth, and requires further exploration work.

Further, Pan Orvana conducted percussion drilling on the B.C. Vein, southwest of the Pinkerton Zone, to test gold anomalies within the Wells Trend trenches. Previous trenching returned gold values as high as 1.21 oz/ton over 16.4 ft. The percussion drill holes were drilled at a 45 degree angle, in order to bottom directly below the trenches. DDH 89-01 was drilled 303 ft. near the lower trench, while DDH 89-02 was drilled 330 ft. near the upper trench. Quartz vein intersections assayed up to 0.035 oz/ton, but drilling recovery was poor. Core drilling will be conducted to obtain more accurate assay results of contained gold, and to verify the results from the percussion drilling, which normally understate actual values.

Table 1. Upgraded Ore Reserves - Sanders Zone.

| | Wharf 1 | Golder 2 | Pan Orvana 3 | 4 | 5 |
|---|---------|----------|--------------|-----------|-----------|
| Tonnage (ton) | 360,072 | 760,072* | 391,740 | 1,874,311 | 7,607,497 |
| Grade (oz/ton) | 0.13 | .112 | 0.146 | 0.092 | 0.026 |
| Tonnage Factor (ton/ft.3) | 0.083 | 0.078 | 0.078 | 0.078 | 0.078 |
| Bench Height (for assay composite, ft.) | 20.0 | | 32.8 | 32.8 | 32.8 |
| Cutoff grade (oz/ton) | 0.033 | | 0.032 | 0.016 | 0.0 |
| Maximum pit depth (ft.) | 140.1 | 400 | 196.9 | | |
| Strip ratio (waste:ore) | 2.4:1 | 3.2:1 | 2.5:1 | | |

- J.D. Taylor (1981), Scholz Minerals Engineering Inc., Probable reserves.
 Converted to imperial by International Wayside for comparison with Pan Orvana
- Golder & Associates (1984), (Cosulting Geo-Technical & Mining Engineers)
 Probable reserves 360.072 and 400.000 possible
- 3. A.A. Laird (1990), Pan Orvana. Realculated from data of Wharf.
- 4&5 A.A. Laird (1990), Pan Orvana. Global geological reserves, cases without confining pit boundary, calculated using polygons with 65.6 ft search radius on 32.8 ft. benches.

Subsequent to the ore reserve upgrading by Pan Orvana, R.W. Turner, C. Eng., in his 1989 report, compiled all the Pan Orvana data to calculate a statistical model (Table 2), of a producing open pit operation based on a 1000 TPD operation, using heap leaching as the principle recovery method, a strip ratio of 2:1, and grades of 0.128 oz per ton. The model is based on a 75% recovery rate. All metric values have been converted to imperial for continuity.

Table 2. R.W. Turner, C. Eng, open pit mine model.

| Operations months per year | 9 |
|--|----------------------|
| Operating days per year | 230 |
| Annual tons mined | 253,585 |
| Days sprinkling (8 months) | 243 |
| Tons waste mined | 507,166 |
| Pad grade (oz/ton) | 0.128 |
| Recovered grade (oz/ton @ 75%) | 0.096 |
| Recovered ounces/annum | 22,200 |
| Annual revenue @ \$350 gold price (US) | \$7.8 million US |
| | \$9.1 million CAN |
| Operating Costs per ton ore (CAN) | |
| Mining | 7.70 |
| Processing | 4.40 |
| General & administration | 3.00 |
| Total Unit Cost | 15.10 |
| Annual Operating Costs | \$3.22 million (CAN) |
| Operating Profits per Annum | \$5.88 million (CAN) |
| Pre-Production Capital Costs | \$9.00 million (CAN) |

Using the current gold price of (\$380 US) and current Canadian exchange rates, annual revenue are recalculated to be approximately Canadian \$12.0 million, resulting in an estimated annual operating profit of approximately Canadian \$8.8 million.

EXPLORATION TARGETS

The <u>Tailing Zone</u> is located at the north end of Jack of Clubs Lake. Wharf Resources Ltd. drilled 3 rotary drill holes on the 2.9 MT of tailings in 1981, which are located on the surface above the Tailings Zone itself. Drill results are reported to have returned values grading 0.04 oz/ton gold

per ton, indicating a contained 120,000 oz/ton gold. During the last 10 years of mining operations at the CGQ Mine, mining in the underground Tailings Zone was the primary source of mill feed, which was also the higher gold grade Replacemnt Ore. Gold mineralization below the 2000 Level is known to exist, but it has not been developed due to high development costs. Exploration work in the future below the 2000 Level will be conducted.

