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DIAMOND DRILL ASSESSMENT REPORT

Richardson Twp, Kenora Mining Division

UTM Zone 15, NAD83

425500 mE, 5410000 mN

2 • 52319



PREPARED BY:

Andrew Tims, P.Geo

July 4, 2012

SUMMARY

This report presents and summarizes the results of a 2 hole, 489 meter NQ diamond drill program conducted by Rainy River Resources, (RRR) in Richardson Township between April 30th and May 3rd, 2012.

The weakly anomalous gold assays encountered in NR12-1254 associated with the sulphide stringers may indicate the presence of another auriferous zone in the vicinity of this drill hole. Follow up work is warranted in the form of a detailed soil survey. Overburden depths average between 12-14 m negating the use if traditional soil surveys in favour of Mobile Metal Ion soil sampling. A two phase work program is proposed and budgeted at \$209,275.

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INTRODUCTION

This report presents and summarizes the results of a 2 hole, 489 meter NQ diamond drill program conducted by Rainy River Resources, (RRR) on the Richardson property located northwest of Fort Francis, Ontario (Figure 1). The drill area abuts the eastern boundary of Rainy River's gold project (RRGP).

The drill program was conducted between April 30th and May 3rd, 2012. Andrew Tims, P.Geo of Thunder Bay, Ontario, managed the program.

LOCATION, ACCESS AND PHYSIOGRAPHY

The RRGP is located in Northwestern Ontario centred on NAD83 UTM Zone 15 coordinates 425500mE and 5410000mN on NTS map sheet 52 D/16 (Figure 1). The mix of patent and unpatented claims are located in Richardson Township, Northwestern Ontario, and fall within the Ministry of Natural Resources Administrative District of Rainy River and the Ministry of Northern Development and Mines, Kenora Mining Division. The town of Fort Francis is located 50 kilometres to the southwest of the property. The villages of Emo and Nestor Falls are about 25 km to the south and north respectively. The property holdings are displayed on the Ontario Mining Tenure Map Plan M-2115 (Richardson) and G 3826 (Potts).

The property is approximately 400 kilometres by road from Thunder Bay, Ontario. Thunder Bay has a population of over 110,000 and is a full service community. Thunder Bay's population includes skilled tradesmen and experienced underground miners. All necessary supplies are available locally or in Thunder Bay and/or Winnipeg.

Access to the property in Richardson Township is attained via numerous all-weather, secondary provincial highways (gravel) and township roads, which lead off of paved provincial highways 11 and 71. These routes traverse the region and provide excellent ingress to the property.

There are no known environmental liabilities or public hazards associated with the property, and work permits are not required in Ontario to perform the work prescribed in this report.

Temperatures range from highs of 35° C in summer to lows of -30° C in winter, with snow cover between November and May. The best season for exploration is between June and October, although in lake covered or swampy areas exploration activities such as geophysical surveys and diamond drilling might best be conducted after winter freeze up.

The Rainy River region is located within the Severn Upland of the Canadian Shield. Generally the Precambrian surface and the overlying Paleozoic and Mesozoic strata to the west, dip at a very low angle to the southwest into the Williston Basin. Physiographically, the Rainy River claim groups are situated in typical Precambrian highland and are only sparsely covered by glacial drift. The RRGP is 5 km to the south of Off Lake in the vicinity of the northwest-southeast trending Rainy Lake-Lake of the Woods Moraine and has subsequently less outcrop. Overall, this area has been subjected to only one of the most recent glacial advances (the Whiteshell -from the northeast) because of the elevated topography which prevented the advance of other glacial lobes from the west. Glacial drift attains significant thickness only in very local areas. It displays few signs of intense weathering. Relief is controlled by bedrock geology with the supracrustal sequences displaying positive relief relative to the batholithic complexes; relief can attain 90 meter. The area has been subdivided by Bajc (1991b) into two regions. Region 2a contains 10-40% outcrop by area, and may attain significant relief which is related to bedrock topography; areas separating outcrops are sites of extensive drift accumulation. In region 2b southwest of the Rainy Lake -Lake of the Woods Moraine outcrop density is less than 5% of the surface area, topography is low and undulating, drainage is poor, and peat land is common.



Rainy River Resources

PROPERTY LOCATION

FIGURE 1

Date 25/2/2009
Author: A.Tims
Office: Emp. Ont.
Drawing: RRFig1
Scale: 1:6000000 Projection: Longitude / Latitude (NAD 27 for Canada)

0 50 100 200
kilometres

CLAIMS AND OWNERSHIP

The property, as partially outlined in Figure 2, is composed of 166 claim units over 27 staked mining claims within the Kenora Mining Division. The property also includes 74 optioned or purchased freehold patented lands that do not have an assessment obligations but require maintaining land taxes with the Chapple Municipality (formerly Township offices). The patents and staked mining claims pertinent to the report are listed below.

Table 1
Rainy River Resources Claims List

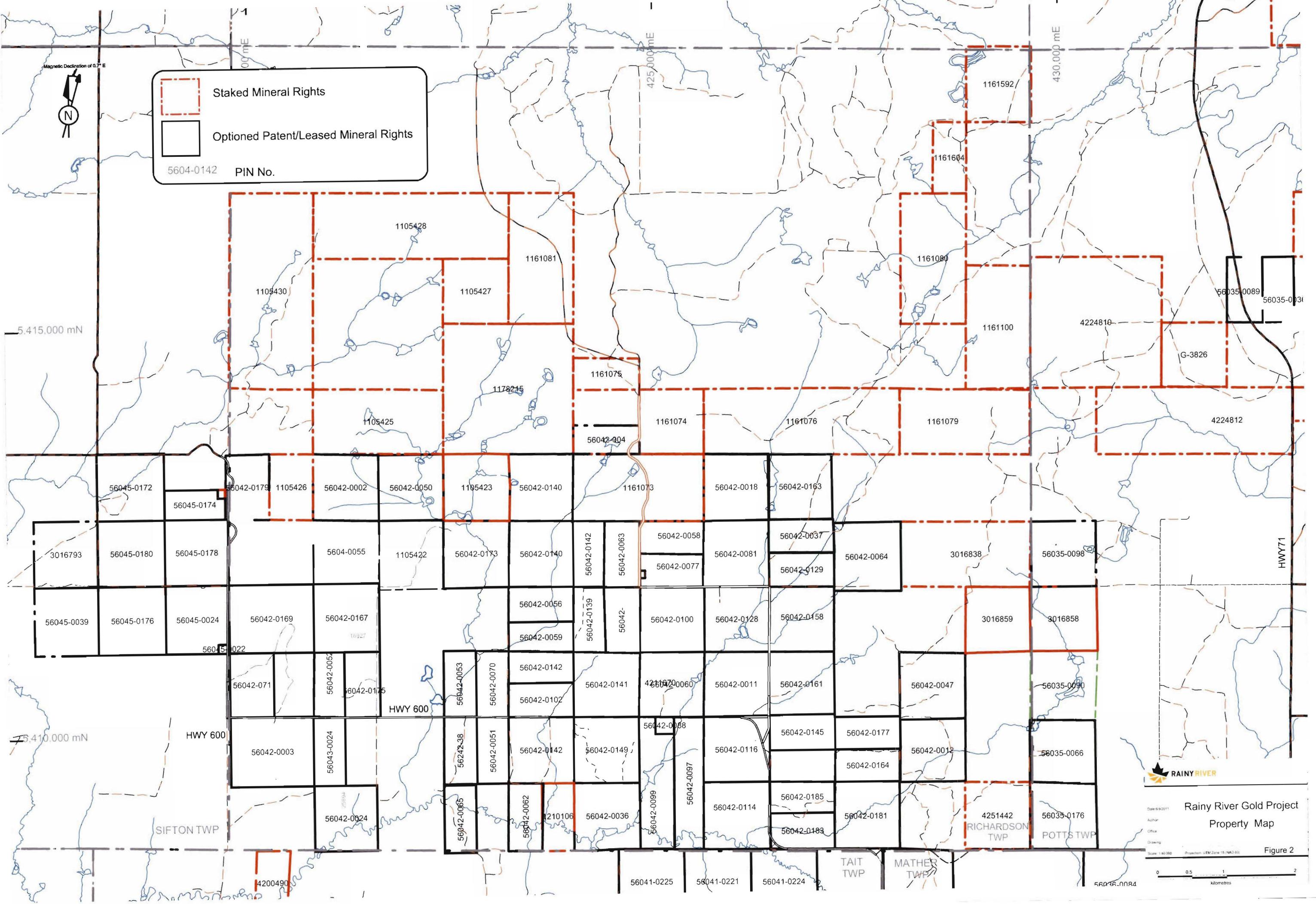
Township	Claim Number	Claim Due Date	Work Required	Total Applied	Claim Bank
POTTS	3016858	2012-Jul-08	\$1,600	\$0	\$0
RICHARDSON	3016838	2012-Jul-08	\$3,200	\$0	\$0
RICHARDSON	3016859	2012-Jul-08	\$1,600	\$0	\$0
RICHARDSON	PIN 56042-0164				
RICHARDSON	PIN 56042-0012				
RICHARDSON	PIN 56042-0047				
RICHARDSON	PIN 56042-0177				

PREVIOUS WORK

The exploration history compiled below has been sourced from the report by Mackie et al. (2003), an in-house Nuinsco report on the 2003-2004 diamond drill program, a search of the Ministry of Northern Development and Mines ERMES website, and assessment files from the Kenora Resident Geologist's office. The claim boundaries relating to this information are not presently the same as the property has been consolidated over the years

Although exploration activity in the area by individual prospectors dates back to the 1930s, the documented exploration in the Ministry of Northern and Development and Mines assessment files housed in Kenora Resident Geologist Office begins in 1967. It has been reported by local landowners that exploration has been undertaken on private lands, for which there is no record of filed assessment work.

In 1967 copper was recorded from a water well hole on the western shore of Off Lake. Subsequently *Noranda Exploration Company* registered claims around the original discovery and performed mapping, geophysics, and diamond drilling. This activity met with limited success and the claims were allowed to lapse.



In 1971 *International Nickel Company of Canada Limited* conducted airborne and follow-up ground geophysics across a large portion of the greenstone belt. Although there is no record of this work, Inco did file a report on two diamond drill holes in Richardson Township in 1973. Results are unknown.

In 1972 *Hudson's Bay Exploration and Development*, (HBED) carried out airborne geophysical surveys followed by claim staking and ground geophysics. In 1973, HBED drilled 54 diamond drill holes to test 42 E.M. conductors for base metals.

Considerable interest was generated in the area west of Finland following the release of the Ontario Geological Survey (OGS) map No. P 3140, "*Gold Grains in Rotasonic Drill Core and Surface Samples (1987-1988)*". Based on the results of this survey *Mingold Resources Inc.* staked 85 claims in 1989 and optioned patented lands from 12 local landowners in three separate blocks in Richardson, Tait, Pattullo, and Sifton townships. Between mid-1989 and late-1990 *Mingold* conducted a sampling program of the glacial drift by hand, backhoetrenching and reverse circulation drilling. Geological mapping and ground geophysics accompanied this work and three holes were drilled in Pattullo Township. As the results of this drilling were inconclusive, the highly anomalous values obtained in the tills were left unexplained.

Nuinsco began assembling the Rainy River Project land position in 1991 centered on the Richardson Township OGS rotasonic drill results and on the Menary Township gold occurrences of *Western Troy Resources*. In 1993, the land position was expanded to include Crown Land in several townships extending west to the USA international boundary. Fieldwork began in June 1993 and to the present *Nuinsco* has completed numerous surveys. This work is summarised in Table 2.

Nuinsco exploration from 1993 to the present was directed, primarily, to defining anomalous gold in Richardson Township discovered by reverse circulation drilling. This work resulted in the discovery of the #17 Zone, and subsequently, the #34 Zone in 1995. Extensive diamond drilling followed and continued through mid-1997.

Additional reverse circulation drilling was carried out between the winters of 1995 through to 1997. This work led to the discovery of the 433 (gold) Zone that is located approximately 500m north of the #17 Zone. During 1999 additional drilling targeted the #34 Zone, and a magnetic-

EM anomaly in Tait Township. From 2000 to 2001 an audio magneto-telluric (MT) geophysical survey was carried out in several areas. Anomalies were interpreted to be present in the vicinity of the #34 Zone, at Marr Rd., Dearlock, Brown Rd., south of the Pinewood River, and in Shenston Twp. Follow up diamond drilling did not result in discovery of any economic mineralization. Massive graphite was intersected at Dearlock, heavy disseminated sulphide at Kereliuk, and narrow massive but barren sulphide bands were intersected at Marr Rd.

