

Cariboo-Likely Project

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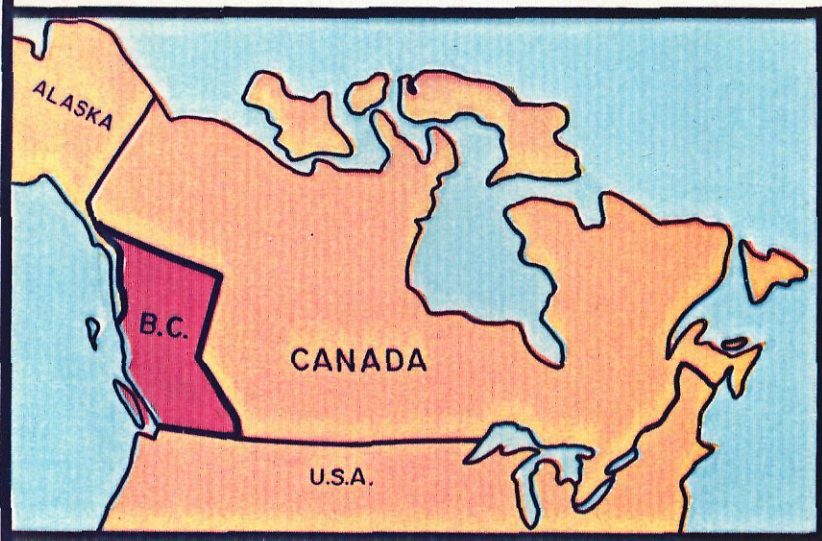
Mt. Calvary Resources Ltd.

1027 - 470 Granville Street, Vancouver, B.C. V6C 1V5 • Tel: (604) 687-1658

EXPLORATION FINANCING PROPOSAL

September 28, 1984

MT. CALVERY RESOURCES LTD.



CARIBOO - LIKELY GOLD PROJECT

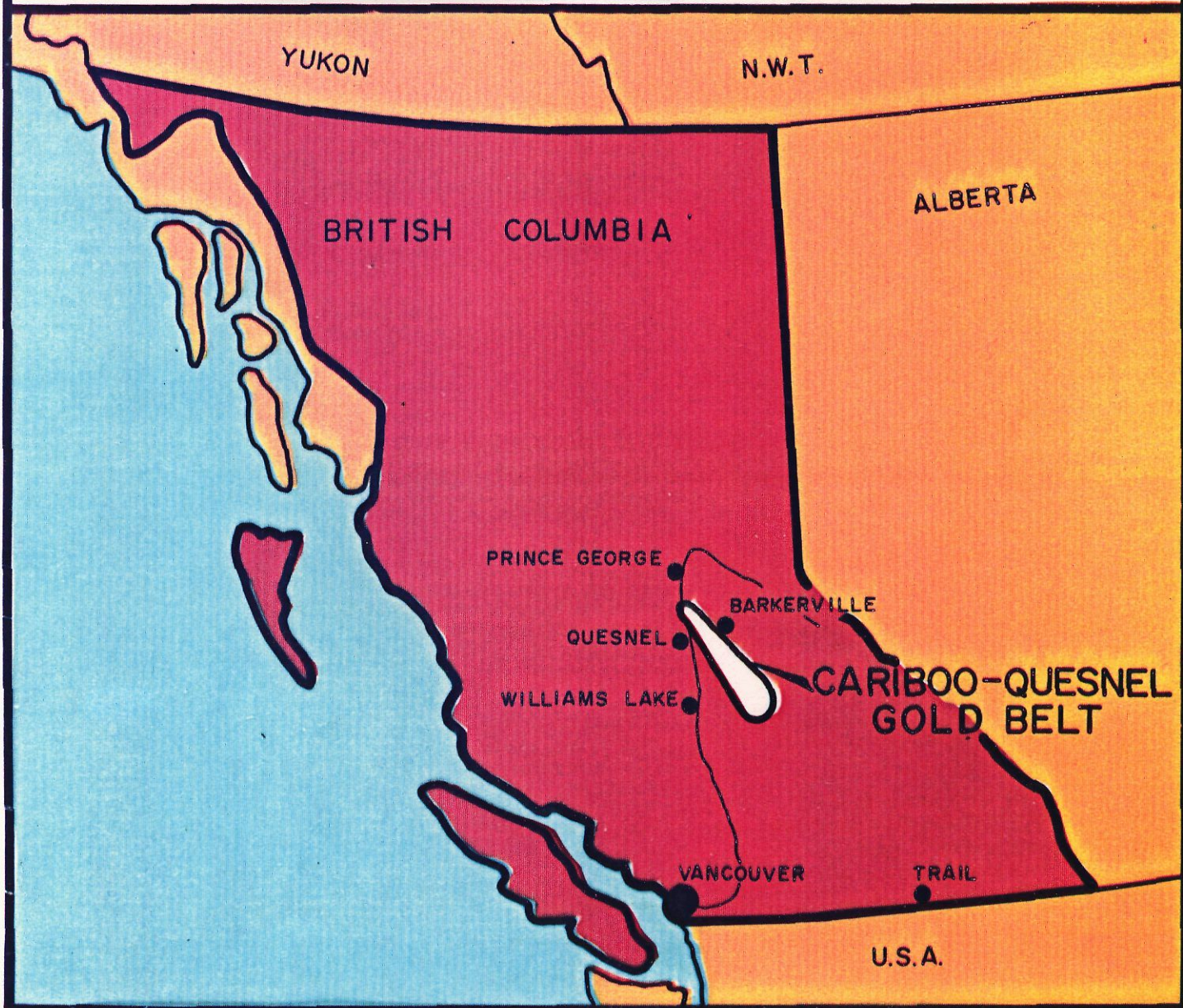


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Exploration Data

Right to earn 50%
by issue 200,000 shares
Spent \$700,000 by Dec 31/85
In pay able to vendor
Vendor via 1% NSR.

Cash: \$16,000 paid
30,000 Mar 31/85
30,000 " 1/86
30,000 " 1/87
Shares: 25,000 now
25,000 Mar 31/85
25,000 " 1/86
25,000 " 1/87

Mt. Calvery Resources Ltd.

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September 28, 1984

SUMMARY

Mt. Calvery Resources Ltd. has the right to earn interests in two contiguous mineral properties, the Cariboo-Likely and the CPW, located east of the community of Likely, within the Cariboo-Quesnel Gold Belt.

Mt. Calvery's first year of exploration on the property has resulted in the delineation of at least six large target areas holding potential for gold deposits. Exploration expenditures to date are in the order of \$400,000.

The most advanced target is the Madre Gold Zone located on Spanish Mountain, where gold occurrences have been discovered by trenching within a 400 x 750 metre (1300 x 2500 feet) gold geochemical anomaly containing values in soil ranging from 200 to 5100 parts per billion gold. The Madre Zone is near the southeastern limit of the 5 km (3 mile) long Spanish Mountain Gold Zone which was recently delineated by anomalous gold in soil assaying over 200 parts per billion.

Two east-west trending bedrock trenches, placed about 55 metres (180 feet) apart near the southern end of the Madre Zone, have cut gold horizons hosted within phyllite and siltstone rocks. The mineralization generally appears to be stratiform in nature, which implies the possibility for continuity of grade and large tonnage potential minable by open pit methods. Better grades average 0.10 ounces per ton gold over widths of up to 50 feet.

The Madre Gold Zone constitutes an important new find within the Cariboo-Quesnel Gold Belt.

The ultimate dimensions of the mineralized horizons are yet to be determined although continued prospecting within the overall Madre geochemical anomaly is reportedly turning up new surface occurrences of gold on a daily basis. Further trenching, followed by drilling will commence once fill-in geochemical surveys, prospecting and geological mapping are completed.

Mt. Calvery is inviting response from prospective participants to a financing proposal that will further exploration and development of gold targets presently defined within the Cariboo-Likely and CPW properties. The financing proposed will allow the earning of a controlling interest in the company through staged options to purchase treasury shares of Mt. Calvery.

Then vendor can
retain 20% working int.
OR 10% NP
On production notice:
10% working int.
or
2% NSR
+ 100,000 shares

Mt. Calvery Resources Ltd.

1027 - 470 Granville Street, Vancouver, B.C. V6C 1V5 • Tel: (604) 687-1658

September 24, 1984

PRINCIPAL TERMS OF MT. CALVERY FINANCING PROPOSAL

1. The Participant will have the right to finance Mt. Calvery Resources by way of subscription to private placements of Mt. Calvery treasury shares, which transaction would be subject to approval of the Regulatory Authorities. The exercise of all subscription options would earn the Participant effective control of Mt. Calvery and its resource assets.
2. Funds so provided for exploration work would be expended on mutually acceptable programs of work.
3. Exploration expenditures may be designated as "CEE flow-through" for the benefit of the Participant.
4. No further issuance of shares other than by way of this financing agreement and existing agreements would be allowed.
5. Mt. Calvery would act as Operator with the Participant providing on-site representation.
6. On-going financing after each subscription would be at the option of the participant.

7.	<u>On or Before</u>	<u>Shares</u>	<u>Price/Share</u>	<u>Total Funds</u>	<u>Cee Flow Through</u>	<u>Allocated to Working Capital</u>
				\$	\$	\$
Initial Subscription		300,000	\$1.00	300,000	200,000	100,000
1st Option	Feb 1/85	400,000	\$1.50	600,000	500,000	100,000
2nd Option	Feb 1/86	600,000	\$2.00	1,200,000	1,000,000	200,000
3rd Option	Staged according to budget	1,600,000	\$2.50	4,000,000	3,400,000	600,000
		<u>2,900,000</u>		<u>6,100,000</u>	<u>5,100,000</u>	<u>1,000,000</u>
4th Option	Guarantee of production financing	1,000,000				
		<u>3,900,000</u>				

NOTE: Total shares issued and subject to issue - 3,872,795
 Shares available to financing participant - 3,900,000
 7,772,795

Mt. Calvary Resources Ltd.