The No. 1 Zone is located approximately 700 ft. southeast of the Tailings Zone. This Zone was developed on the main 15 Level adit, and on five levels below, where Replacement Ore was discovered. These levels were a secondary source of mill feed in the years prior to the mine's closure. No. 1 Shaft was sunk to the 2000 Level. Like the Tailings Zone, gold mineralization is known to exist in the No. 1 Zone below the 2000 Level and to extend to an unknown depth Other mineral reserves are located in isolated locations, mainly in stope pillars within the No. 1 Zone.

The Rainbow (2) Zone, which borders the No. 1 Zone to the east, may well project through the surface. Ore grades during production, exceeded 0.409 ounces per ton from 12 to 20 Level until January 31, 1948. This Zone produced 48% of the total tonnage mined and 54% of the gold produced. The Pan Orvana drilling on the Rainbow Zone encountered a section of Replacement Type ore, which ran 0.531 oz/ton gold over 39.4 ft. This coincides with the plotted location of the high grade intersection encountered by Wharf Resources in 1980. The Pan Orvana drill hole 89-04 returned gold values as high as .451 oz/ton gold over 6.56 feet. It is anticipated the Rainbow Zone projects through to surface, and will prove to be of considerable value. An underground drill program and surface trenching is planned, the drilling to be tocated on the 1200 Level and directed to surface.

The <u>Sanders (3) Zone</u> is located approximately 1000 ft southeast of the Rainbow Zone and projects through to surface. A great deal of exploration work has been enducted to prove up open pit reserves within this Zone. Gold grades obtained from this zone underground between the 9 and 12 Levels ranged up to 0.41 oz per ton. The zone was originally developed from surface down to the 19 Level. Exploration has been limited to the 18 and 19 Levels, but the Replacement Ore is believed to extend below these levels as the zone is open to depth.

The Pinkerton (4) Zone projects to surface at an elevation of 4,500 feet, within a few hundred feet of Lowhee Creek. Records show the existence of a zone of extensive veining (27 veins), between the 12 and 15 Levels, within the Pinkerton Zone. This area of veining is known to project approximately 300 feet between the 15 main cross cut and the Lowhee Fault. A section of this vein area graded 0.25 oz/ton, over a width of 6.7 feet and a length of 30 ft. Most of the 27 veins remain unexplored, as the grade was considered to be too low to be profitable with previous mining methods, and smaller scale milling operations. Parallel structures which were mined graded 0.43 oz/ton gold, and the Wharf tests in 1981 produced results which were regarded as most encouraging for open pit potential.

The two best holes reported (0-45' graded .04 oz/ton gold) and (0-44' graded .218 oz/ton gold). Exploration work on the Pinkerton Zone is planned for the future.

The <u>Butts (5) Zone</u> is located approximately 1000 feet southeast of the Pinkerton Zone and was partially developed between the 12 and 15 Levels. Some drifting was done but no stoping.

Exploration work was conducted on the favorable area along the Lowhee Fault (Skerl 1948). A number of auriferous veins were mapped and sampled prior to 1948. A zone of oxidized Replacement Ore, assaying 1.34 oz/ton over 0.3 feet, was returned near surface at the Baker contact, near the north end of the Butts Zone. Surface exploration should be focused on defining these Replacement Ores.

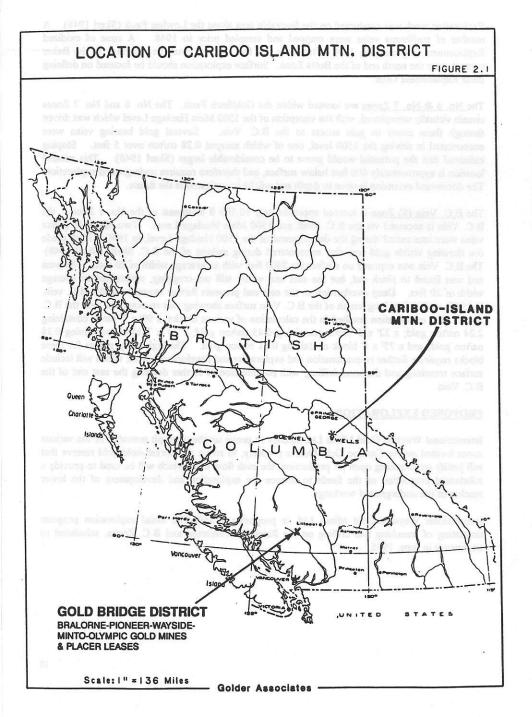
The No. 6 & No. 7 Zones are located within the Goldfinch Fault. The No. 6 and No. 7 Zones remain virtually unexplored, with the exception of the 1500 Main Haulage Level which was driven through these zones to gain access to the B.C. Vein. Several gold bearing veins were encountered in driving the 1500 level, one of which assayed 0.28 oz/ton over 5 feet. Stoping indicated that the potential would prove to be considerable larger (Skerl 1948). This mineral location is approximately 600 feet below surface, and therefore requires underground exploration. The downward extension is open to depth and will be investigated in the future.