In 2003, Nuinsco commissioned a NI 43-101 compliant report on the Rainy River Project titled: Exploration Summary & Mineral Resource Estimate For The #17 Gold Zone. The report was completed by Bruce Mackie, M.Sc., P.Geo, Eugene Puritch and Paul Jones, P.Geo. The independent resource estimate for the #17 Gold Zone was determined using various parameters. At a cut-off of 0.70 g/t gold the indicated resource was calculated to be 1,736,000 tonnes grading 1.56 g/t (87,100 contained ounces) and an inferred resource of 11,025,000 tonnes grading 1.33 g/t gold (471,400 ounces). The details of the estimate are presented in the Mineral Resource section of this report.

Subsequent to the Mackie report in 2003-2004, Nuinsco completed an 8 hole (1549.7 metre) diamond drill program on the #34 zone (Wagg 2004). No additional drill testing of the #17 zone was completed following the Mackie report. The drill pattern was designed to demonstrate the continuity of the #34 Zone by obtaining additional intersections on intermediate gridlines between previous intercepts, so as to have pierced the mineralized body on 50m and in some cases 25m centres. In an effort to determine an accurate measure of the width (downdip extent) and overall shape of the mineralization, several holes were collared so as to pass close to a previous intersection of the zone. All diamond drill holes were started vertically with the deepest hole being 227 metres.

Rainy River Resources Ltd. completed a major diamond drill program and numerous additional exploration activities between 2005 and 2010 on their Rainy River property located in Richardson Township.

REGIONAL GEOLOGY

REGIONAL GEOLOGY, MINERALIZATION and DEPOSIT TYPES

Adapted from Mackie et al. 2003

The property lies within the Rainy River Greenstone Belt. This belt is one component of the western part of the Archean Wabigoon Subprovince of the Canadian Shield, a 900 km long, east-west trending metavolcanic-metasedimentary domain bordered and intruded by granitoid intrusions of up to batholithic dimensions. The Wabigoon Subprovince is composed of several tectonically bounded assemblages consisting of komatiitic to calc-alkalic metavolcanics overlain by clastic and minor chemical sediments. Intrusion of the granitoid domes has imparted a synformal structural character to the supracrustal rocks, and the central axial zones of many of these synformal belts may be characterised by long sinuous shear/fault zones. The larger, crustal-scale Quetico Fault (in part) forms the southern boundary of the Wabigoon Subprovince and crosscuts both supracrustal and plutonic assemblages of the western Wabigoon region.

Due to the paucity of outcrop data and thick overburden much of the geological framework of the Rainy River greenstone belt has been based on interpretation of aeromagnetic maps. The most recent mapping was carried out by Johns, Ontario Geological Survey in 1988 in conjunction with an OGS rotasonic drilling program. The regional-scale, east-west trending Quetico Fault is interpreted to trend south-westward through the Rainy River Greenstone Belt following a concordant magnetic low. However, the fault is regionally discordant and could equally well be extended due west through the Richardson area where considerable magnetic disruption is evident.

Although the bedrock geology of the project area is poorly understood, the Quaternary geology has been interpreted by the 1986-88 OGS surficial mapping and rotasonic drilling programs (Bajc, 1991) and from similar programs in adjoining areas of Minnesota and Manitoba. In Late Wisconsinian time when most and perhaps all of the Quaternary sediments were deposited the area lay on the suture zone between Labradorean and Keewatin ice domes. This juxtaposition resulted in deposition of a basal till layer of northeastern provenance, which is in direct contact with bedrock and useful for sampling, overlain by at least one horizon of till of western provenance.

Quaternary Geology

The surficial and subsurface Quaternary geology of the Rainy River area has been thoroughly summarised by Bajc (1991 a, b). Quaternary sediments intersected in Nuinsco's reverse circulation drill holes from 1994 to 1998 comprised till and lacustrine sediments from glacial Lake Agassiz from both the Labradorean and Keewatin events. Labradorean till rests on bedrock in > 90 percent of the drill holes and was the principal sampling horizon. Its thickness ranges from < 1 to > 20 metres and it is sympathetic to bedrock topography with thin till on bedrock highs and thicker till containing interlayers of ice contact glaciofluvial sand/gravel and embryonic Lake Agassiz clay-silt-sand in bedrock depressions. Striae measurements indicate an ice flow azimuth of $210 \pm 10^\circ$ for the Labradorean ice.

Bedrock Geology

As noted above, the bedrock geology of the Rainy River Greenstone Belt is poorly understood because of limited outcrop exposure and lack of past mineral exploration. In general, the belt is bounded by the Sabaskong Batholith in the north and the Rainy Lake Batholithic Complex in the east. It extends south into Minnesota where the Long Point Intrusive Rocks, the Baudette Intrusive Rocks (both granitoid), and the Rainy Lake - Seine River Fault, the Vermillion Fault and the Four Towns Fault constrain the belt, and others farther to the west. A thin septum of supracrustal rocks separates the batholiths and connects the Rainy River belt with the Kakagi-Rowan Lakes Greenstone Belt to the north. To the west the greenstone terrain is overlain by unmetamorphosed Paleozoic to Mesozoic sedimentary rocks of the Western Sedimentary Basin.

Regional metamorphic grade is regarded as being generally of greenschist to lower-middle amphibolite facies but adjacent to the late-post tectonic stocks may attain upper amphibolite facies, with possible local partial remelting.

Structurally, the region is complex although very little structural detail is available for study. The strongest and earliest deformation event produced a well-defined penetrative fabric commonly observed on a regional scale and is probably the result of deformation and intrusion of late or post-tectonic intrusions. Subsequently, major faults, such as the Quetico Fault and the Rainy Lake-Seine River Fault, were established during an episode of northwest-southeast oriented, dextral, transgressive, ductile shear (Klein, et al, 1997). The deformation zones formed during this event are

now schist, phyllonite, and mylonite zones of up to one-kilometre widths. The southern part of the region encompassing the Rainy River Project is transected by the Quetico Fault, although the surface trace of the fault is only conjectured.

The final episode of regional deformation occurred during the Early Proterozoic. It caused reactivation along the major regional faults, and the establishment of northwest oriented faults, which, are in part, filled by the diabase dykes of the Kenora - Fort Frances Dyke Swarm.

Middle Cretaceous, non-marine, fossiliferous, clastic sediments were encountered in an O.G.S. borehole, which was drilled 7.5 km northwest of Rainy River. Composed primarily of white to buff coloured, moderately sorted, silica sand and gravel, this occurrence is located in a protected hollow, down-ice from prominent bedrock highlands. Similar occurrences have been noted in a few of the Nuinsco reverse circulation drill holes.

PROPERTY GEOLOGY

Mapping completed by Blackburn (1976) and Johns (1988) has defined the Rainy River region as underlain by a thick succession of tholeiitic mafic metavolcanics, which conformably pass into an upper diverse intermediate metavolcanic assemblage. Mapping, overburden drilling, and diamond drilling by Nuinsco have refined in considerable detail the bedrock and overburden geology in southeast Richardson Township.

Lower Mafic Succession (LMS)

The most abundant rocks in the area are the mafic lithologies that locally form the metavolcanic basement. The lower part of the succession, in closer proximity to the Sabaskong Batholith is composed of medium to coarse grained, massive flows; these units are probably in part intrusive. Overlying the lower members of the succession are a series of subaqueously deposited, fine to medium grained, massive and pillowd flows and flow breccias, with subordinate tuff-hyaloclastite, and interflow and graphitic sediments.

The contact between the mafic metavolcanics and the overlying intermediate succession is conformable. At this interface well-bedded pyritic-graphitic sediments (+/- pyrrhotite), magnetite bearing iron formation and/or pyrite bearing tuff have been observed and imply a period of quiescence prior to the deposition of overlying horizons. Eight samples obtained from

the LMS lithologies and analyzed for wholerock geochemistry show the assemblage to be tholeiitic high- Fe and high-Mg andesites.

Intermediate Succession

Abundant lichen growth and uniform weathering have hindered detailed mapping of individual stratigraphic units within the intermediate succession. Field mapping and subsequent diamond drilling indicates that the stratigraphy can be both varied and complex. The succession that comprises the intermediate assemblage abuts the western contact of the Blackhawk Stock in the east and extends at least 4.0 kilometres to the west. Lowermost components of the succession have been intersected in overburden drill holes.

The succession is interpreted to be composed predominantly of fine-grained pyroclastic deposits, composed of quartz eye dacite (crystal ash tuff), with subordinate ash horizons. Fine grained, bedded, ash horizons have been intersected in drill holes near the contact with the underlying mafic assemblage. Coarser grained horizons, such as lapilli tuffs, are noted locally in drill core and on surface but comprise substantially subordinate proportion of the pile.

Intermediate and possible felsic flows and associated flow breccias appear to comprise only a small proportion of the assemblage. Blocky fragmental rock (tuff breccia, conglomerate) occurs near the contact of the Black Hawk Stock and is in close contact with finer grained well-bedded ash or sedimentary horizons. Ayers (1997) interprets portions of the pyroclastic assemblage to have been transported and reworked, producing sandstone and pebble conglomerate beds. Contacts between individual horizons are often vague, but where measurable are usually approximately east west, while dips range from 50° to 70° to the south. Thinner, well bedded sedimentary and exhalative horizons, (which may be siliceous, chloritic, argillic, or graphitic), and oxide facies iron formation have been intersected in drill holes.

Whole rock analyses obtained from unaltered samples unassociated with the #17 Gold Zone show the intermediate succession to be composed predominantly of calc-alkaline daciticmetavolcanics with lesser rhyolitic and andesitic units.

Intercalated, fine grained, locally feldspar phryic, mafic flow and tuff horizons have been intersected throughout the intermediate stratigraphic succession and comprise approximately

10%-20% of the volcanic pile. Locally, they are intimately interbedded, producing mixed successions that, because of the lack of exposure, have not been subdivided. Elsewhere they form distinct assemblages, up to 250 m thick. The exact configuration of the mafic horizons has not been determined because of thick overburden cover. Considerable disruption across interpreted northeast-southwest faults is inferred. The interbedded mafic horizons tend to plot as high iron tholeiites on an AFM diagram.

A noteworthy feature of the intermediate succession is the abundance of sulphide encountered, particularly within the quartz eye dacite, crystal-ash tuff members. The sulphides are evident on weathered outcrop surfaces as ubiquitous rusty patches. In drill core, the sulphides are present as fine disseminations, fracture fillings, and as larger (1-4 mm) euhedral grains. The disseminated pyrite is often accompanied by abundant sphalerite. The sphalerite usually occurs as disseminations and fracture fillings, but local bedded occurrences have been noted. As fracture fillings, the sulphide is often associated with quartz, chlorite, and carbonate and suggests an epigenetic origin but the presence of abundant, locally bedded, base metal implies a possible syngenetic origin. A pyrite content of approximately 3%-5% is common throughout the stratigraphy and has been mapped over an area that measures >2 km by >1.5 km.

Upper Felsic Succession

A geochemically defined contact, between the intermediate metavolcanic assemblage and the overlying felsic metavolcanics is inferred near the south boundary of Richardson Township. The contact is defined from bedrock chip sampling of reverse circulation (RC) drill holes collared immediately north of the Pinewood River, as well as from limited outcrop exposure. RC bedrock logs from this horizon describe this rock unit consistently as a quartz-phyric metavolcanic. The felsic unit is a few hundred metres thick and extends from the Blackhawk Stock west for about 4 km.

Mixed Succession

Mapping indicates that the felsic succession extends south to the Pinewood River before passing upward into intermediate (dacite-andesite) tuff horizons. In turn, these intermediate rocks are succeeded by mafic metavolcanics. In part, these lithologies are associated with airborne EM

and magnetometer responses. Mapping in the mafic-intermediate assemblage in this area show the strike to be approximately 110° -120°.

The diverse lithologies in this assemblage produce considerable scatter when plotted. Lithologies on the AFM diagram vary from calc-alkaline rhyolites through to high-Fe tholeiites.

Metasediments

The uppermost member of the stratigraphic succession is comprised of metasediments. These rocks have been intersected south of Richardson Township and extend south and east of the Blackhawk Stock. Airborne and ground EM and magnetic responses have been recorded in these rocks, several of which have been ground tested with diamond or reverse circulation drill holes. Graphite and sulphide has been observed. No significant base metal has been found.

Felsic-Intermediate Intrusions

Abundant felsic-intermediate dykes cut the mafic stratigraphic succession. These anastomosing dykes cut the mafic flows at a low oblique angle. The dykes strike generally at 30° and range in size from decimetre to decametre in thickness. Textural and chemical similarities between these bodies and the intermediate metavolcanics suggest that these dykes may be feeders to the felsic-intermediate succession.

Pink-grey, quartz-phyric intermediate intrusions have been intersected in overburden and diamond drill. The intrusions usually consist of well foliated, mottled and sericitic rock carrying low sulphide content. They are interpreted to be early subvolcanic intrusions related to the metadacite pyroclastics.