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SHARE STRUCTURE

(As at September 24, 1984)

AUTHORIZED CAPITAL 10,000,000 Common Shares

ISSUED:

Free Trading	2,110,995	
Escrowed	375,000	
CEE Flow-Through(1-yr hold till May/85).....	305,000	
Carolin Mines (Sec.55 Restr. - 1st Issue).....	<u>50,000</u>	

TOTAL ISSUED TO DATE 2,840,995

SUBJECT TO ISSUE: (By Way of Existing Agreements)

a) Proposed Public Financing		500,000
b) Carolin Mines(Dec.31/84 - Cariboo-Likely Option)	<u>50,000</u>	
" " (June 30/85 " " ")	50,000	
" " (Dec.31/85 " " ")	<u>50,000</u>	150,000
c) Mariner J.V. (Upon approvals - CPW Option	<u>25,000</u>	
" " (March 31/85 " " ")	25,000	
" " (March 31/86 " " ")	25,000	
" " (March 31/87 " " ")	25,000	
" " (Upon Production Notice - CPW	<u>100,000</u>	200,000
Stock Options(Exercisable until 1988	<u> </u>	<u>181,800</u>

TOTAL PRESENTLY ISSUED AND SUBJECT TO ISSUE 3,872,795

DISTRIBUTION (Estimated)

Directors & Insiders Presently Issued:

Escrow Shares	375,000	
Free Shares	<u>520,000</u>	895,000

Directors & Insiders Subject to Issue:

Directors Stock Options	121,200	
Employee Stock Options	<u>60,600</u>	181,800

Carolin Mines Ltd. - Cariboo-Likely Property:

Presently Issued	50,000	
Subject to Issue	<u>150,000</u>	200,000

Mariner Joint Venture - CPW Property:

Subject to Issue	<u>200,000</u>	200,000
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Mt. Calvery Resources Ltd.

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September 24, 1984

PROPERTY AGREEMENT SUMMARY

CARIBOO-LIKELY PROPERTY (Mineral Claims = Claims Units)
CAROLIN MINES LTD. SUBJECT TO UNDERLYING VENDOR, R.E. MICKLE

Mt. Calvery Resources Ltd. holds the right to acquire a 50% right, title and interest in the Cariboo-Likely Property by issuing 200,000 shares to Carolin Mines Ltd. and expending \$700,000 on or before December 31, 1985. To date, Mt. Calvery has issued to Carolin a total of 50,000 shares and has expended approximately \$380,000, of which \$305,000 were CEE Flow-Through Share expenses.

The property is subject to an underlying Vendor's agreement under which the vendor is entitled to receive cash option payments of \$5,000 each April 1st and October 1st until one or more of the claims is placed into production, at which time the vendor is entitled to annual payments in the amount of the greater of \$10,000 and an amount equalling a royalty based upon production (up to 1% NSR) until the sum of \$1 million has been so paid to the underlying vendor.

Upon Mt. Calvery earning its 50% interest, all ongoing operations with respect to the property shall be under a Joint Venture Agreement which terms provide for Mt. Calvery to be Operator as long as it holds at least a 50% interest; the Operator to have a casting vote during the 50-50 participation stage; a dilution of interest clause for non-contribution at the rate of 5% reduction for every \$100,000 of non-contribution; and conversion of a party's working interest to a 20% Net Proceeds Royalty Interest upon a party's working interest being diluted to 20%.

All claims presently held pursuant to the agreement are registered in the name of Mt. Calvery Resources Ltd.

CPW PROPERTY (1 Mineral Claim = Claims Units)
MARINER JOINT VENTURE/WHITECAP ENERGY INC. AGREEMENT

Mt. Calvery holds the right to acquire 100% right, title and interest in and to the CPW Property by making cash payments totalling \$110,000 and issuing 100,000 shares to the Mariner Joint Venture on or before March 31, 1987.

Upon Mt. Calvery acquiring its interest as aforesaid, Whitecap Energy Inc has the right to contribute as to a 20% working interest or converts its right to a working interest to a 10% Net Profits Royalty from production.

Upon Mt. Calvery issuing a production notice with respect to the Property, the Mariner Joint Venture has the right to participate as to a 10% working interest or converts its right to a working interest to a 2% Net Smelter Return interest. The Mariner Joint Venture is also entitled to receive an additional 100,000 shares of Mt. Calvery upon issuance of a Production Notice based upon a feasibility study. If the Mariner J.V. has converted to a 2% NSR interest, Mt. Calvery holds the right to purchase the said NSR interest by paying Mariner \$1.5 million.

At all times, Mt. Calvery shall be the Operator of the Property.

PESO B and PESO E PROPERTY

Mt. Calvery holds the right to acquire the PESO B and PESO E claims. It is understood that such acquisition would form part of the Carolin CARIBOO-LIKELY PROPERTY.

Mt. Calvary Resources Ltd.

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CARIBOO-LIKELY PROJECT

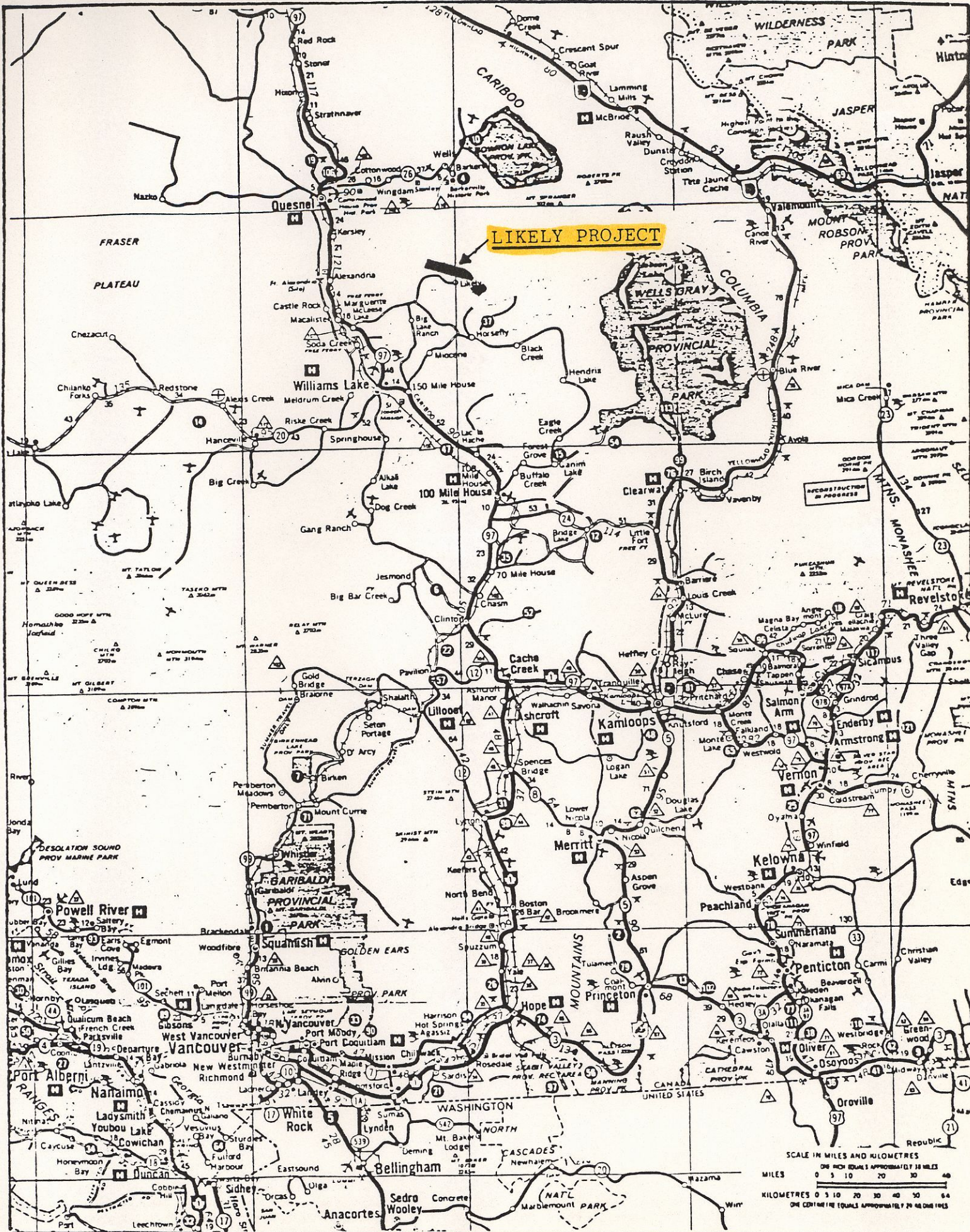
SCHEDULE OF EXPLORATION EXPENDITURES

FOR THE PERIOD ENDING: August 31, 1984

	<u>Total Year to Date</u>
Assays and geochem analyses	71,468.85
Camp Maintenance	8,504.57
Consulting fees	2,743.76
District - Phone, Expediting	1,055.70
Field supplies/equipment	5,961.31
Maps, printing, drafting	17,436.59
Property acquisition & option payments	22,375.00
Property maintenance	14,380.00
Rotary wing - Helicopter	1,882.67
Salaries - Regular	67,468.76
Surveys - Geochemical	79,768.85
Surveys - Geophysical	36,522.20
Surveys - Other	396.54
Transportation	10,624.33
Trenching & Roads	5,398.33
Misc. Indirect	211.74
Project Management Fees	34,042.68
	<hr/>
TOTAL	380,241.88
	<hr/> <hr/>



MADRE ZONE - South Trench
September 1984



LIKELY PROJECT

SCALE IN MILES AND KILOMETRES
ONE INCH EQUALS APPROXIMATELY 16 MILES
MILES 0 5 10 20 30 40
KILOMETRES 0 5 10 20 30 40 50 60
ONE CENTIMETER EQUALS APPROXIMATELY 2.5 KILOMETRES

122°00'

45'

30'