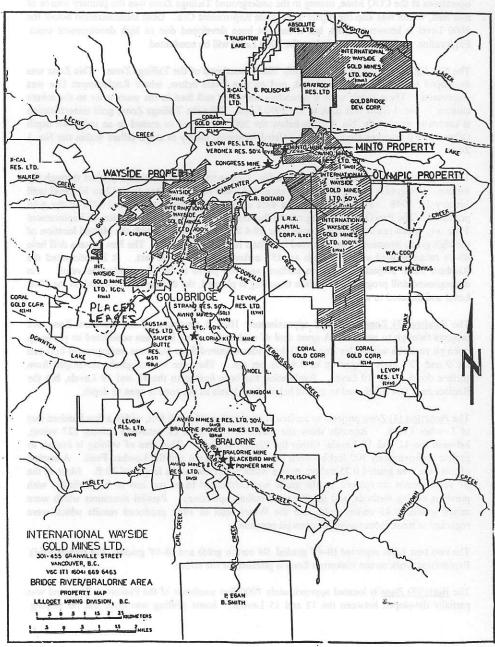
The <u>B.C. Vein (8) Zone</u> is located approximately 10,500 ft southeast of the No. 1 Zone. the B.C. Vein is accessed via the B.C. Shaft and 1500 Main Haulage Level. Two mineable quartz veins were intersected during the development of the 1500 Haulage Level, in 1940. High grade ore showing visible gold was also encountered during sinking of the B.C. Shaft. (Skerl 1948). The B.C. Vein was exposed on surface for 2400 feet with an average width of 20 feet. The west end was found to pinch out, but the east end where still out-cropping, maintained an average width of 20 feet. Deep overburden an the east end prevents further exposure of the B.C. vein. In 1947, an 800 foot long length of the B.C. Vein surface showing was re-examined near the B.C. Shaft. The examination resulted in the calculation of various blocks; a 90' x 7' block containing 2.24 oz/ton gold; a 22' x 5' block containing 0.45 oz/ton gold. The high assay grades for these blocks require a further re-examination and exploration and development work which will include surface trenching and diamond drilling, with the intention of further defining the east end of the B.C. Vein.

PROPOSED EXPLORATION

International Wayside Gold Mines Ltd. intends to prove up the open pit potential of the various zones located on the Cariboo Gold Quartz property, to arrive at a thresh-hold gold reserve that will justify commencing open pit production, the cash flow from which will be used to provide a substantial proportion of the funds to finance the exploration and development of the lower reaches of the underground workings.

International Wayside Gold Mines Ltd. is proposing a \$100,000 initial exploration program consisting of trenching and drilling on the Rainbow, Pinkerton and B.C. Zones, scheduled to commence in June, 1995.





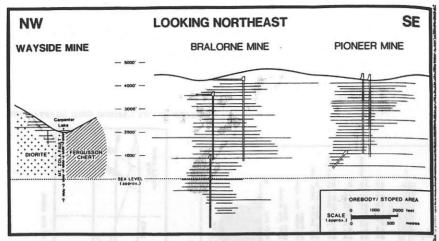


Figure Bl3. Schematic longitudinal section through Wayside mine for comparison with Bralorne and Pioneer mines (after James and Weeks, 1961; Bellamy and Saleken, 1983; B.C. Ministry of Energy, Mines and Petroleum Resources, Wayside Property File, unpublished mans).