Mafic-Ultramafic Intrusions

Narrow (sub-metre) mafic and possibly ultramafic intrusions have been frequently intersected in drill holes. In general these bodies are aphanitic to fine grained and massive to weakly feldspar phyric. Concordant and discordant contacts occur and shearing at contacts is quite common. Sulphide is generally limited to less than 2%.

Black Hawk Stock

Only equigranular, coarse grained, unfoliated, pink-gray monzonite of the marginal phase of the Black Hawk stock has been prospected. Outcrops of the interior zone of this intrusion are rare but do outcrop in the southeast part of the exploration area. These outcrops are grey, porphyritic granodiorite and display significant positive topographic relief.

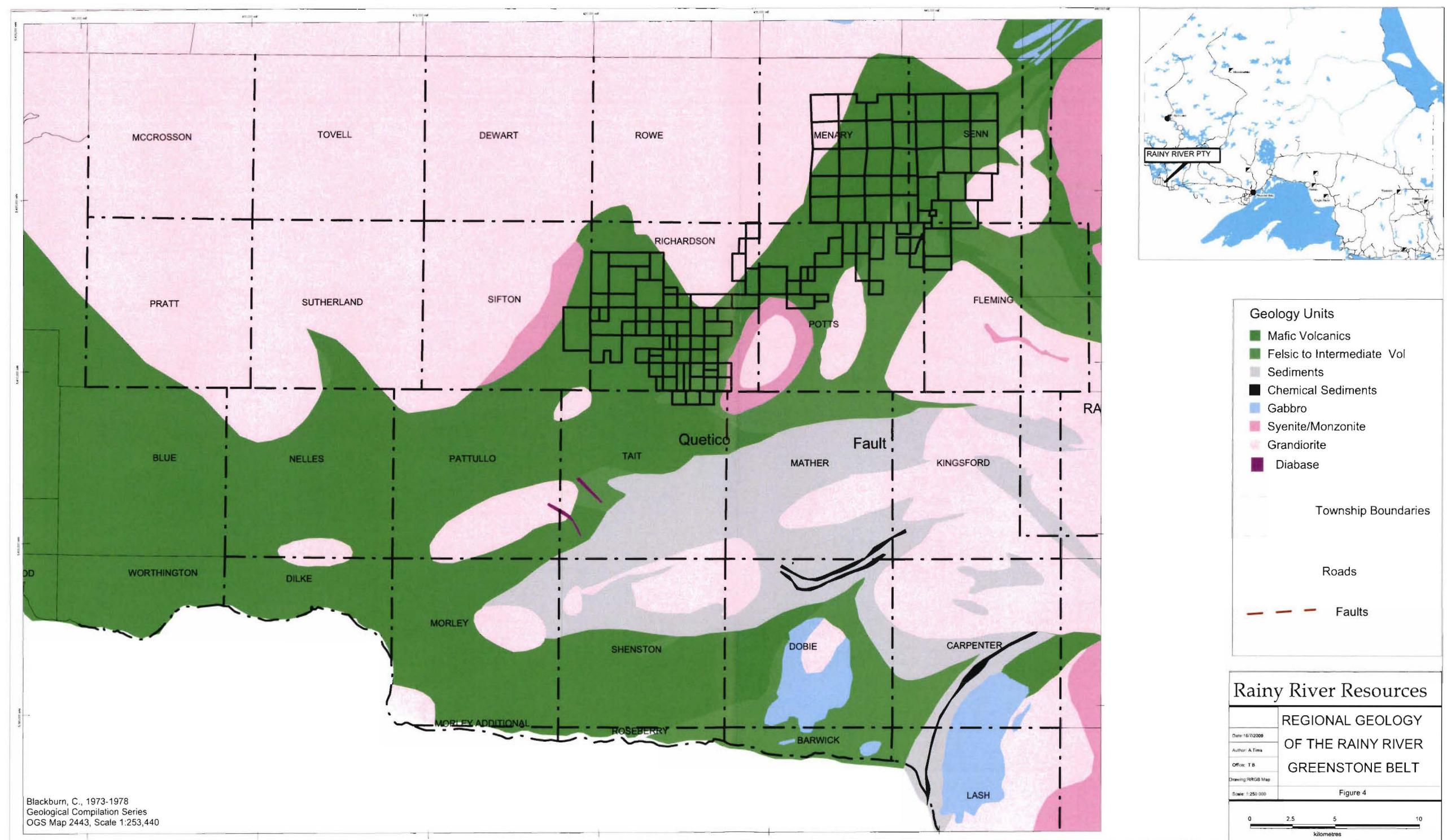
The contact between the Black Hawk Stock and the enveloping metavolcanic rocks is generally unexposed. Numerous narrow aplitic, and rare pegmatitic dykes are observed to cut the metavolcanic stratigraphy in proximity to this stock. In the extreme southeast of the exploration area, near the hamlet of Blackhawk, the contact with the country rock is observed to be sharp and unmineralised.

Diabase

Only one Proterozoic diabase dyke has been noted to outcrop. This dyke lies near the southwest corner of Lot 4, Concession I Richardson Township. It is approximately 10 metres thick, strikes 230° and has a measured near vertical dip. The strike extension of this diabase is inferred from intersections in drill holes on the north half of Lots 5 and 6, Con I and the south half of Lot 6, Con II. The dyke is well defined where it passes in close proximity to the mafic-ultramafic body.

Structural Geology

The area enclosing Richardson Township is interpreted to be folded about the nose of a south plunging anticline. This structure is paired with the Dearlock Syncline located approximately 3 km to the west. On the east limb of the anticline bedding measurements show the strike to be approximately 050° to 060° . To the west no measurements have been mapped but intersections obtained from diamond drilling are consistent with a strike of 100° to 110° . Where measured, bedding varies from vertical to approximately 70° S, although near the nose of the anticline dips may be much shallower - between 50° and 60° south. Generally, foliation closely parallels bedding. Planar fabrics are well developed throughout the volcanic pile except in the coarser grained gabbroic-basalt, felsic-intermediate dykes and the diabase. The regional foliation trajectories are observed to wrap around the Blackhawk Stock.



Gold Mineralization

This section is adapted from the Mackie et al. (2003) report:

In 1993 Nuinsco began to systematically develop exploration targets within the Rainy River district by employing a reconnaissance-scale overburden-drilling program – initially using a rotasonic drill-rig and in subsequent surveys a more economical reverse circulation drill-rig. The purpose of this work was to locate gold-in-till dispersal trains overlying the bedrock and to map bedrock in areas of thick glacial till. Overburden drilling in this clay and till covered greenstone belt has proved to be an effective exploration method.

A benefit of the widespread overburden drilling (>650 drill holes) was the ability to interpret bedrock geology from the recovered chips obtained from most holes. All of these samples were analysed for whole rock geochemistry and a variable assay suite. These analyses were employed to enhance the regional geological framework and to provide insight into the type and extent of regional alteration patterns (Franklin, 2000 and 2001).

Once the gold in till and bedrock anomalies were defined a comprehensive diamond drill program was completed to assess the targets and define the extent of gold mineralization.

The three mineralized zones targeted by Nuinsco and Rainy River Resources, "17 Zone", "433 Zone and "34 Zone", are briefly described below.

Gold "17 Zone"

The #17 Zone is a buried, broad and diffuse zone of gold mineralization hosted by quartz eye dacite and ash tuffs. It has been traced along strike for a distance of 950 metres where, at each end, the zone narrows significantly. It is open down-dip. The mafic-ultramafic, host to the #34 Zone copper-nickel sulphide mineralization, is spatially associated with the gold mineralization. Diamond drilling has outlined a large central gold zone that strikes at approximately 100° and dips at approximately 55°S. It has an average true width of approximately 75 metres. The depth to which the #17 Zone extends has not been determined. It has been tested systematically to a maximum depth of about 240 metres; however, subordinate parallel zones have been encountered to 350 metres. The gold occurs within a regional magnetic low feature that extends a distance of some 11 kilometres.

Gold "433 Zone"

During the summer of 1997 a diamond-drilling program was initiated to investigate an exceptional gold-in-till anomaly (608 grains of gold) that was discovered by reverse circulation drilling in the winter of the same year (RC-433). A total of 11 holes were collared up-ice direction of this RC hole. Diamond drilling across one section intersected a gold zone of 10-30 metres in width carrying similar grade to the #17 Gold Zone.

Base Metal "34 Zone"

In 1995, drill hole NR-95-34 intersected massive and disseminated (net textured) Ni-Cu-PGE-Au-Ag-Co bearing sulphide within a chloritized, talcose, carbonatized, and locally serpentinized, mafic-ultramafic (MUM) host. Since this initial intercept, numerous drill holes have been collared in an attempt to trace the MUM body and its contained sulphide. As many of the holes targeted to hit this massive sulphide lens failed to intersect, it is assumed that the zone is of small diameter and tubular in configuration

The irregular "tadpole shaped" MUM host is elongated along a NE-SW orientation (strike of 045°) and is discordant to local bedding. The body has been emplaced into the #17 Zone. The predominant rock type is composed of a melagabbro or pyroxenite containing 11-19 wt% MgO. At present, it is known to extend 350 m along strike with widths of >100m and a shallow plunge of about 12° W along the trend of the MUM body.

DRILL PROGRAM SUMMARY

Drilling commenced on April 30th and ended on May 5th, 2012. Bradley Brothers Drilling Inc. of Rouyn-Noranda, Quebec, was contracted to perform the diamond drilling using Boyles 37 drill rig. The drill program consisted of two NQ holes, numbered NR12-1244 and NR12-1254, totaling 489 metres.

The two diamond drill holes were completed on mining rights Freehold Patent 56042-0165 covering the south 1/2 of the north 1/2 Lot 3, Concession 1 in Richardson Township. Rainy River Resources is the registered title holder to this Patent. Diamond drill logs are located in Appendix 1 while assay certificates with gold and ICP results are listed in Appendix 2.

A total of 308 samples were taken for Au fire assay with an AA finish plus a 31 element ICP-MS scan. Assay procedures for ALS Chemex Laboratories of Thunder Bay are listed in the back of Appendix 2. Sample lengths averaged 1.5 metres. Eight standards and two blanks, inserted every 25th sample, were used for quality control of the analytical results. These samples can be easily spotted in the assay database as their sample intervals are twenty-five samples from the start of sampling.

Samples were split at the Rainy River Resources core shack and shipped to ALS Chemex Laboratories preparation facility in Thunder Bay by Gardwine North Inc. All drill cores are stored in outdoor core racks on the RainyRiver core shack property.

Table 2
Diamond Drill Program Details

Hole	Easting	Northing	Azimuth	Dip	Length
NR-12-1244	427311	5409359	359	-50	200.0
NR-12-1254	427511	5409620	359	-50	289.0
				Total	489.0 m

Drill log Summary

NR121244. Casing was completed to 14.6m where an intermediate lapilli tuff fragmental unit was encountered down to 62.0 m. The unit's matrix is moderately altered by biotite and sericite with weak localized chlorite alteration mainly associated with the rock fragments. A moderately silicified intermediate flow with well developed compression feathery compression fractures was encountered to 80 m after which a Feldspar porphyritic flow hosting quartz filled amygdules followed to 183 m. A mixed package of seritized intermediate tuffs and sediment complete the hole to 200 m. The highest gold assay was 25 ppb.

NR121254. Bedrock consisting of amygduloidal intermediate flow was encountered after 12 m of overburden to a depth of 140 m. An abrupt increase in sericite content over 25 cm marked the change to a felsic flow with trace amygdules and well developed feathery fracture pattern. This unit continued to the end of the hole cut be two centimeter-scale fault zones at 160 and 191 m. After 209 m the felsic unit was hos to weakly elevated gold values locally reaching over a gram per ton where pyrite-sphalerite stringers were noted in the core. The maximum gold assay for this hole was an isolated 1695 ppb Au over 1.5 m.

CONCLUSION AND RECOMMENDATIONS

Drill holes NR12-1244 and NR12-1254 were undertaken to test for the presence of additional gold zones east of the RRGP. The weakly anomalous gold assays encountered in NR12-1254 associated with the sulphide stringers may indicate the presence of another auriferous zone in the vicinity of this drill hole. Follow up work is warranted in the form of a detailed soil survey. Overburden depths average between 12-14 m negating the use if traditional soil surveys in favour of Mobile Metal Ion soil sampling. A proposed budget follows:

PHASE 1

Sampling Crew (2 @ \$350/day)	5,000.00
250 MMI analysis (@ \$45 ea)	11,250.00
Target development and Compilation	2,500.00
Sub Total	18,750.00
Contingency (10.0 %)	1,875.00
Total	\$20,625.00

PHASE 11

Drill Contractor – 1 000 m coring	131,000.00
Labour	19,500.00
Supplies	8,000.00
Accommodations	4,500.00
Rent	2,500.00
Assays	6,000.00
Sub Total	171,500.00
Contingency (10.0 %)	17,150.00
Total	\$188,650.00
Grand Total	\$209,275.00

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STATEMENT OF QUALIFICATIONS

I, Andrew A. B. Tims, of 317 Sillesdale Cr., Thunder Bay Ontario hereby certify that:

- 1.) I am the author of this report.
- 2.) I graduated from Carleton University, in Ottawa, with a Bachelor of Science Degree in Geology (1989).
- 3.) I possess a valid prospector's license and have been practising my profession as a geologist involved in mineral exploration for the past 21 years.
- 4.) I am a practising member of the Association of Professional Geoscientist of Ontario as well as a Fellow of the Geological Association of Canada.
- 5.) I do not hold or expect to receive any interest in the property described in this report.
- 6.) I consent to the use of this report by Rainy River Resources Inc.