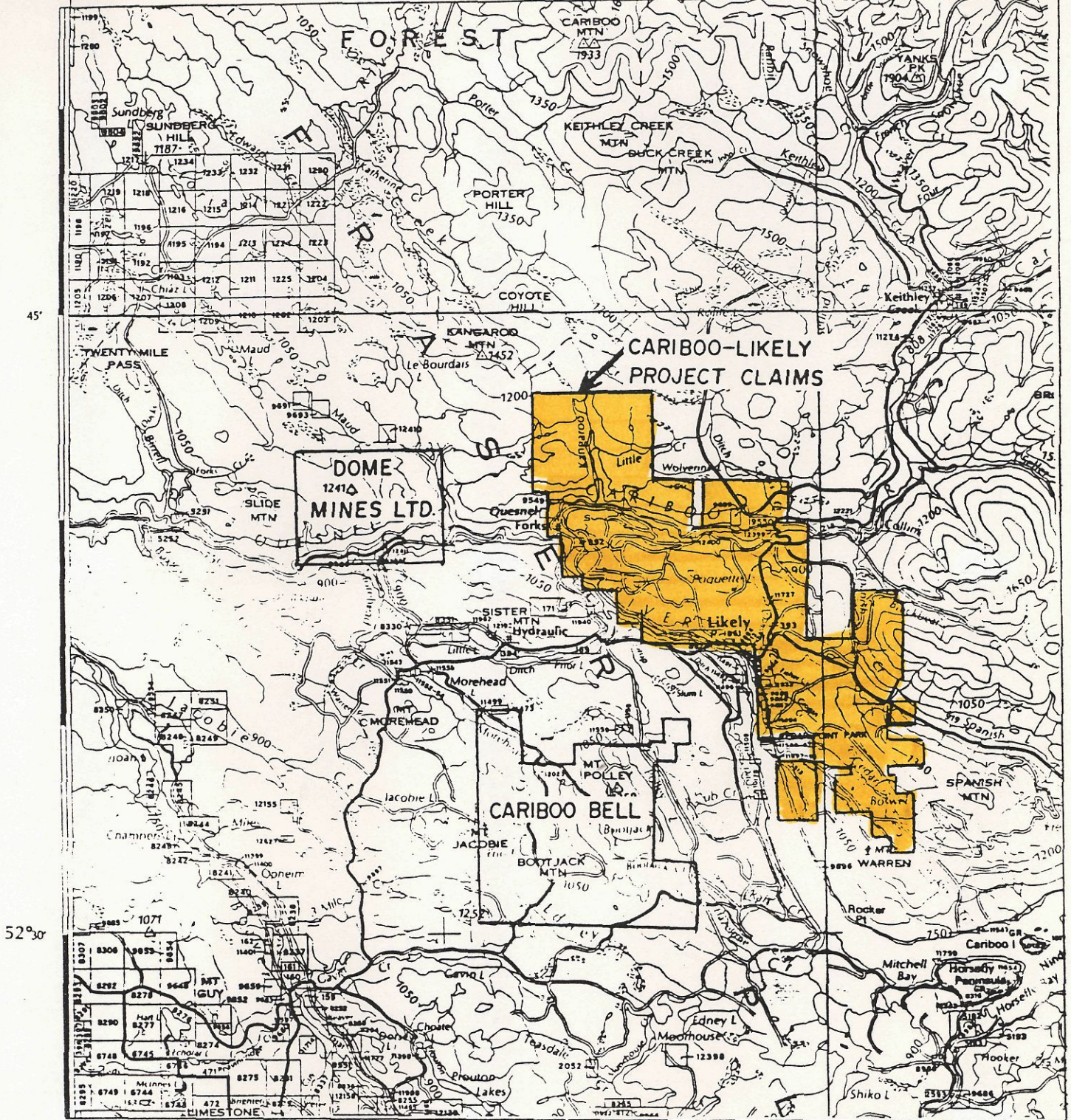


FIGURE 2

MT. CALVERY RESOURCES LTD.

LOCATION OF CLAIMS

MAP: 93A/12E

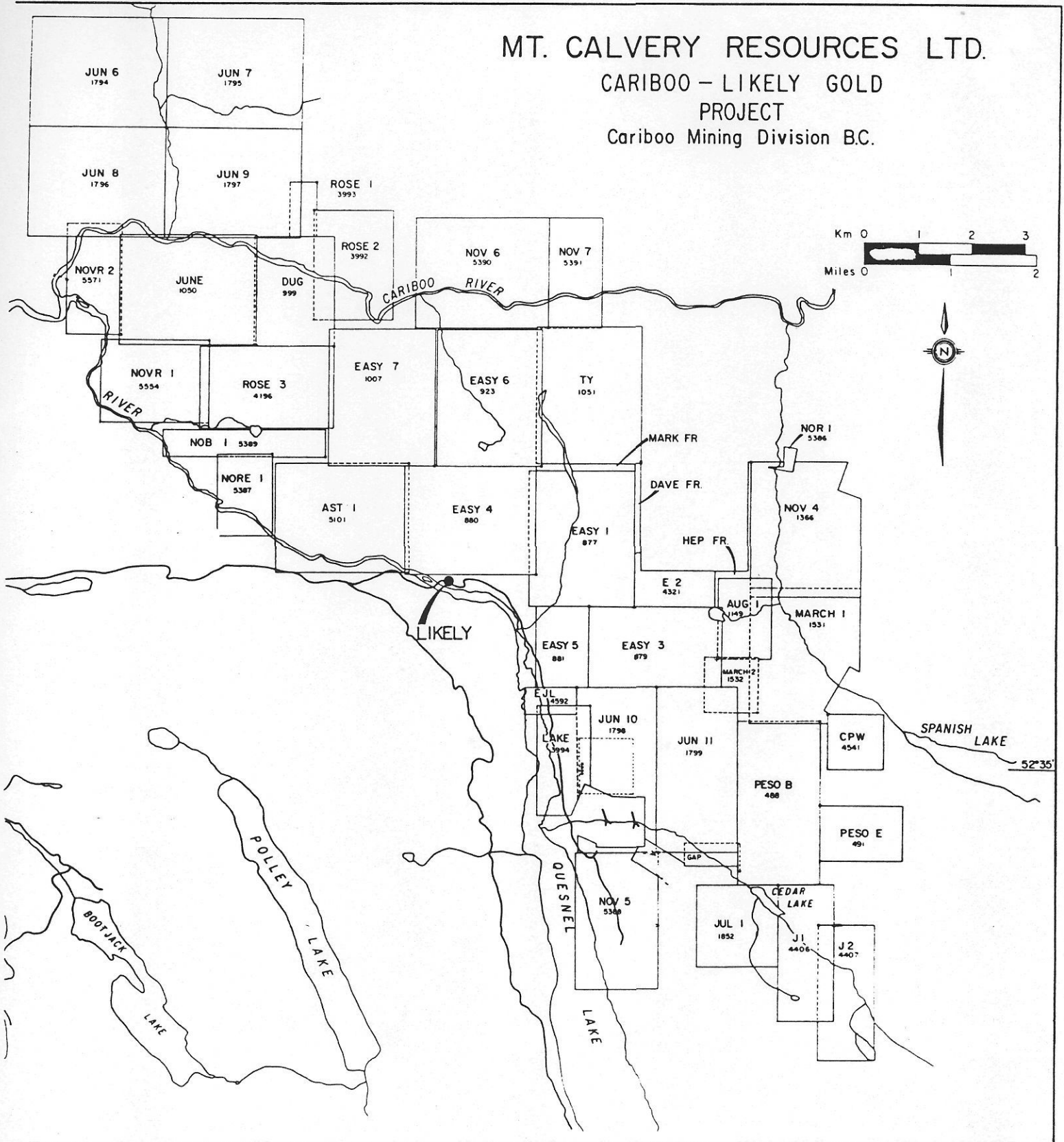
SCALE 1:250,000

11W & 12E

MT. CALVERY RESOURCES LTD.

CARIBOO - LIKELY GOLD PROJECT

Cariboo Mining Division B.C.