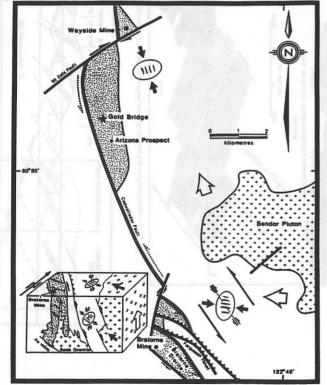
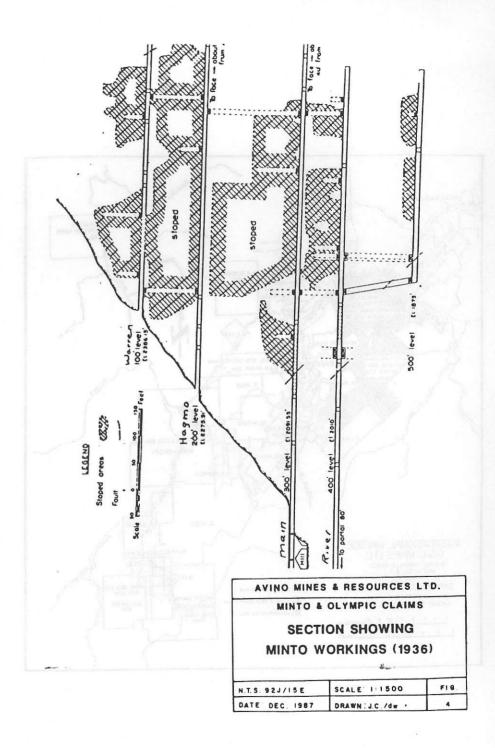
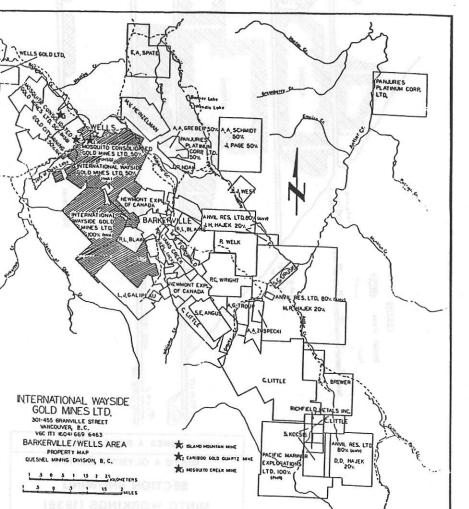
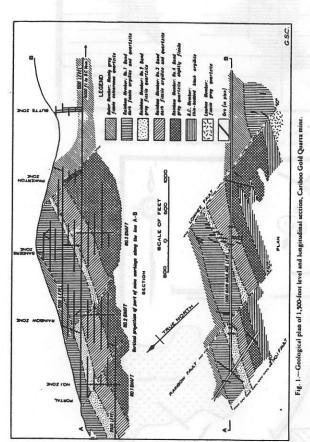


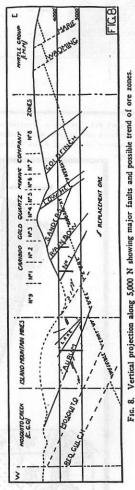
Figure B12. Geological sketch map of the Braiorme mine - Mayaide mine area. Apparent sections of strain ellipsoids and direction of maximum compressive stress showing resultant dilations (gold wains) and faults. Inset block diagram of Braiorme mine shows section of plumpine strain ellipsoid and resultant cold wains and faults.



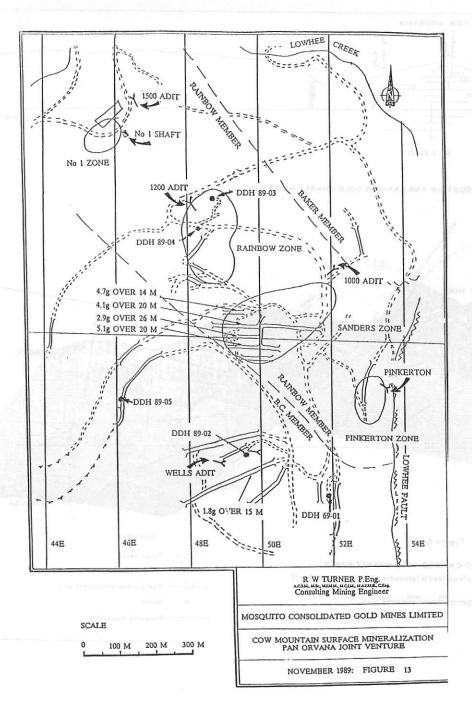
GEOLOGY OF THE CARIBOO GOLD QUARTZ MINE.

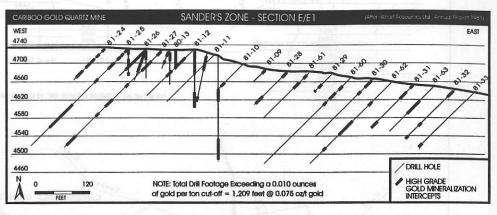






ore jo faults and possible trend Vertical projection along 5,000 N showing major





| FORMER GOLD PRODUCERS, WELLS & BARKERVILLE AREA | | | | | |
|---|-------------------|--------------------------|----------------------------------|--|--|
| | Years Operated | Kilograms Au Produced | Today's Value @C\$550 per oz. | | |
| Hardrock: | | | | | |
| Cariboo Gold | | | | | |
| Quartz | 1933-59 | 19,530 | 345,340,000 | | |
| Cariboo-Hudson | 1938-39 | 160 | 2,830,000 | | |
| Island Mountain | 1934-67 | 17,720 | 313,340,000 | | |
| Placer: | | | | | |
| Cariboo District | 1860-94 | +62,200 | +1,099,860,000 | | |
| Total | | +100,680 | +1,780,290,000 | | |