Thunder Bay, Ontario
July 4, 2012



Andrew Tims
Geologist
Rainy River Resources Inc.

APPENDIX 1 – Diamond Drill Logs



RAINY RIVER

DIAMOND DRILL LOG

Hole Number: NR121244

Project Number: RRR
Project Name: Richardson
Township / Area: Richardson
Claim Number:
Coordinate Type: GPS
UTM Zone: UTM83-15
UTM Easting (m): 427,311.00
UTM Northing (m): 5,409,359.00
Elevation: 350.00

Objective:
Drilling Company:
Start Date (m/d/y):
Finished Date (m/d/y):
Geologist:
Hole Length:
Core Location:
Distance To Water:
Core Size:

	Tests
WR12016	
Bradley LY37 #11	<u>Depth (m)</u>
	0.00
	359.00
	<u>Azimuth (d)</u>
	1.40
	-50.00
	23.00
	49.70
	53.00
	49.90
	83.00
	50.00
	113.00
	50.20
	200.00
	5.50
	143.00
	50.10
	Richardson Site

Drill Log Summary: No Significant mineralization.

From	To	Rock Code	Geology	Sample No.	From	To	Length	Au PPM AA23	Au PPM GRA21	Cu PPM	Zn PPM
0.00	14.60	14	Overburden								
Overburden											

DIAMOND DRILL LOG

Project Number:

RRR

Hole Number:

NR121244

From	To	Rock Code	Geology	Sample No.	From	To	Length	Au PPM AA23	Au PPM GRA21	Cu PPM	Zn PPM
14.60	62.00	3be	Lapilli Tuff Fragmental Intermediate heterolithic fragmental - fgr blue grey with strong silica and weak biotite, patchy sericite alteration, Weak chlorite associated with hertorlith fragments. Trace to minro Py asf gr strigners adn dissemantons. Weak to moderate foliation 60-65 degrees tca.	RRR348501	15.00	17.00	2.00				
				RRR348502	17.00	18.50	1.50				
				RRR348503	18.50	20.00	1.50				
				RRR348504	20.00	21.50	1.50				
				RRR348505	21.50	23.00	1.50				
				RRR348506	23.00	24.50	1.50				
				RRR348507	24.50	26.00	1.50				
				RRR348508	26.00	27.50	1.50				
				RRR348509	27.50	29.00	1.50				
				RRR348510	29.00	30.50	1.50				
				RRR348511	30.50	32.00	1.50				
				RRR348512	32.00	33.50	1.50				
				RRR348513	33.50	35.00	1.50				
				RRR348514	35.00	36.50	1.50				
				RRR348515	36.50	38.00	1.50				
				RRR348516	38.00	39.50	1.50				
				RRR348517	39.50	41.00	1.50				
				RRR348518	41.00	42.50	1.50				
				RRR348519	42.50	44.00	1.50				
				RRR348520	44.00	45.50	1.50				
				RRR348521	45.50	47.00	1.50				
				RRR348522	47.00	48.50	1.50				
				RRR348523	48.50	50.00	1.50				
				RRR348524	50.00	51.50	1.50				
				RRR348526	51.50	53.00	1.50				
				RRR348527	53.00	54.50	1.50				
				RRR348528	54.50	56.00	1.50				
				RRR348529	56.00	57.50	1.50				
				RRR348530	57.50	59.00	1.50				
				RRR348531	59.00	60.50	1.50				
				RRR348532	60.50	62.00	1.50				

DIAMOND DRILL LOG

Project Number:

RRR

Hole Number:

NR121244

From	To	Rock Code	Geology	Sample No.	From	To	Length	Au PPM AA23	Au PPM GRA21	Cu PPM	Zn PPM
62.00	80.00	3a	Massive Lava Flows Intermediate flow - fgr rgey with moderate to strogn silica and weak to moderat biotite and chlorite. Weak localized compresion fractures, locally very homogeneou. Trace Py as fgr disseminations. Weak foliaiton 60 degrees tca,	RRR348533	62.00	63.50	1.50				
				RRR348534	63.50	65.00	1.50				
				RRR348535	65.00	66.50	1.50				
				RRR348536	66.50	68.00	1.50				
				RRR348537	68.00	69.50	1.50				
				RRR348538	69.50	71.00	1.50				
				RRR348539	71.00	72.50	1.50				
				RRR348540	72.50	74.00	1.50				
				RRR348541	74.00	75.50	1.50				
				RRR348542	75.50	77.00	1.50				
				RRR348543	77.00	78.50	1.50				
				RRR348544	78.50	80.00	1.50				

DIAMOND DRILL LOG

Project Number:

RRR

Hole Number:

NR121244

From	To	Rock Code	Geology	Sample No.	From	To	Length	Au PPM AA23	Au PPM GRA21	Cu PPM	Zn PPM
80.00	182.50	3a	Massive Lava Flows Intermediate porphyritic flow - fgr grey with moderate silica and biotite alteration of groundmass. Common amigdules of white to grey quartz up to 1 cm in dia. Trace Py vein associated and rare disseminations. Weak foliation 40-45 degrees tca. locally lacking amigdules over 3-5m near 150-165m.	RRR348545	80.00	81.50	1.50				
				RRR348546	81.50	83.00	1.50				
				RRR348547	83.00	84.50	1.50				
				RRR348548	84.50	86.00	1.50				
				RRR348549	86.00	87.50	1.50				
				RRR348551	87.50	89.00	1.50				
				RRR348552	89.00	90.50	1.50				
				RRR348553	90.50	92.00	1.50				
				RRR348554	92.00	93.50	1.50				
				RRR348555	93.50	95.00	1.50				
				RRR348556	95.00	96.50	1.50				
				RRR348557	96.50	98.00	1.50				
				RRR348558	98.00	99.50	1.50				
				RRR348559	99.50	101.00	1.50				
				RRR348560	101.00	102.50	1.50				
				RRR348561	102.50	104.00	1.50				
				RRR348562	104.00	105.50	1.50				
				RRR348563	105.50	107.00	1.50				
				RRR348564	107.00	108.50	1.50				
				RRR348565	108.50	110.00	1.50				
				RRR348566	110.00	111.50	1.50				
				RRR348567	111.50	113.00	1.50				
				RRR348568	113.00	114.50	1.50				
				RRR348569	114.50	116.00	1.50				
				RRR348570	116.00	117.50	1.50				
				RRR348571	117.50	119.00	1.50				
				RRR348572	119.00	120.50	1.50				
				RRR348573	120.50	122.00	1.50				
				RRR348574	122.00	123.50	1.50				
				RRR348576	123.50	125.00	1.50				
				RRR348577	125.00	126.50	1.50				
				RRR348578	126.50	128.00	1.50				
				RRR348579	128.00	129.50	1.50				

DIAMOND DRILL LOG

Project Number:

RRR

Hole Number:

NR121244

From	To	Rock Code	Geology	Sample No.	From	To	Length	Au PPM AA23	Au PPM GRA21	Cu PPM	Zn PPM
				RRR348580	129.50	131.00	1.50				
				RRR348581	131.00	132.50	1.50				
				RRR348582	132.50	134.00	1.50				
				RRR348583	134.00	135.50	1.50				
				RRR348584	135.50	137.00	1.50				
				RRR348585	137.00	138.50	1.50				
				RRR348586	138.50	140.00	1.50				
				RRR348587	140.00	141.50	1.50				
				RRR348588	141.50	143.00	1.50				
				RRR348589	143.00	144.50	1.50				
				RRR348590	144.50	146.00	1.50				
				RRR348591	146.00	147.50	1.50				
				RRR348592	147.50	149.00	1.50				
				RRR348593	149.00	150.50	1.50				
				RRR348594	150.50	152.00	1.50				
				RRR348595	152.00	153.50	1.50				
				RRR348596	153.50	155.00	1.50				
				RRR348597	155.00	156.50	1.50				
				RRR348598	156.50	158.00	1.50				
				RRR348599	158.00	159.50	1.50				
				RRR348601	159.50	161.00	1.50				
				RRR348602	161.00	162.50	1.50				
				RRR348603	162.50	164.00	1.50				
				RRR348604	164.00	165.50	1.50				
				RRR348605	165.50	167.00	1.50				
				RRR348606	167.00	168.50	1.50				
				RRR348607	168.50	170.00	1.50				
				RRR348608	170.00	171.50	1.50				
				RRR348609	171.50	173.00	1.50				
				RRR348610	173.00	174.50	1.50				
				RRR348611	174.50	176.00	1.50				
				RRR348612	176.00	177.50	1.50				
				RRR348613	177.50	179.00	1.50				

DIAMOND DRILL LOG

Project Number:

RRR

Hole Number:

NR121244

From	To	Rock Code	Geology	Sample No.	From	To	Length	Au PPM AA23	Au PPM GRA21	Cu PPM	Zn PPM
182.50	200.00	3b	Tuff (unsubdivided)	RRR348614	179.00	180.50	1.50				
				RRR348615	180.50	182.50	2.00				
				RRR348616	182.50	183.50	1.00				
			Intermediate tuff - fgr grey with patchy sericite moderate pervasive biotite and moderate silica alteration of groundmass. Po in 2 areas near 183.7 and 186.5m in cm scale stringers. Beds of sediments. Moderate foliation 55-60 degrees tca.	RRR348617	183.50	185.00	1.50				
				RRR348618	185.00	186.50	1.50				
				RRR348619	186.50	188.00	1.50				
				RRR348620	188.00	189.50	1.50				
				RRR348621	189.50	191.00	1.50				
				RRR348622	191.00	192.70	1.70				
				RRR348623	192.70	194.70	2.00				
				RRR348624	194.70	195.50	0.80				
				RRR348626	195.50	197.00	1.50				
				RRR348627	197.00	198.50	1.50				
				RRR348628	198.50	200.00	1.50				



RAINY RIVER

DIAMOND DRILL LOG

Hole Number: NR121254

Project Number: RRR
Project Name: Richardson
Township / Area: Richardson?
Claim Number:
Coordinate Type: GPS
UTM Zone: UTM83-15
UTM Easting (m): 427,511.00
UTM Northing (m): 5,409,620.00
Elevation: 350.00

Objective:
Drilling Company:
Start Date (m/d/y):
Finished Date (m/d/y):
Geologist:
Hole Length:
Core Location:
Distance To Water:
Core Size:

Tests			
	<u>Depth (m)</u>	<u>Azimuth (d)</u>	<u>Dip (d)</u>
WR12013	0.00	359.00	-50.00
Bradley VD #10	20.00	358.80	-50.10
03-May-2012	50.00	1.30	-50.00
5-May-2012	80.00	2.90	-50.30
PEDERSEN	110.00	4.80	-50.50
289.00	140.00	5.60	-50.50
Richardson Site	170.00	6.60	-50.50
	200.00	7.50	-51.00
	230.00	8.20	-51.00
	260.00	10.20	-51.00

Drill Log Summary:

From	To	Rock Code	Geology	Sample No.	From	To	Length	Au PPM AA23	Au PPM GRA21	Cu PPM	Zn PPM
0.00	12.00	14	Overburden								
Overburden											

DIAMOND DRILL LOG

Project Number:

RRR

Hole Number:

NR121254

From	To	Rock Code	Geology	Sample No.	From	To	Length	Au PPM AA23	Au PPM GRA21	Cu PPM	Zn PPM
12.00	140.30	3a	Massive Lava Flows Intermediate flow to intermediate porphyritic flow - fgr to mgr with strong silica and weak patchy biotite and fracture controled hematite. Weak foliation 50 degrees tca.	RRR348651	12.00	14.00	2.00	0.00		9.0	69
				RRR348652	14.00	15.50	1.50	0.00		7.0	64
				RRR348653	15.50	17.00	1.50	0.00		4.0	63
				RRR348654	17.00	18.50	1.50	0.00		2.0	68
				RRR348655	18.50	20.00	1.50	0.00		14.0	70
				RRR348656	20.00	21.50	1.50	0.00		20.0	65
				RRR348657	21.50	23.00	1.50	0.00		30.0	57
				RRR348658	23.00	24.50	1.50	0.00		3.0	56
				RRR348659	24.50	26.00	1.50	0.00		5.0	53
				RRR348660	26.00	27.50	1.50	0.00		4.0	56
				RRR348661	27.50	29.00	1.50	0.00		6.0	57
				RRR348662	29.00	30.50	1.50	0.00		10.0	65
				RRR348663	30.50	32.00	1.50	0.00		4.0	63
				RRR348664	32.00	33.50	1.50	0.00		26.0	58
				RRR348665	33.50	35.00	1.50	0.00		19.0	42
				RRR348666	35.00	36.50	1.50	0.00		18.0	46
				RRR348667	36.50	38.00	1.50	0.00		15.0	49
				RRR348668	38.00	39.50	1.50	0.00		21.0	42
				RRR348669	39.50	41.00	1.50	0.00		19.0	54
				RRR348670	41.00	42.50	1.50	0.01		30.0	82
				RRR348671	42.50	44.00	1.50	0.00		15.0	59
				RRR348672	44.00	45.50	1.50	0.00		7.0	47
				RRR348673	45.50	47.00	1.50	0.00		36.0	45
				RRR348674	47.00	48.50	1.50	0.00		13.0	47
				RRR348676	48.50	50.00	1.50	0.00		32.0	39
				RRR348677	50.00	51.50	1.50	0.00		15.0	47
				RRR348678	51.50	53.00	1.50	0.00		7.0	56
				RRR348679	53.00	54.50	1.50	0.00		12.0	67
				RRR348680	54.50	56.00	1.50	0.00		8.0	45
				RRR348681	56.00	57.50	1.50	0.01		14.0	54
				RRR348682	57.50	59.00	1.50	0.00		9.0	40
				RRR348683	59.00	60.50	1.50	0.00		3.0	38
				RRR348684	60.50	62.00	1.50	0.00		7.0	43

DIAMOND DRILL LOG

Project Number:

RRR

Hole Number:

NR121254

From	To	Rock Code	Geology	Sample No.	From	To	Length	Au PPM AA23	Au PPM GRA21	Cu PPM	Zn PPM
				RRR348685	62.00	63.50	1.50	0.00		16.0	41
				RRR348686	63.50	65.00	1.50	0.00		4.0	44
				RRR348687	65.00	66.50	1.50	0.00		4.0	47
				RRR348688	66.50	68.00	1.50	0.00		3.0	47
				RRR348689	68.00	69.50	1.50	0.00		5.0	45
				RRR348690	69.50	71.00	1.50	0.00		8.0	50
				RRR348691	71.00	72.50	1.50	0.00		17.0	55
				RRR348692	72.50	74.00	1.50	0.00		12.0	51
				RRR348693	74.00	75.50	1.50	0.00		9.0	51
				RRR348694	75.50	77.00	1.50	0.00		4.0	52
				RRR348695	77.00	78.50	1.50	0.00		6.0	49
				RRR348696	78.50	80.00	1.50	0.00		15.0	50
				RRR348697	80.00	81.50	1.50	0.00		4.0	49
				RRR348698	81.50	83.00	1.50	0.00		1.0	48
				RRR348699	83.00	84.50	1.50	0.00		14.0	48
				RRR348701	84.50	86.00	1.50	0.00		31.0	47
				RRR348702	86.00	87.50	1.50	0.00		5.0	50
				RRR348703	87.50	89.00	1.50	0.00		0.5	54
				RRR348704	89.00	90.50	1.50	0.00		1.0	42
				RRR348705	90.50	92.00	1.50	0.01		4.0	40
				RRR348706	92.00	93.50	1.50	0.00		3.0	43
				RRR348707	93.50	95.00	1.50	0.00		11.0	44
				RRR348708	95.00	96.50	1.50	0.00		3.0	34
				RRR348709	96.50	98.00	1.50	0.00		1.0	40
				RRR348710	98.00	99.50	1.50	0.00		7.0	42
				RRR348711	99.50	101.00	1.50	0.03		28.0	43
				RRR348712	101.00	102.50	1.50	0.00		5.0	45
				RRR348713	102.50	104.00	1.50	0.01		11.0	47
				RRR348714	104.00	105.50	1.50	0.00		2.0	47
				RRR348715	105.50	107.00	1.50	0.00		4.0	48
				RRR348716	107.00	108.50	1.50	0.00		6.0	50
				RRR348717	108.50	110.00	1.50	0.01		3.0	48
				RRR348718	110.00	111.50	1.50	0.01		6.0	54

DIAMOND DRILL LOG

Project Number:

RRR

Hole Number:

NR121254

From	To	Rock Code	Geology	Sample No.	From	To	Length	Au PPM AA23	Au PPM GRA21	Cu PPM	Zn PPM
				RRR348719	111.50	113.00	1.50	0.00		7.0	50
				RRR348720	113.00	114.50	1.50	0.00		3.0	59
				RRR348721	114.50	116.00	1.50	0.00		3.0	55
				RRR348722	116.00	117.50	1.50	0.00		3.0	55
				RRR348723	117.50	119.00	1.50	0.01		60.0	54
				RRR348724	119.00	120.50	1.50	0.00		27.0	58
				RRR348726	120.50	122.00	1.50	0.00		31.0	48
				RRR348727	122.00	123.50	1.50	0.01		70.0	75
				RRR348728	123.50	125.00	1.50	0.03		59.0	86
				RRR348729	125.00	126.50	1.50	0.01		27.0	80
				RRR348730	126.50	128.00	1.50	0.01		20.0	58
				RRR348731	128.00	129.50	1.50	0.03		19.0	60
				RRR348732	129.50	131.00	1.50	0.00		10.0	65
				RRR348733	131.00	132.50	1.50	0.00		36.0	272
				RRR348734	132.50	134.00	1.50	0.00		15.0	75
				RRR348735	134.00	135.50	1.50	0.01		25.0	82
				RRR348736	135.50	137.00	1.50	0.02		19.0	63
				RRR348737	137.00	138.50	1.50	0.00		13.0	74
				RRR348738	138.50	140.20	1.70	0.01		39.0	90
140.30	160.30	4a	Massive to Porphyritic Lava Flows Felsi flow - fgr light grey with gradational upper contact. Moderate sericite and weak to no silica alteration. Soft light grey rock compared to rock above. Minor to 1% Py as fgr to vfgc disseminations. Weak folaiton 55-60 degrees tca.	RRR348740	141.50	143.00	1.50	0.00		15.0	65
				RRR348741	143.00	144.50	1.50	0.00		39.0	58
				RRR348742	144.50	146.00	1.50	0.00		26.0	62
				RRR348743	146.00	147.50	1.50	0.00		15.0	163
				RRR348744	147.50	149.00	1.50	0.00		17.0	76
				RRR348745	149.00	150.50	1.50	0.02		39.0	88
				RRR348746	150.50	152.00	1.50	0.01		41.0	101
				RRR348747	152.00	153.50	1.50	0.03		10.0	125
				RRR348748	153.50	155.00	1.50	0.01		33.0	143
				RRR348749	155.00	156.50	1.50	0.04		9.0	97
				RRR348751	156.50	158.00	1.50	0.05		8.0	96
				RRR348752	158.00	159.50	1.50	0.04		16.0	145

DIAMOND DRILL LOG

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NR121254

From	To	Rock Code	Geology	Sample No.	From	To	Length	Au PPM AA23	Au PPM GRA21	Cu PPM	Zn PPM
160.30	160.50	11c	Fault Zone								
Fault zone - broken core and gauge at 70 degrees tca.											
160.50	190.70	4a	Massive to Porphyritic Lava Flows	RRR348754	161.00	162.50	1.50	0.00		31.0	59
Felsic flow - fgr grey with weak to moderate sericite and weak silica alteriaton. Locally feldspars evident. Minor Py as frg disseminations and vein associated. Weak foliation 65 degrees tca. Locally massive and non foliated. Minor mngr muscovite below 239m.											
				RRR348755	162.50	164.00	1.50	0.01		7.0	63
				RRR348756	164.00	165.50	1.50	0.01		6.0	68
				RRR348757	165.50	167.00	1.50	0.00		6.0	72
				RRR348758	167.00	168.50	1.50	0.00		15.0	70
				RRR348759	168.50	170.00	1.50	0.01		6.0	77
				RRR348760	170.00	171.50	1.50	0.03		109.0	236
				RRR348761	171.50	173.00	1.50	0.02		78.0	540
				RRR348762	173.00	174.50	1.50	0.02		34.0	223
				RRR348763	174.50	176.00	1.50	0.05		43.0	206
				RRR348764	176.00	177.50	1.50	0.02		11.0	105
				RRR348765	177.50	179.00	1.50	0.01		9.0	108
				RRR348766	179.00	180.50	1.50	0.01		2.0	108
				RRR348767	180.50	182.00	1.50	0.03		21.0	130
				RRR348768	182.00	183.50	1.50	0.02		55.0	298
				RRR348769	183.50	185.00	1.50	0.01		46.0	204
				RRR348770	185.00	186.50	1.50	0.01		60.0	327
				RRR348771	186.50	188.00	1.50	0.01		17.0	160
				RRR348772	188.00	189.50	1.50	0.01		31.0	236
190.70	191.20	11c	Fault Zone								
Fault zone - broken core and trace gauge along slip plane at 50 degrees tca.											

DIAMOND DRILL LOG

Project Number:

RRR

Hole Number:

NR121254

From	To	Rock Code	Geology	Sample No.	From	To	Length	Au PPM AA23	Au PPM GRA21	Cu PPM	Zn PPM
191.20	289.00	4a	Massive to Porphyritic Lava Flows	RRR348776	192.50	194.00	1.50	0.02		62.0	314
			Felsic flow - fgr grey with weak to moderate sericite and weak silica alteriaton. Trace Py as frg vein assocations. Weak foliation 65 degrees tca. Locally massive and non foliated. Minor mgr muscovite below 239m to 254.6 where there is a sharp contacct (fgr dyke?). Strgon sericite from 254.6 to 290 strong silica and moderate to strgon sericite alteration and weak foliaton 60-65 degrees tca.	RRR348777	194.00	195.50	1.50	0.02		19.0	296
				RRR348778	195.50	197.00	1.50	0.02		23.0	179
				RRR348779	197.00	198.50	1.50	0.04		9.0	146
				RRR348780	198.50	200.00	1.50	0.07		181.0	151
				RRR348781	200.00	201.50	1.50	0.73		821.0	155
				RRR348782	201.50	203.00	1.50	0.07		22.0	145
				RRR348783	203.00	204.50	1.50	0.03		8.0	102
				RRR348784	204.50	206.00	1.50	0.03		11.0	127
				RRR348785	206.00	207.50	1.50	0.03		5.0	214
				RRR348786	207.50	209.00	1.50	0.04		9.0	160
				RRR348787	209.00	210.50	1.50	0.05		24.0	146
				RRR348788	210.50	212.00	1.50	1.07		469.0	957
				RRR348789	212.00	213.50	1.50	0.12		154.0	567
				RRR348790	213.50	215.00	1.50	0.10		45.0	258
				RRR348791	215.00	216.50	1.50	0.06		161.0	110
				RRR348792	216.50	218.00	1.50	0.04		16.0	78
				RRR348793	218.00	219.50	1.50	0.03		18.0	107
				RRR348794	219.50	221.00	1.50	0.03		14.0	102
				RRR348795	221.00	222.50	1.50	0.07		17.0	130
				RRR348796	222.50	224.00	1.50	0.14		202.0	857
				RRR348797	224.00	225.50	1.50	0.06		25.0	98
				RRR348798	225.50	227.00	1.50	0.07		87.0	277
				RRR348799	227.00	228.50	1.50	0.04		19.0	101
				RRR348800	227.00	228.50	1.50	0.06		26.0	99
				RRR348801	228.50	230.00	1.50	0.09		62.0	1165
				RRR348802	230.00	231.50	1.50	0.18		34.0	866
				RRR348803	231.50	233.00	1.50	0.13		41.0	171
				RRR348804	233.00	234.50	1.50	0.06		19.0	134
				RRR348805	234.50	236.00	1.50	0.13		26.0	379
				RRR348806	236.00	237.50	1.50	0.69		602.0	1365
				RRR348807	237.50	239.00	1.50	0.10		103.0	1835
				RRR348808	239.00	240.50	1.50	0.07		30.0	156

DIAMOND DRILL LOG

Project Number:

RRR

Hole Number:

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From	To	Rock Code	Geology	Sample No.	From	To	Length	Au PPM AA23	Au PPM GRA21	Cu PPM	Zn PPM
				RRR348809	240.50	242.00	1.50	0.10		30.0	236
				RRR348810	242.00	243.50	1.50	0.08		55.0	187
				RRR348811	243.50	245.00	1.50	0.12		21.0	719
				RRR348812	245.00	246.50	1.50	0.13		18.0	88
				RRR348813	246.50	248.00	1.50	0.21		16.0	134
				RRR348814	248.00	249.50	1.50	1.70		41.0	679
				RRR348815	249.50	251.00	1.50	0.09		12.0	66
				RRR348816	251.00	252.60	1.60	0.46		26.0	251
				RRR348817	252.60	254.00	1.40	0.15		52.0	3480
				RRR348818	254.00	255.50	1.50	0.07		21.0	228
				RRR348819	255.50	257.00	1.50	1.13		135.0	2840
				RRR348820	257.00	258.50	1.50	0.08		27.0	132
				RRR348821	258.50	260.00	1.50	0.06		21.0	55
				RRR348822	260.00	261.50	1.50	0.10		12.0	40
				RRR348823	261.50	263.00	1.50	0.74		85.0	653
				RRR348824	263.00	264.50	1.50	0.32		36.0	130
				RRR348826	264.50	266.00	1.50	0.29		23.0	85
				RRR348827	266.00	267.50	1.50	0.24		29.0	54
				RRR348828	267.50	269.00	1.50	0.15		30.0	86
				RRR348829	269.00	270.50	1.50	0.52		31.0	49
				RRR348830	270.50	272.00	1.50	0.18		19.0	79
				RRR348831	272.00	273.50	1.50	0.04		13.0	113
				RRR348832	273.50	275.00	1.50	0.12		54.0	112
				RRR348833	275.00	276.50	1.50	0.03		24.0	100
				RRR348834	276.50	278.00	1.50	0.04		21.0	151
				RRR348835	278.00	279.50	1.50	0.10		33.0	304
				RRR348836	279.50	281.00	1.50	0.02		8.0	79
				RRR348837	281.00	282.50	1.50	0.03		9.0	117
				RRR348838	282.50	284.00	1.50	0.04		11.0	145
				RRR348839	284.00	285.50	1.50	0.03		29.0	104
				RRR348840	285.50	287.00	1.50	0.02		10.0	112
				RRR348841	287.00	288.00	1.00	0.02		43.0	168
				RRR348842	288.00	289.00	1.00	0.02		35.0	157

DIAMOND DRILL LOG

Project Number:

RRR

Hole Number:

NR121254

APPENDIX 2 – Analysis Certificates



ALS Canada Ltd.
2103 Dollarton Hwy
North Vancouver BC V7H 0A7
Phone: 604 984 0221 Fax: 604 984 0218 www.alsglobal.com

To: RAINY RIVER RESOURCES LTD.
1 RICHMOND STREET WEST
SUITE 701
TORONTO ON M5H 3W4

Page: 1
Finalized Date: 28- MAY- 2012
Account: RRR

CERTIFICATE TB12112450

Project: RRGP - NR- 12- 1254

P.O. No.:

This report is for 100 Drill Core samples submitted to our lab in Thunder Bay, ON, Canada on 18- MAY- 2012.

The following have access to data associated with this certificate:

ANDREA CURTIS
SARAH MILLER
AMY SHUTE
QC CONSULTANT WEBTRIEVE

RACHEL GHENT
JASON PATTISON
KERRY SPARKES

CORY HERCUN
MARILYN ROUSSEAU
ANDREW TIMS

SAMPLE PREPARATION

ALS CODE	DESCRIPTION
WEI- 21	Received Sample Weight
LOG- 23	Pulp Login - Rcvd with Barcode
LOG- 22	Sample login - Rcd w/o BarCode
CRU- 31	Fine crushing - 70% <2mm
SPL- 21	Split sample - riffle splitter
PUL- 31	Pulverize split to 85% <75 um
CRU- QC	Crushing QC Test
PUL- QC	Pulverizing QC Test

ANALYTICAL PROCEDURES

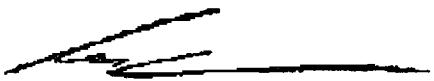
ALS CODE	DESCRIPTION	INSTRUMENT
ME- ICP41	35 Element Aqua Regia ICP- AES	ICP- AES
Au- AA23	Au 30g FA- AA finish	AAS

To: RAINY RIVER RESOURCES LTD.
ATTN: ANDREA CURTIS
5967 HWY 11/71
EMO ON POW 1E0

This is the Final Report and supersedes any preliminary report with this certificate number. Results apply to samples as submitted. All pages of this report have been checked and approved for release.

***** See Appendix Page for comments regarding this certificate *****

Signature:


Colin Ramshaw, Vancouver Laboratory Manager



ALS Canada Ltd.
2103 Dollarton Hwy
North Vancouver BC V7H 0A7
Phone: 604 984 0221 Fax: 604 984 0218 www.alsglobal.com

To: RAINY RIVER RESOURCES LTD.
1 RICHMOND STREET WEST
SUITE 701
TORONTO ON M5H 3W4

Page: 2 - C
Total # Pages: 4 (A - C)
Plus Appendix Pages
Finalized Date: 28- MAY- 2012
Account: RRR

Project: RRG - NR- 12- 1254

CERTIFICATE OF ANALYSIS TB12112450

Sample Description	Method Analyte Units LOR	ME-ICP41						
		Th	Ti	Tl	U	V	W	Zn
		ppm	%	ppm	ppm	ppm	ppm	ppm
RRR348651	<20	0.13	<10	<10	37	<10	69	
RRR348652	<20	0.10	<10	<10	31	<10	64	
RRR348653	<20	0.09	<10	<10	30	<10	63	
RRR348654	<20	0.13	<10	<10	33	<10	68	
RRR348655	<20	0.14	<10	<10	36	<10	70	
RRR348656	<20	0.10	<10	<10	28	<10	65	
RRR348657	<20	0.09	<10	<10	32	<10	57	
RRR348658	<20	0.10	<10	<10	34	<10	56	
RRR348659	<20	0.10	<10	<10	36	<10	53	
RRR348660	<20	0.10	<10	<10	35	<10	56	
RRR348661	<20	0.08	<10	<10	33	<10	57	
RRR348662	<20	0.10	<10	<10	34	<10	65	
RRR348663	<20	0.11	<10	<10	35	<10	63	
RRR348664	<20	0.12	<10	<10	36	<10	58	
RRR348665	<20	0.10	<10	<10	31	<10	42	
RRR348666	<20	0.11	<10	<10	31	<10	46	
RRR348667	<20	0.14	<10	<10	35	<10	49	
RRR348668	<20	0.10	<10	<10	31	<10	42	
RRR348669	<20	0.14	<10	<10	42	<10	54	
RRR348670	20	0.18	<10	<10	114	<10	82	
RRR348671	<20	0.11	<10	<10	36	<10	59	
RRR348672	<20	0.12	<10	<10	31	<10	47	
RRR348673	<20	0.10	<10	<10	31	<10	45	
RRR348674	<20	0.12	<10	<10	32	<10	47	
RRR348675	<20	0.01	<10	<10	90	10	14	
RRR348676	<20	0.11	<10	<10	33	<10	39	
RRR348677	<20	0.10	<10	<10	33	<10	47	
RRR348678	<20	0.10	<10	<10	28	<10	56	
RRR348679	<20	0.11	<10	<10	30	<10	67	
RRR348680	<20	0.12	<10	<10	29	<10	45	
RRR348681	<20	0.12	<10	<10	33	<10	54	
RRR348682	<20	0.10	<10	<10	30	<10	40	
RRR348683	<20	0.10	<10	<10	28	<10	38	
RRR348684	<20	0.09	<10	<10	24	<10	43	
RRR348685	<20	0.09	<10	<10	30	<10	41	
RRR348686	<20	0.08	<10	<10	33	<10	44	
RRR348687	<20	0.09	<10	<10	37	<10	47	
RRR348688	<20	0.10	<10	<10	36	<10	47	
RRR348689	<20	0.09	<10	<10	34	<10	45	
RRR348690	<20	0.10	<10	<10	38	<10	50	*

***** See Appendix Page for comments regarding this certificate *****



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Project: RRG - NR- 12- 1254

CERTIFICATE OF ANALYSIS TB12112450

Sample Description	Method Analyte Units LOR	ME-ICP41	ME-ICP41	ME-ICP41	ME-ICP41	ME-ICP41	ME-ICP41
		Th	Ti	Tl	U	V	W
		ppm	%	ppm	ppm	ppm	ppm
RRR348691	<20	0.11	<10	<10	37	<10	55
RRR348692	<20	0.09	<10	<10	31	<10	51
RRR348693	<20	0.11	<10	<10	37	<10	51
RRR348694	<20	0.11	<10	<10	39	<10	52
RRR348695	<20	0.10	<10	<10	35	<10	49
RRR348696	<20	0.10	<10	<10	32	<10	50
RRR348697	<20	0.07	<10	<10	26	<10	49
RRR348698	<20	0.08	<10	<10	29	<10	48
RRR348699	<20	0.10	<10	<10	32	<10	48
RRR348700	<20	0.16	<10	<10	69	10	214
RRR348701	<20	0.10	<10	<10	34	<10	47
RRR348702	<20	0.10	<10	<10	31	<10	50
RRR348703	<20	0.09	<10	<10	32	<10	54
RRR348704	<20	0.09	<10	<10	28	<10	42
RRR348705	<20	0.08	<10	<10	28	<10	40
RRR348706	<20	0.08	<10	<10	30	<10	43
RRR348707	<20	0.10	<10	<10	32	<10	44
RRR348708	<20	0.08	<10	<10	28	<10	34
RRR348709	<20	0.11	<10	<10	35	<10	40
RRR348710	<20	0.14	<10	<10	33	<10	42
RRR348711	<20	0.12	<10	<10	36	<10	43
RRR348712	<20	0.10	<10	<10	31	<10	45
RRR348713	<20	0.11	<10	<10	32	<10	47
RRR348714	<20	0.10	<10	<10	34	<10	47
RRR348715	<20	0.10	<10	<10	34	<10	48
RRR348716	<20	0.11	<10	<10	34	<10	50
RRR348717	<20	0.10	<10	<10	32	<10	48
RRR348718	<20	0.11	<10	<10	37	<10	54
RRR348719	<20	0.09	<10	<10	34	<10	50
RRR348720	<20	0.11	<10	<10	39	<10	59
RRR348721	<20	0.11	<10	<10	40	<10	55
RRR348722	<20	0.10	<10	<10	39	<10	55
RRR348723	<20	0.11	<10	<10	39	<10	54
RRR348724	<20	0.12	<10	<10	42	<10	58
RRR348725	<20	<0.01	<10	<10	<1	<10	<2
RRR348726	<20	0.10	<10	<10	43	<10	48
RRR348727	<20	0.09	<10	<10	50	<10	75
RRR348728	<20	0.11	<10	<10	54	<10	86
RRR348729	<20	0.09	<10	<10	31	<10	80
RRR348730	<20	0.07	<10	<10	27	<10	58

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CERTIFICATE OF ANALYSIS TB12112450

Sample Description	Method Analyte Units LOR	WEI-21 Recvd Wt. kg	Au-AA23 Au g/t	ME-ICP41 Ag ppm	ME-ICP41 Al %	ME-ICP41 As ppm	ME-ICP41 B ppm	ME-ICP41 Ba ppm	ME-ICP41 Be ppm	ME-ICP41 Bi ppm	ME-ICP41 Ca %	ME-ICP41 Cd ppm	ME-ICP41 Co ppm	ME-ICP41 Cr ppm	ME-ICP41 Cu ppm	ME-ICP41 Fe %
RRR348731		2.99	0.025	0.2	1.11	4	<10	50	<0.5	<2	0.94	<0.5	6	9	19	1.85
RRR348732		3.13	<0.005	0.2	1.14	4	<10	30	<0.5	<2	1.21	<0.5	6	10	10	1.82
RRR348733		3.05	<0.005	0.3	1.26	<2	<10	40	<0.5	<2	0.90	2.2	7	10	36	1.86
RRR348734		2.74	<0.005	0.2	1.37	5	<10	30	<0.5	<2	0.97	<0.5	7	11	15	1.89
RRR348735		2.84	0.006	0.4	1.19	5	<10	50	<0.5	<2	1.21	<0.5	7	14	25	1.97
RRR348736		2.73	0.015	0.3	0.89	6	<10	40	<0.5	<2	1.50	<0.5	7	42	19	1.69
RRR348737		3.06	<0.005	<0.2	1.30	<2	<10	100	<0.5	<2	1.19	<0.5	11	77	13	2.48
RRR348738		3.37	0.008	0.3	1.35	6	<10	40	<0.5	<2	1.75	<0.5	13	39	39	2.55
RRR348739		2.79	0.008	0.2	1.81	13	<10	20	<0.5	<2	2.69	<0.5	10	23	20	2.72
RRR348740		3.17	<0.005	<0.2	1.67	8	<10	40	<0.5	<2	1.70	<0.5	8	22	15	2.18
RRR348741		3.01	<0.005	0.2	1.98	9	<10	50	<0.5	<2	1.79	<0.5	8	21	39	2.08
RRR348742		2.89	<0.005	0.2	2.62	8	<10	120	<0.5	<2	1.92	<0.5	7	22	26	2.13
RRR348743		3.04	<0.005	0.2	1.87	12	<10	40	<0.5	<2	1.29	0.8	7	16	15	2.14
RRR348744		3.19	<0.005	0.3	1.87	12	<10	30	<0.5	<2	1.23	<0.5	7	9	17	2.13
RRR348745		3.16	0.015	0.2	1.85	7	<10	20	<0.5	<2	1.44	<0.5	5	9	39	1.73
RRR348746		3.05	0.014	0.3	1.41	12	<10	20	<0.5	<2	0.90	<0.5	7	6	41	1.99
RRR348747		3.06	0.025	0.5	1.78	12	<10	20	<0.5	<2	1.11	<0.5	10	8	10	2.66
RRR348748		3.18	0.014	0.4	2.15	7	<10	20	<0.5	<2	0.81	<0.5	10	11	33	2.60
RRR348749		3.25	0.043	0.4	1.63	8	<10	20	<0.5	<2	1.23	<0.5	11	9	9	2.70
RRR348750		0.11	4.86	73.4	1.28	39	<10	120	<0.5	2	0.70	20.9	12	23	55	2.98