CARIBOO-QUESNEL GOLD BELT

FIGURE 4

REGIONAL GEOLOGY

MT. CALVERY RESOURCES and CAROLIN MINES

- PLACER GOLD
- GOLD SOIL ANOMALY
- GOLD MINERALIZATION
- PORPHYRY COPPER GOLD MINERALIZATION

JURASSIC

SYENITE, DIORITE, SUB-VOLCANICS

BASALT, ANDESITE, ARGILLITE

U. TRIASSIC

METASEDIMENTS / METAVOLCANICS

QUESNEL TROUGH

GEOLOGY AFTER GSC OF 574

Revised FEB 1984

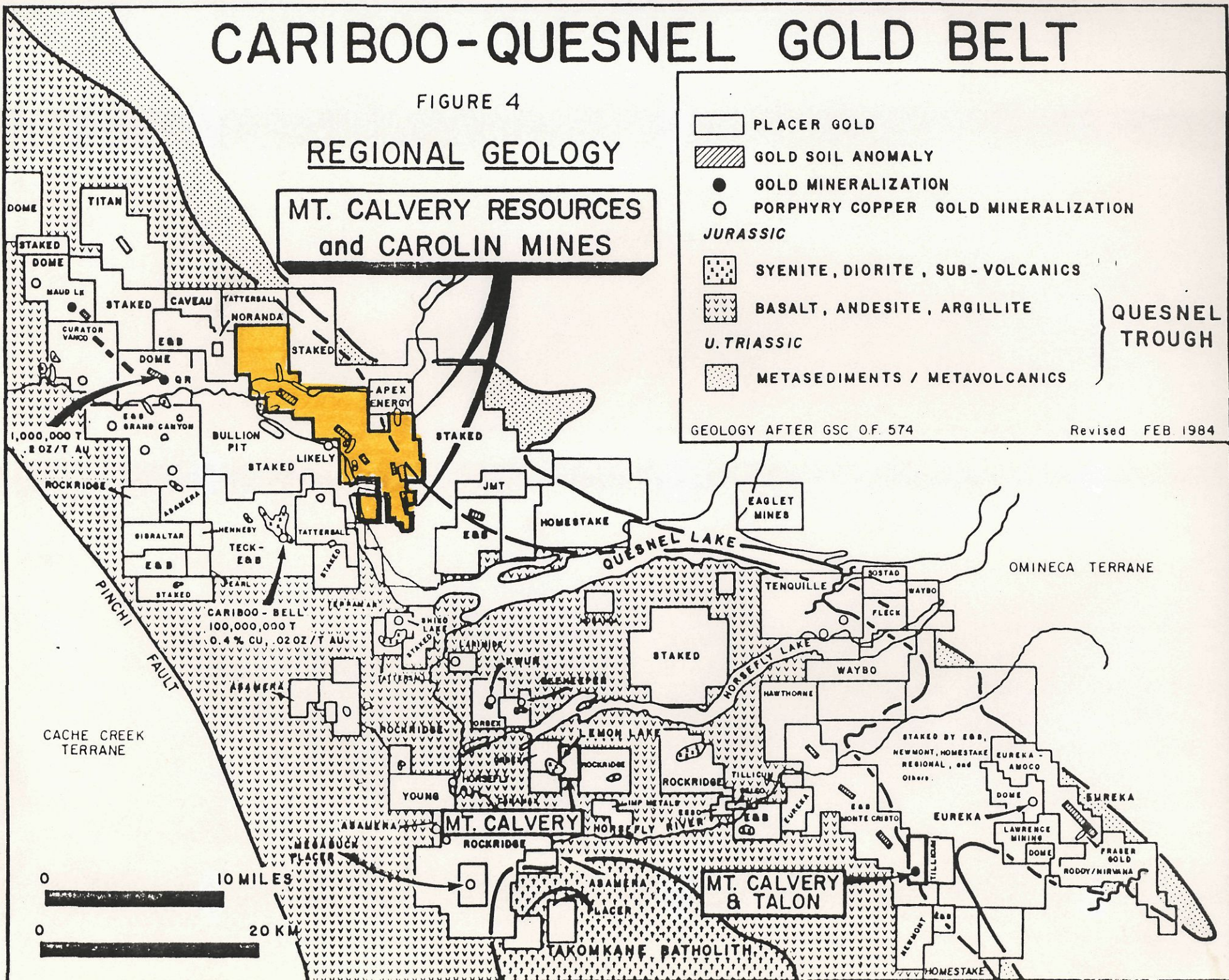
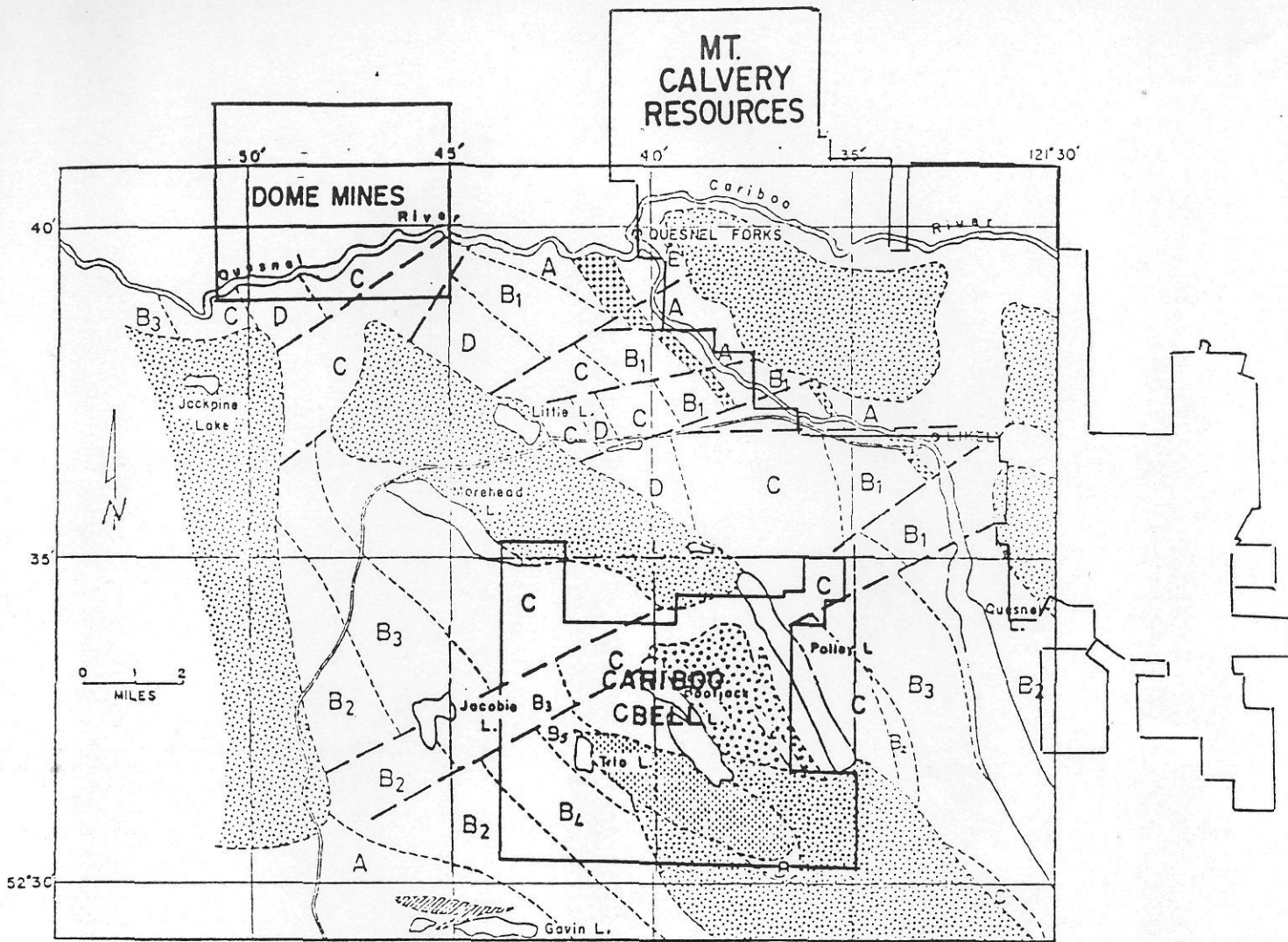


Figure 4



LEGEND

SEDIMENTARY AND VOLCANIC ROCKS	
PLEISTOCENE	[Symbol: Dotted pattern] GLACIAL, FLUVIOGLACIAL, AND FLUVIAL GRAVELS
CRETACEOUS (?)	[Symbol: Box with 'E'] QUARTZOFELDSPATHIC GRITS AND SANDSTONES
MIDDLE JURASSIC (?)	
LOWER JURASSIC	[Symbol: Box with 'D'] MAROON TRACHYBASALT FLOWS AND BRECCIAS, GENERALLY ANALCITE BEARING
	METANGIAN
	[Symbol: Box with 'C'] POLYLITHOLOGIC VOLCANIC BRECCIAS, CONGLOMERATES, SANDSTONES, MINOR LIMESTONE
	[Symbol: Box with 'B1'] HORNBLENDE-PYROXENE BASALT FLOWS AND BRECCIA
	[Symbol: Box with 'B2'] PYROXENE BASALT SLUMP BRECCIAS
	[Symbol: Box with 'B3'] MAROON PYROXENE BASALT FLOWS AND BRECCIA, LOCALLY ANALCITE BEARING
---	[Symbol: Box with 'B1'] GREEN AND GREY PYROXENE BASALT PILLOW LAVAS AND BRECCIAS, LOCALLY ANALCITE BEARING
	[Symbol: Box with 'B1'] GREEN AND GREY PYROXENE HORNBLLENDE BASALT BRECCIA AND HORNBLLENDE ANDESITE BRECCIA
	NORIAN (?)
UPPER TRIASSIC (?)	[Symbol: Box with 'A'] DARK GREY CALCAREOUS CONGLOMERATES, SANDSTONES AND ARGILLITES, VOLCANICLASTIC TOWARD TOP

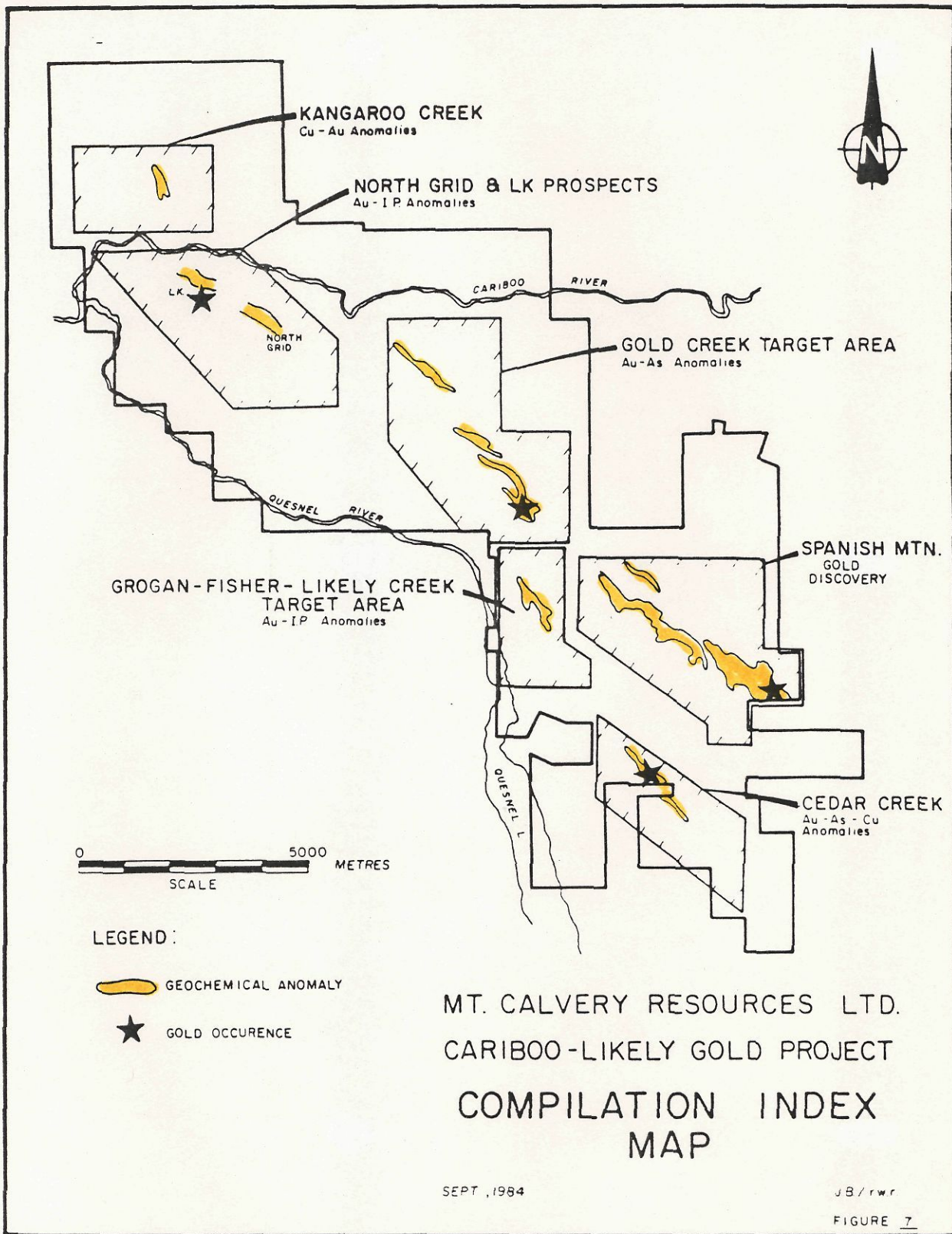
INTRUSIVE ROCKS	
[Symbol: Box with diagonal lines]	GAVIN LAKE STOCK - QUARTZ MONZONITE
[Symbol: Box with horizontal lines]	BOOTJACK STOCK - MEDIUM TO COARSE-GRAINED LIGHT GREY NEPHELINE SYENITE
[Symbol: Box with vertical lines]	MOUNT POLLEY STOCK - FINE TO MEDIUM-GRAINED SYENITE, MONZONITE, AND DIORITE
[Symbol: Box with cross-hatch]	FINE TO MEDIUM-GRAINED HORNBLLENDE DIORITE AND MONZONITE

SYMBOLS	
[Symbol: Dashed line]	GEOLOGICAL CONTACT
[Symbol: Solid line]	FAULT
[Symbol: Thick solid line]	MAIN ROAD

FIGURE 5
MT. CALVERY RESOURCES LTD.

**GENERALIZED GEOLOGY
OF
CARIBOO-LIKELY
PROJECT AREA**

BY D.G. BAILEY, 1975



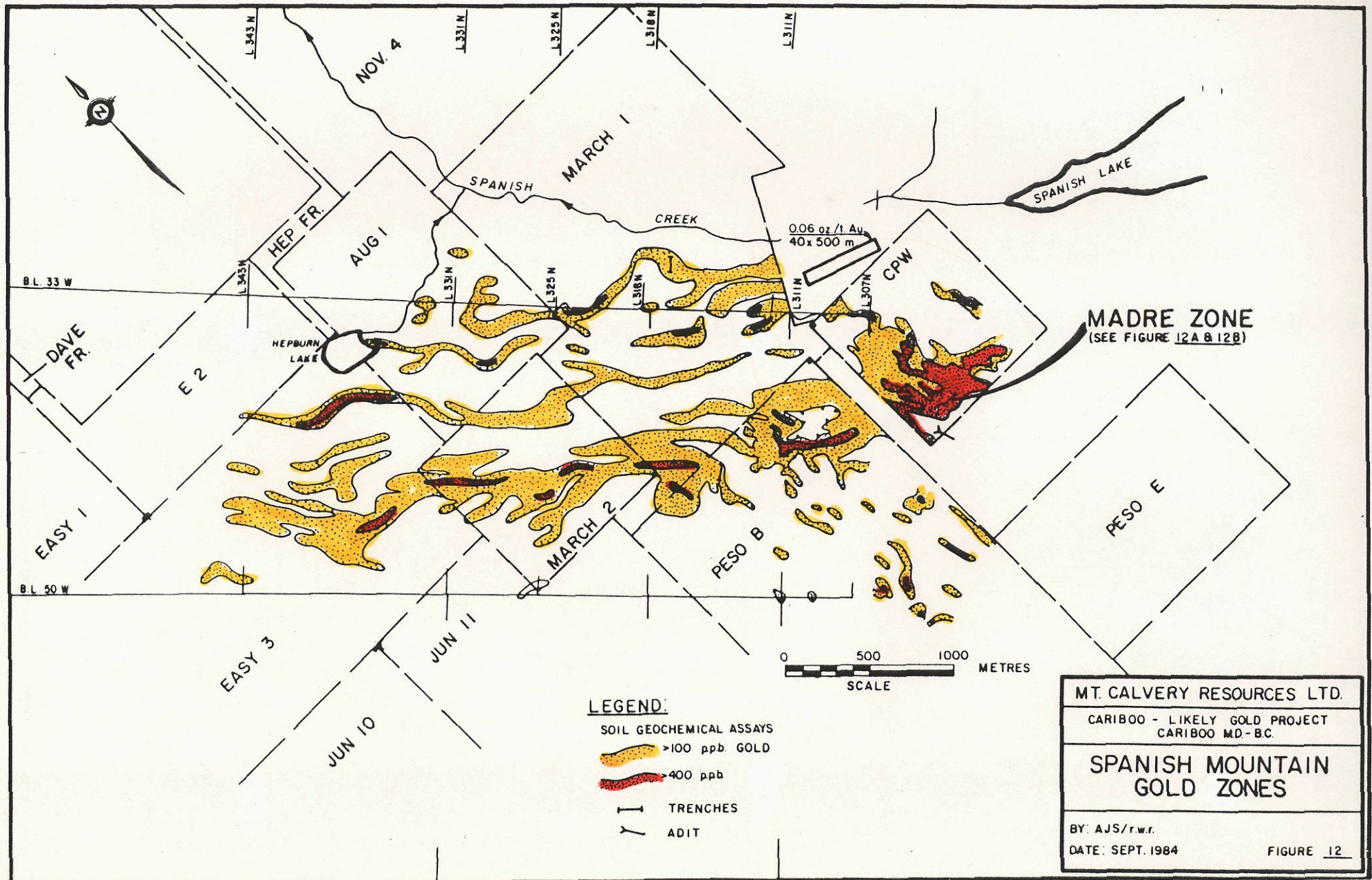


FIGURE 12

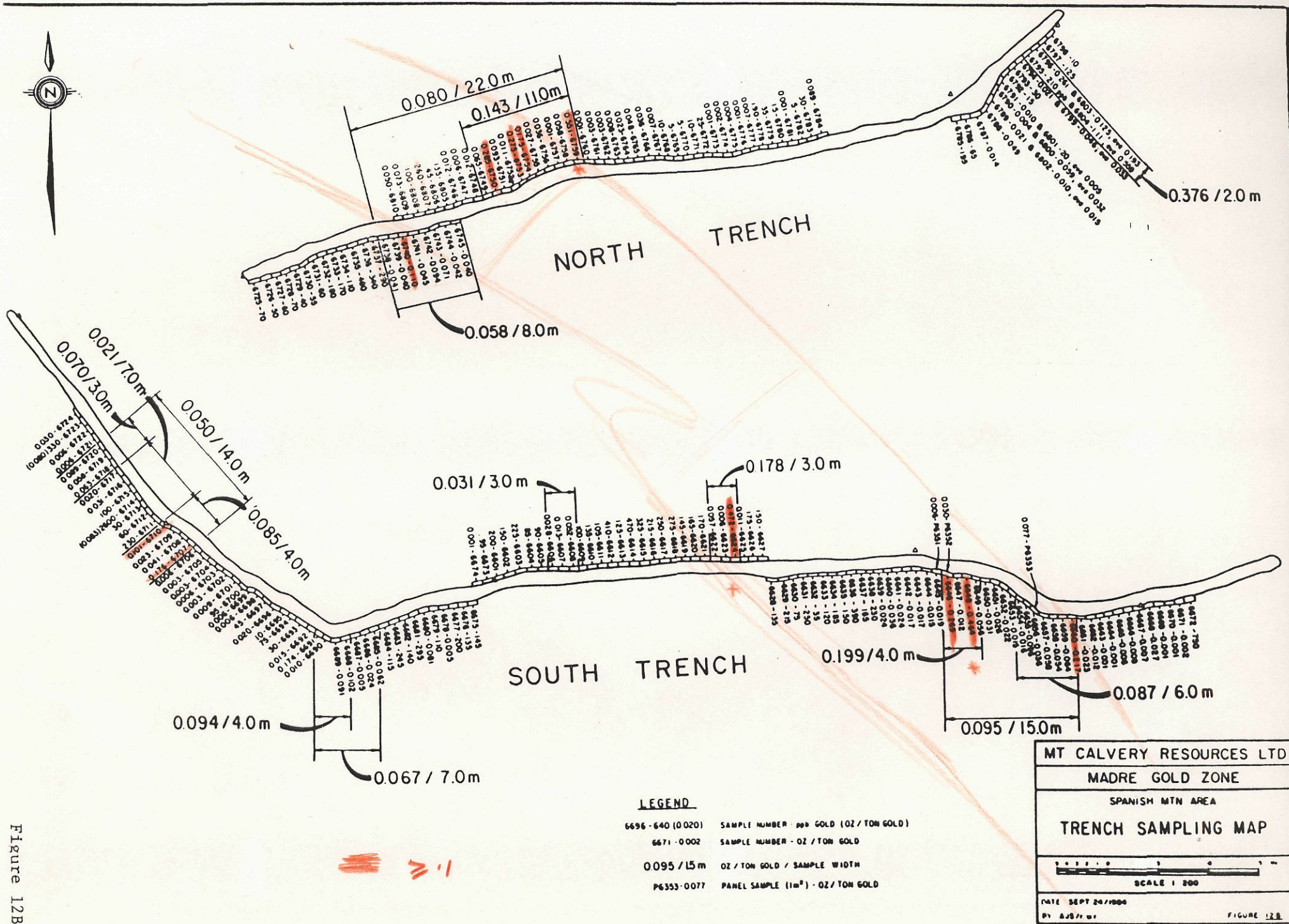


Figure 12B



LEGEND:

OUTCROP

SAMPLE N ^o .	WIDTH SAMPLED(m)	ASSAY OZ. / TON GOLD
5597	0-1.28	0.107

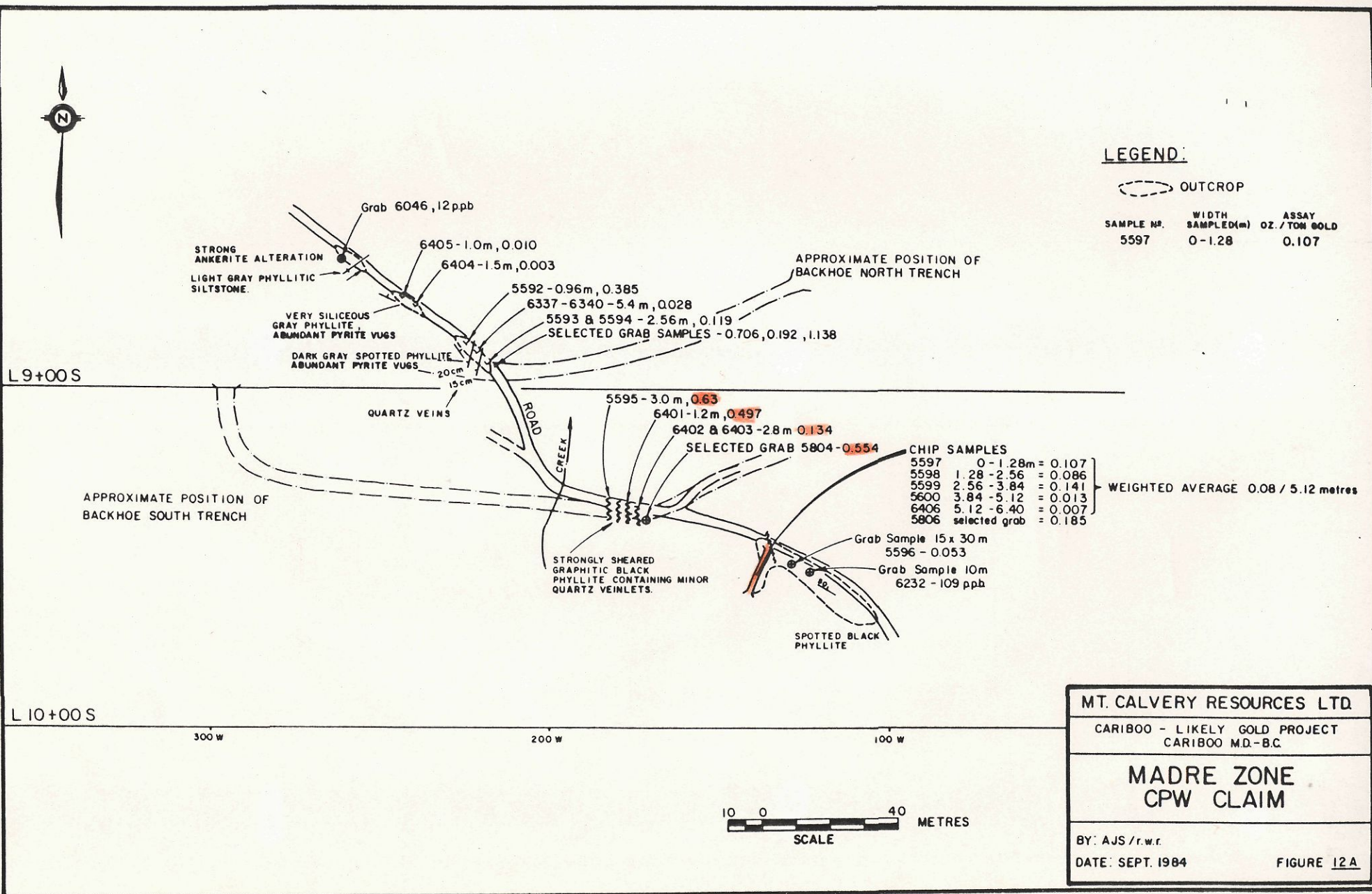


Figure 12A

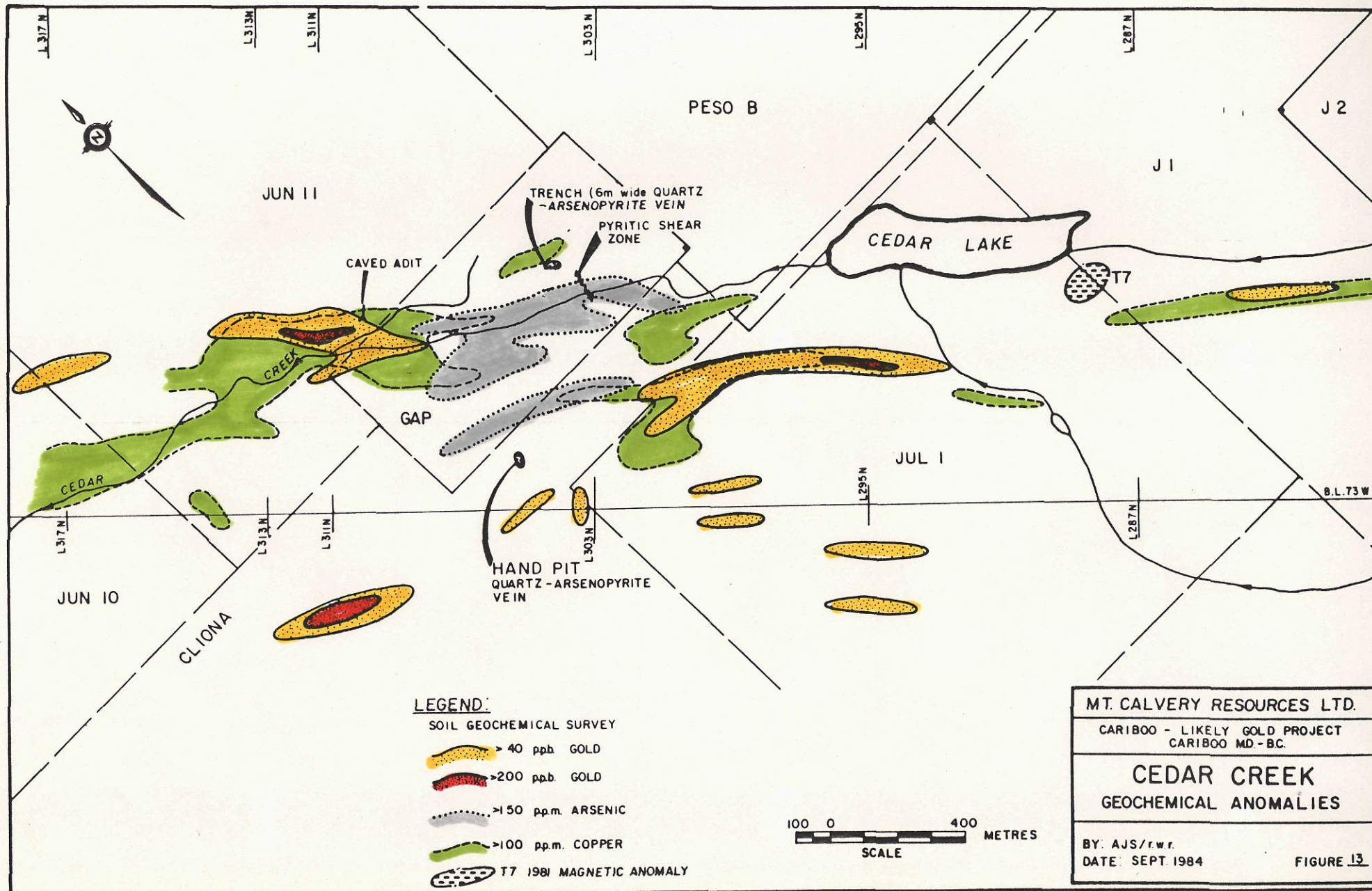


Figure 13

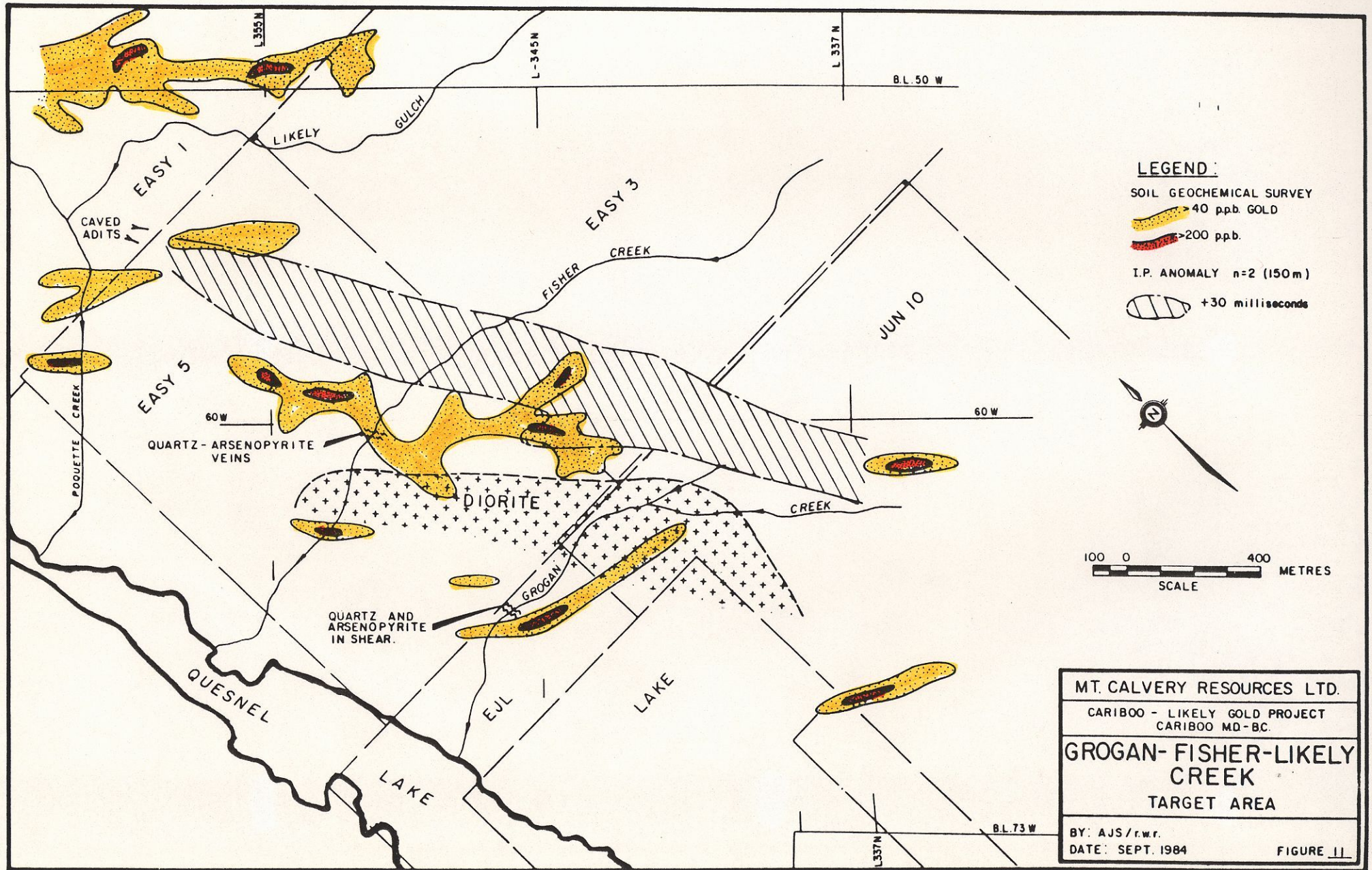
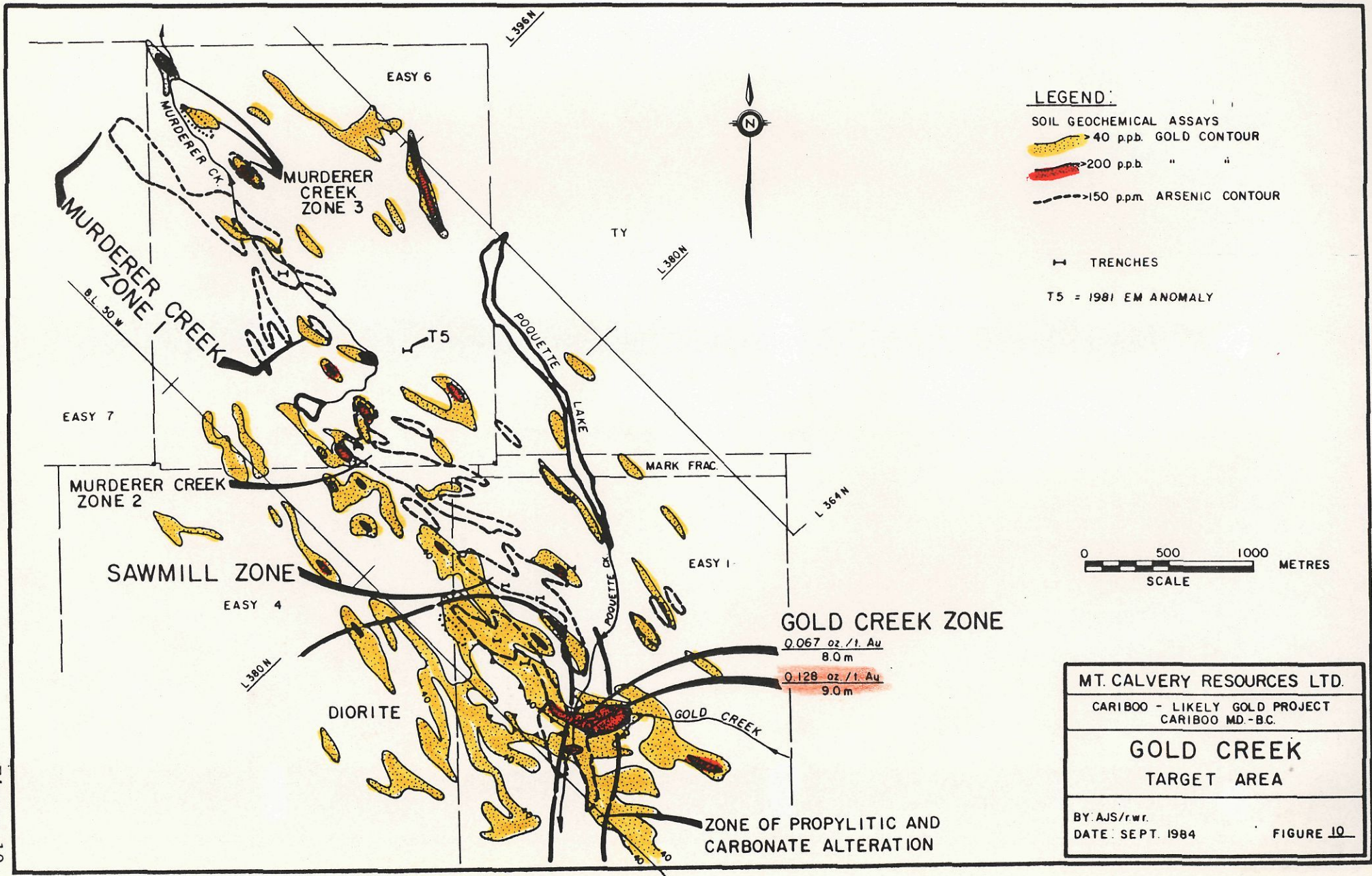