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CERTIFICATE OF ANALYSIS TB12112450

Sample Description	Method Analyte Units LOR	ME-ICP41 Ga ppm 10	ME-ICP41 Hg ppm 1	ME-ICP41 K %	ME-ICP41 La ppm 0.01	ME-ICP41 Mg %	ME-ICP41 Mn ppm 0.01	ME-ICP41 Mo ppm 5	ME-ICP41 Na %	ME-ICP41 Ni ppm 0.01	ME-ICP41 P ppm 1	ME-ICP41 Pb ppm 10	ME-ICP41 S %	ME-ICP41 Sb ppm 2	ME-ICP41 Sc ppm 1	ME-ICP41 Sr ppm 1
RRR348731	<10	<1	0.17	10	0.56	236	<1	0.04	5	410	2	0.02	<2	1	23	
RRR348732	<10	<1	0.12	10	0.58	244	<1	0.04	5	430	2	0.01	<2	1	28	
RRR348733	<10	<1	0.14	10	0.61	247	<1	0.05	4	430	2	0.01	<2	1	31	
RRR348734	<10	<1	0.11	10	0.66	272	<1	0.05	7	450	5	0.02	<2	1	39	
RRR348735	<10	<1	0.21	10	0.59	302	<1	0.04	11	400	19	0.10	<2	1	35	
RRR348736	<10	<1	0.14	10	0.39	269	<1	0.03	14	420	17	0.05	<2	1	27	
RRR348737	<10	<1	0.37	<10	0.42	324	<1	0.05	25	440	2	0.04	<2	4	32	
RRR348738	<10	<1	0.16	10	0.66	403	<1	0.04	22	430	4	0.24	<2	2	41	
RRR348739	10	<1	0.09	10	1.04	603	<1	0.03	23	400	4	0.14	<2	2	52	
RRR348740	<10	<1	0.14	10	0.83	423	<1	0.05	19	400	3	0.03	<2	2	53	
RRR348741	10	<1	0.15	10	0.86	371	<1	0.05	20	410	6	0.03	<2	2	60	
RRR348742	10	<1	0.36	10	0.90	346	<1	0.12	18	390	5	0.01	<2	2	146	
RRR348743	<10	<1	0.10	10	1.10	418	<1	0.03	14	430	66	0.04	<2	2	41	
RRR348744	<10	<1	0.10	20	1.33	397	<1	0.04	7	490	14	0.16	<2	2	37	
RRR348745	<10	<1	0.09	10	1.37	435	<1	0.03	6	450	16	0.10	<2	2	37	
RRR348746	<10	<1	0.11	20	1.03	410	<1	0.03	6	490	5	0.57	<2	1	25	
RRR348747	<10	<1	0.10	10	1.45	602	<1	0.02	11	510	2	0.98	<2	1	32	
RRR348748	10	<1	0.12	20	1.71	714	2	0.04	12	580	<2	0.35	<2	2	26	
RRR348749	10	<1	0.10	10	1.44	581	2	0.03	10	410	<2	1.67	<2	1	27	
RRR348750	10	<1	0.11	<10	0.53	381	7	0.09	17	540	657	0.40	87	4	36	



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CERTIFICATE OF ANALYSIS TB12112450

Sample Description	Method Analyte Units LOR	ME-ICP41 Th ppm	ME-ICP41 Ti %	ME-ICP41 Ti ppm	ME-ICP41 U ppm	ME-ICP41 V ppm	ME-ICP41 W ppm	ME-ICP41 Zn ppm
RRR348731		<20	0.05	<10	<10	23	<10	60
RRR348732		<20	0.04	<10	<10	18	<10	65
RRR348733		<20	0.05	<10	<10	21	<10	272
RRR348734		<20	0.04	<10	<10	22	<10	75
RRR348735		<20	0.06	<10	<10	26	<10	82
RRR348736		<20	0.04	<10	<10	34	<10	63
RRR348737		<20	0.13	<10	<10	73	<10	74
RRR348738		<20	0.06	<10	<10	38	<10	90
RRR348739		<20	0.08	<10	<10	30	<10	89
RRR348740		<20	0.09	<10	<10	25	<10	65
RRR348741		<20	0.10	<10	<10	26	<10	58
RRR348742		<20	0.10	<10	<10	30	<10	62
RRR348743		<20	0.09	<10	<10	25	<10	163
RRR348744		<20	0.07	<10	<10	26	<10	76
RRR348745		<20	0.07	<10	<10	24	<10	88
RRR348746		<20	0.03	<10	<10	15	<10	101
RRR348747		<20	0.05	<10	<10	24	<10	125
RRR348748		<20	0.08	<10	<10	29	<10	143
RRR348749		<20	0.03	<10	<10	19	<10	97
RRR348750		<20	0.11	<10	<10	61	30	2020



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CERTIFICATE OF ANALYSIS TB12112450

Method	CERTIFICATE COMMENTS
ME- ICP41	Uranium ICP- AES results reported below 250 ppm are considered to be semi- quantitative due to interference when Ce > 250 ppm



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CERTIFICATE TB12143902

Project: RRGP - NR- 12- 1244

P.O. No.:

This report is for 128 Drill Core samples submitted to our lab in Thunder Bay, ON, Canada on 22-JUN-2012.

The following have access to data associated with this certificate:

ANDREA CURTIS
SARAH MILLER
AMY SHUTE
QC CONSULTANT WEBTRIEVE

RACHEL GHENT
JASON PATTISON
KERRY SPARKES

CORY HERCUN
MARILYN ROUSSEAU
ANDREW TIMS

SAMPLE PREPARATION

ALS CODE	DESCRIPTION
WEI- 21	Received Sample Weight
LOG- 23	Pulp Login - Rcvd with Barcode
LOG- 22	Sample login - Rcd w/o BarCode
CRU- 31	Fine crushing - 70% <2mm
SPL- 21	Split sample - riffle splitter
PUL- 31	Pulverize split to 85% <75 um
CRU- QC	Crushing QC Test
PUL- QC	Pulverizing QC Test

ANALYTICAL PROCEDURES

ALS CODE	DESCRIPTION	INSTRUMENT
Au- AA23	Au 30g FA- AA finish	AAS

To: RAINY RIVER RESOURCES LTD.
ATTN: ANDREW TIMS
5967 HWY 11/71
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This is the Final Report and supersedes any preliminary report with this certificate number. Results apply to samples as submitted. All pages of this report have been checked and approved for release.

Signature: *Nacera Amara*
Nacera Amara, Laboratory Manager, Val d'Or



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CERTIFICATE OF ANALYSIS TB12143902

Sample Description	Method Analyte	WEI-21	Au-AA23
	Units LOR	Recv Wt.	Au
		kg	g/t
RRR348501		3.58	<0.005
RRR348502		2.31	<0.005
RRR348503		3.46	<0.005
RRR348504		3.35	<0.005
RRR348505		3.13	<0.005
RRR348506		3.53	<0.005
RRR348507		3.20	<0.005
RRR348508		3.39	<0.005
RRR348509		3.53	<0.005
RRR348510		3.53	<0.005
RRR348511		3.49	<0.005
RRR348512		3.25	<0.005
RRR348513		3.63	<0.005
RRR348514		3.54	<0.005
RRR348515		3.49	<0.005
RRR348516		3.46	0.005
RRR348517		3.55	<0.005
RRR348518		3.57	0.016
RRR348519		3.44	0.007
RRR348520		3.44	0.005
RRR348521		3.27	0.006
RRR348522		2.99	<0.005
RRR348523		3.21	<0.005
RRR348524		3.19	0.006
RRR348525		0.09	0.442
RRR348526		3.75	0.005
RRR348527		3.08	0.005
RRR348528		3.17	<0.005
RRR348529		3.04	0.006
RRR348530		2.90	<0.005
RRR348531		2.97	<0.005
RRR348532		3.09	<0.005
RRR348533		2.98	<0.005
RRR348534		3.12	<0.005
RRR348535		3.41	<0.005
RRR348536		3.09	<0.005
RRR348537		3.28	<0.005
RRR348538		3.13	<0.005
RRR348539		3.31	<0.005
RRR348540		2.74	<0.005



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CERTIFICATE OF ANALYSIS TB12143902

Sample Description	Method Analyte Units LOR	WEI- 21 Recvd Wt. kg	Au-AA23 Au g/t 0.02 0.005
RRR348541		2.99	<0.005
RRR348542		2.74	<0.005
RRR348543		2.88	<0.005
RRR348544		2.79	<0.005
RRR348545		3.31	0.022
RRR348546		3.48	<0.005
RRR348547		3.03	<0.005
RRR348548		3.12	<0.005
RRR348549		3.18	<0.005
RRR348550		0.11	0.838
RRR348551		2.72	<0.005
RRR348552		2.65	<0.005
RRR348553		3.02	<0.005
RRR348554		2.98	<0.005
RRR348555		2.99	<0.005
RRR348556		2.80	<0.005
RRR348557		2.89	<0.005
RRR348558		2.90	<0.005
RRR348559		3.33	<0.005
RRR348560		2.84	<0.005
RRR348561		2.79	<0.005
RRR348562		2.98	<0.005
RRR348563		2.96	<0.005
RRR348564		2.94	<0.005
RRR348565		2.84	<0.005
RRR348566		2.93	<0.005
RRR348567		2.23	<0.005
RRR348568		3.00	<0.005
RRR348569		2.99	<0.005
RRR348570		3.09	<0.005
RRR348571		3.30	<0.005
RRR348572		2.74	<0.005
RRR348573		2.80	<0.005
RRR348574		2.78	<0.005
RRR348575		2.05	<0.005
RRR348576		2.58	<0.005
RRR348577		2.44	<0.005
RRR348578		2.69	<0.005
RRR348579		2.55	<0.005
RRR348580		2.81	<0.005



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CERTIFICATE OF ANALYSIS TB12143902

Sample Description	Method Analyte Units LOR	WEI- 21 Recvd Wt.	Au-AA23 Au kg g/t
RRR348581		2.62	<0.005
RRR348582		2.69	<0.005
RRR348583		2.62	<0.005
RRR348584		2.76	<0.005
RRR348585		2.54	<0.005
RRR348586		3.03	<0.005
RRR348587		3.33	<0.005
RRR348588		2.86	<0.005
RRR348589		3.23	<0.005
RRR348590		2.84	<0.005
RRR348591		3.08	<0.005
RRR348592		3.52	<0.005
RRR348593		3.21	<0.005
RRR348594		3.62	<0.005
RRR348595		3.54	<0.005
RRR348596		3.38	0.012
RRR348597		3.30	<0.005
RRR348598		3.27	0.007
RRR348599		3.54	<0.005
RRR348600		0.10	4.87
RRR348601		3.49	0.005
RRR348602		3.38	0.007
RRR348603		4.24	0.014
RRR348604		3.52	<0.005
RRR348605		3.66	0.006
RRR348606		3.28	0.006
RRR348607		3.65	0.006
RRR348608		3.34	0.005
RRR348609		3.43	0.005
RRR348610		3.35	<0.005
RRR348611		3.47	0.007
RRR348612		3.36	<0.005
RRR348613		3.26	0.005
RRR348614		3.54	0.006
RRR348615		4.50	<0.005
RRR348616		2.66	0.005
RRR348617		3.39	0.025
RRR348618		3.40	<0.005
RRR348619		3.48	<0.005
RRR348620		3.20	<0.005



ALS Canada Ltd.
2103 Dollarton Hwy
North Vancouver BC V7H 0A7
Phone: 604 984 0221 Fax: 604 984 0218 www.alsglobal.com