Figure 11



LEGEND:

- SOIL GEOCHEMICAL ASSAYS
- 40 pp.b. GOLD CONTOUR
 - >200 pp.b. " "
 - >150 p.p.m. ARSENIC CONTOUR
- TRENCHES
- T5 = 1981 EM ANOMALY



GOLD CREEK ZONE
 0.067 oz./t. Au
 8.0 m
 0.128 oz./t. Au
 9.0 m

MT. CALVERY RESOURCES LTD.	
CARIBOO - LIKELY GOLD PROJECT CARIBOO MD.-B.C.	
GOLD CREEK TARGET AREA	
BY: AJS/r.w.r.	
DATE: SEPT. 1984	FIGURE 10

Figure 10

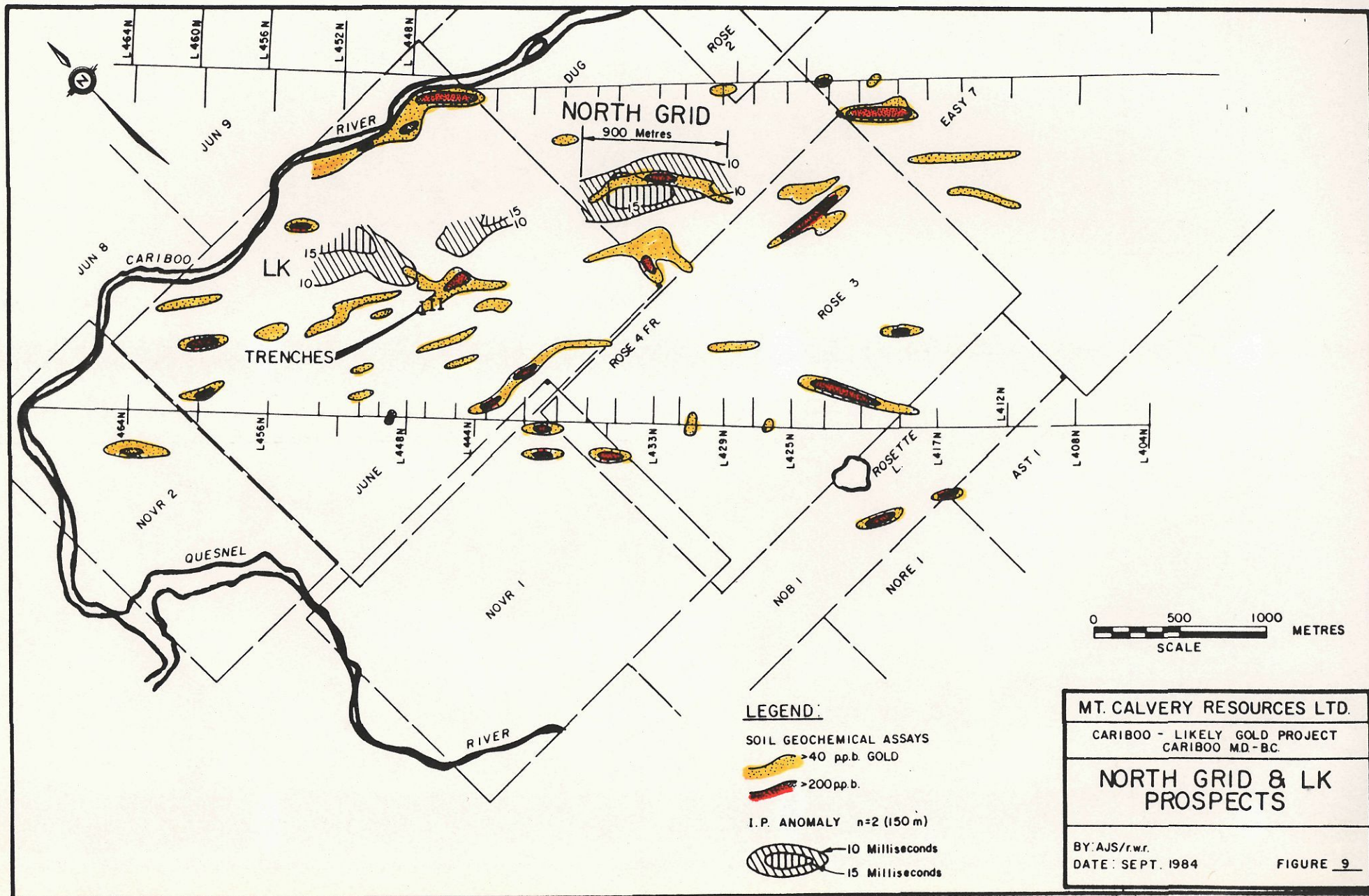
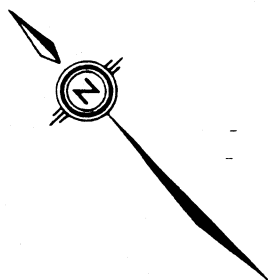
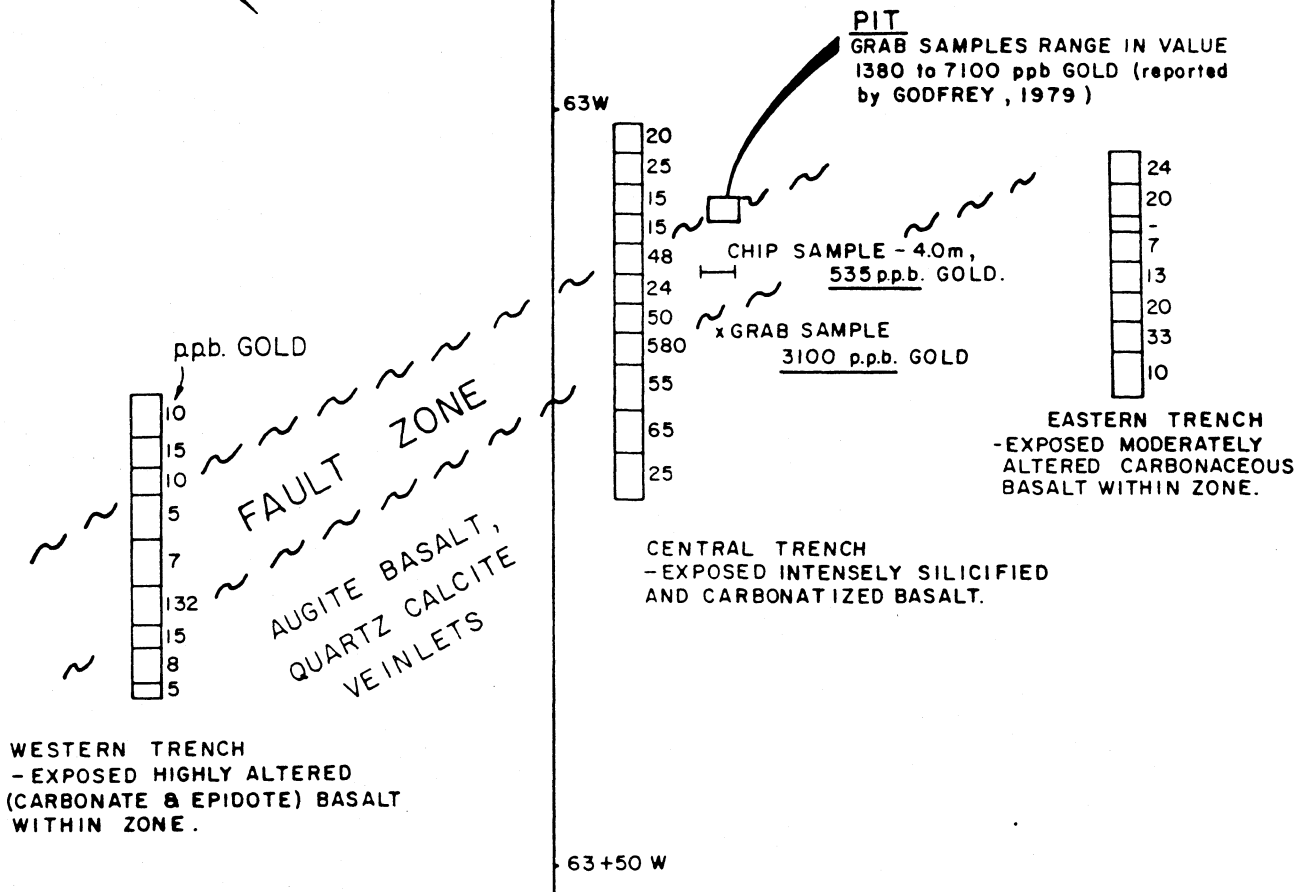