To: RAINY RIVER RESOURCES LTD.
1 RICHMOND STREET WEST
SUITE 701
TORONTO ON M5H 3W4

Page: 5 - A
Total # Pages: 5 (A)
Finalized Date: 3-JUL-2012
Account: RRR

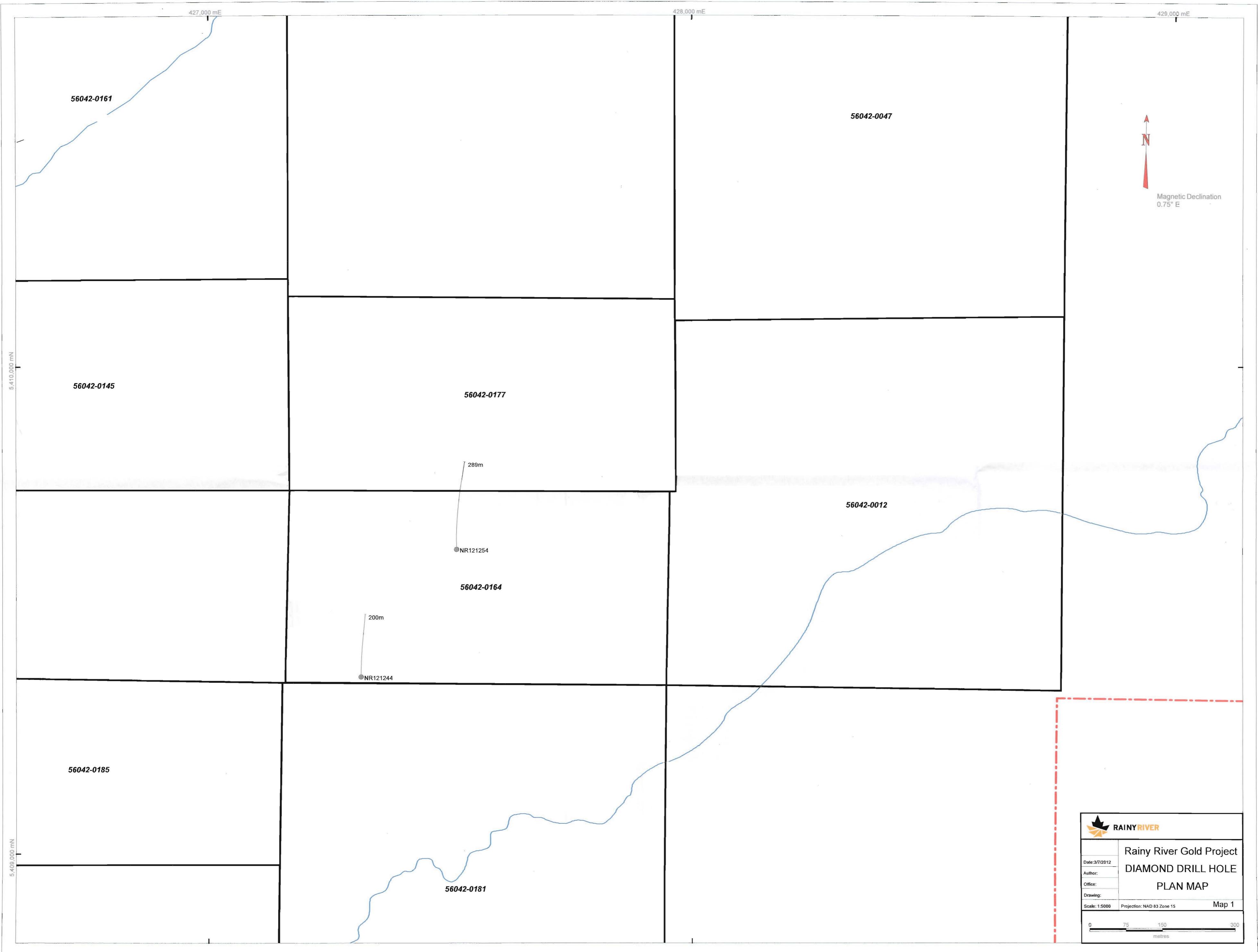
Project: RRGP - NR-12-1244

CERTIFICATE OF ANALYSIS TB12143902

Sample Description	Method Analyte Units LOR	WEI-21	Au- AA23
		Reccvd Wt.	Au
		kg	g/t
		0.02	0.005
RRR348621		3.39	<0.005
RRR348622		3.82	<0.005
RRR348623		4.60	<0.005
RRR348624		1.66	<0.005
RRR348625		0.10	1.470
RRR348626		3.48	0.005
RRR348627		3.50	<0.005
RRR348628		3.73	<0.005

APPENDIX 3 - Drill Sections and Plan

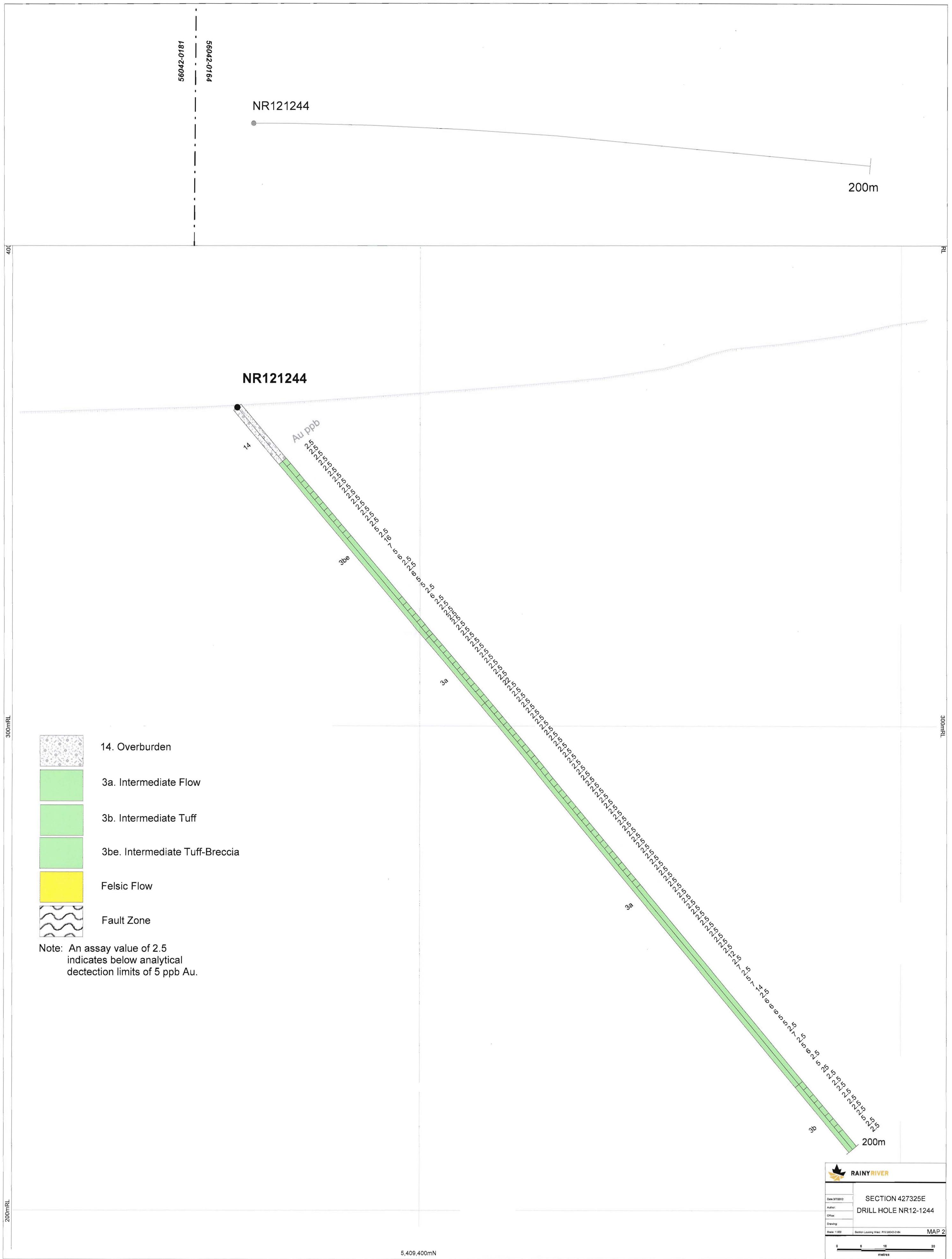
DDH Location Map (1:5 000)
Section 427325 NR12-1244 (1:500)
Section 427525 NR12-1254 (1:500)



 RAINY RIVER

Date: 3/7/2012	Rainy River Gold Project
Author:	DIAMOND DRILL HOLE
Office:	PLAN MAP
Drawing:	
Scale: 1:5000	Projection: NAD 83 Zone 15
Map 1	

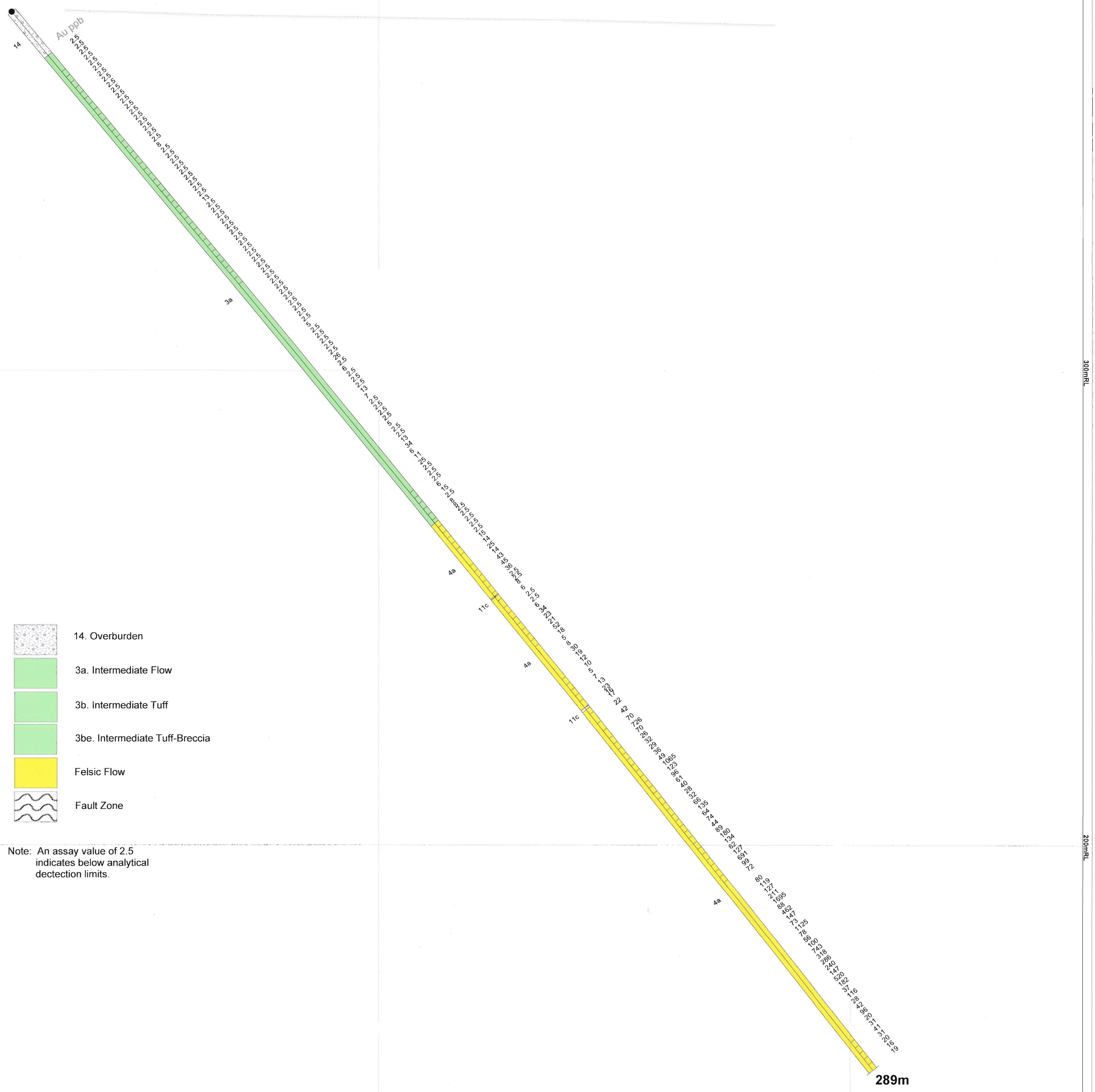
0 75 150 300 metres



NR121254



NR121254



	RAINYRIVER
Date: 4/7/2012	Section 42752E
Author:	Drill Hole NR12-1254
Office:	
Drawing:	
Scale: 1:500	Section Looking West Pin 50642-0164 & 0177 Map 3
0 7.5 15 30	metres