Figure 9



L 447 N



LEGEND:



MT. CALVERY RESOURCES LTD.
CARIBOO - LIKELY GOLD PROJECT CARIBOO M.D.-B.C.
LK PROSPECT PLAN OF TRENCHES
BY: AJS/r.w.r. DATE: SEPT. 1984
FIGURE 9A

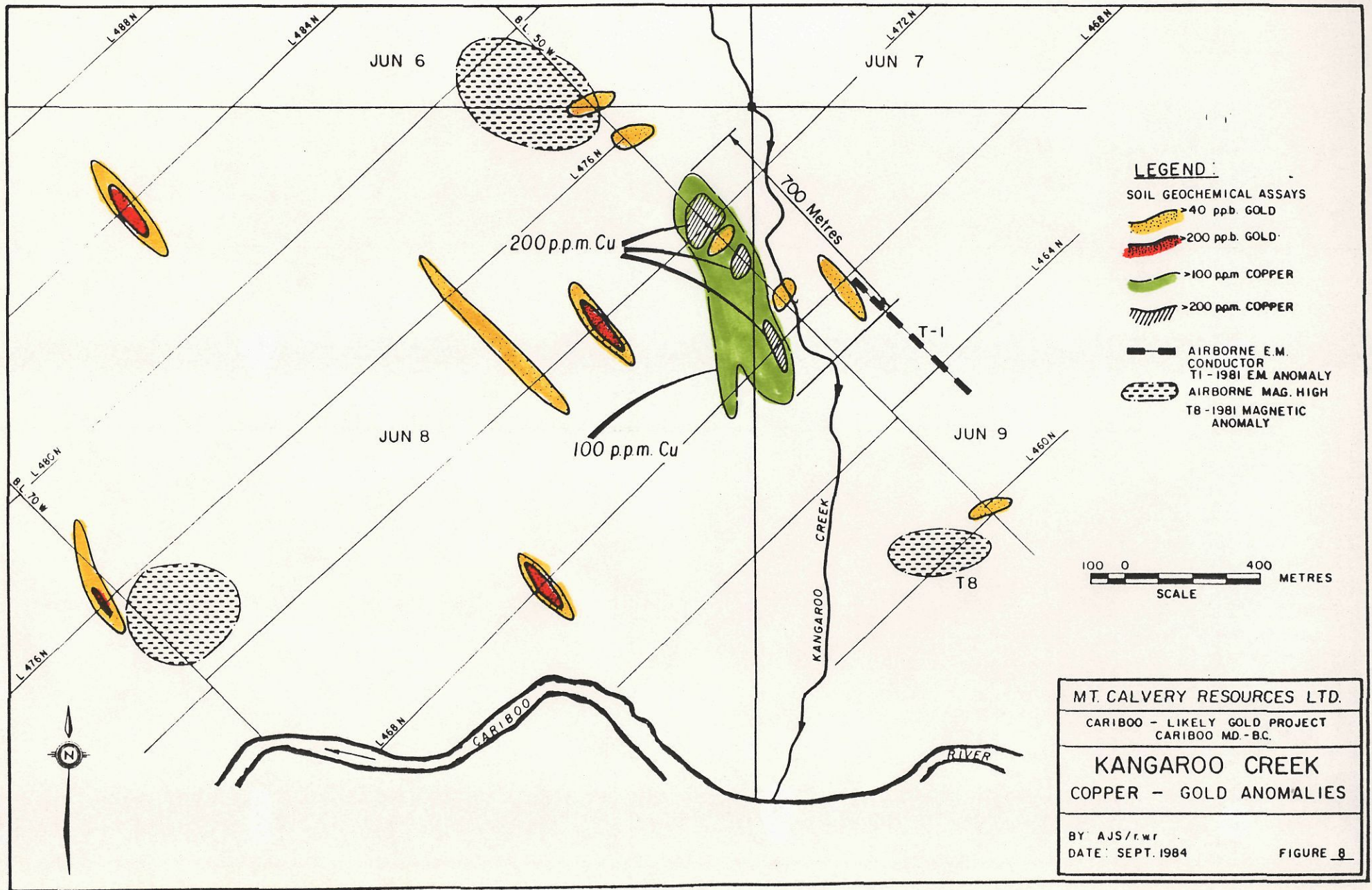
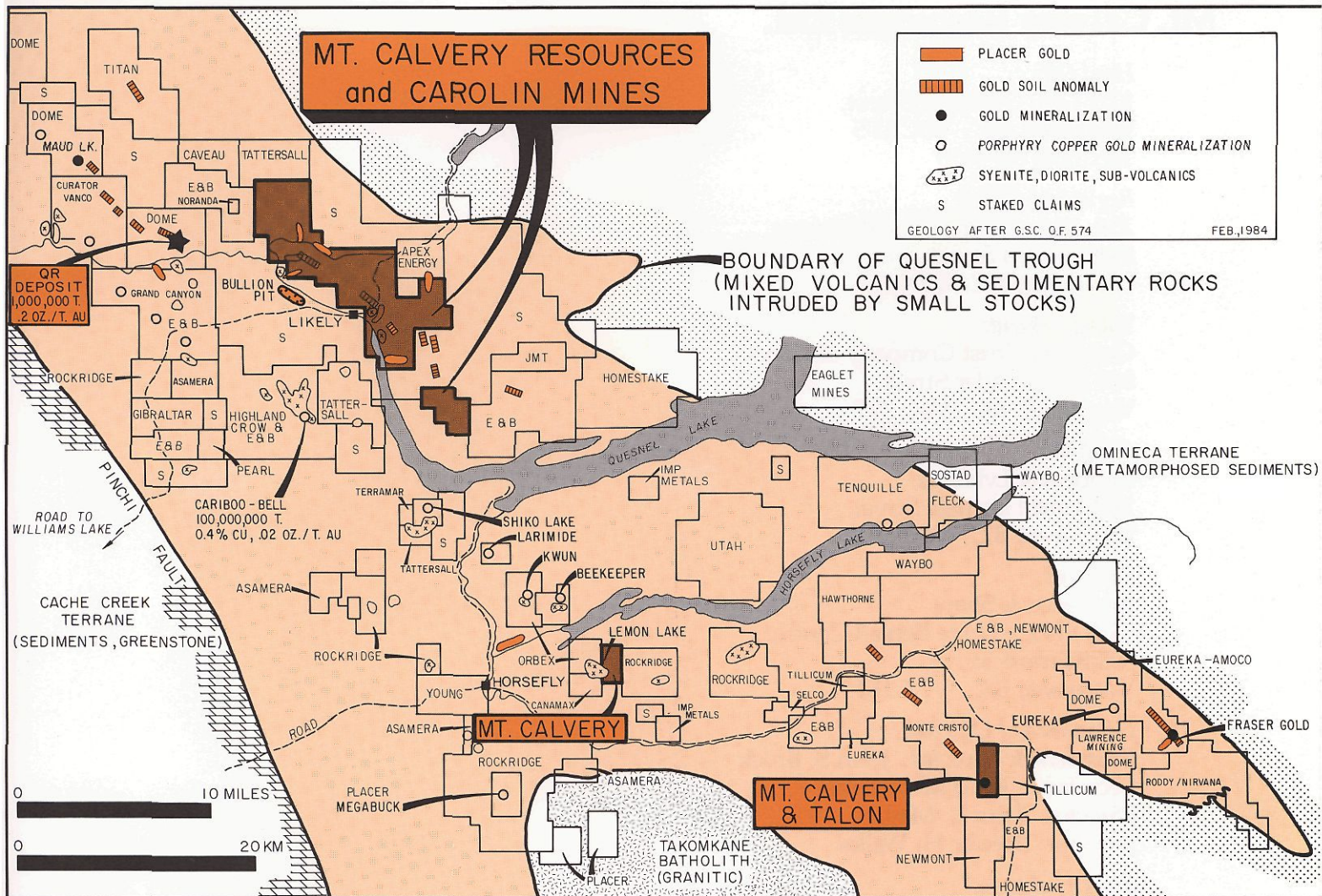


Figure 8



CARIBOO-QUESNEL GOLD BELT

Mt. Calvary Resources Ltd. has committed to an intensive gold exploration program within the 150 km long Cariboo-Quesnel Gold Belt in south-central British Columbia. The program is directed towards acquisition of known gold occurrences and well-defined exploration targets. Exploration activity throughout the Cariboo region over the past year has risen to a level comparable to that seen in the Highland Valley during the 1960's with close to 100 majors, juniors and independents holding over 5,000 claims. The Cariboo-Quesnel Gold Belt will be one of the 'hot-spots' of exploration activity in British Columbia in 1984. To date, Mt. Calvary has acquired three gold properties in the Cariboo-Quesnel Gold Belt.

Mt. Calvary Resources Ltd.

Head Office:

1027 - 470 Granville Street,
Vancouver, B.C. V6C 1V5
Tel: (604) 687-1658

Registered Office:

25th Floor - Three Bentall Centre,
595 Burrard Street,
Vancouver, B.C. V7X 1L1

Transfer Agent:

Guaranty Trust Company of Canada,
800 West Pender Street,
Vancouver, B.C. V6C 2V7

Auditors:

Coopers & Lybrand,
1111 West Hastings Street,
Vancouver, B.C. V6C 3R2

Solicitors:

Lawrence & Shaw,
25th Floor - Three Bentall Centre,
595 Burrard Street,
Vancouver, B.C. V7X 1L1

Directors and Officers:

President & Director: John S. Brock
Secretary: Irene M. Wilson
Director: John L. May
Director: Hector H. Waller

Stock Exchange:

Vancouver — Resource Section
Ticker symbol — MCY

Capitalization:

Shares Authorized — 10,000,000
Shares Issued — 2,460,696
(as at Feb. 7, 1984)
