We are committed to providing accessible customer service.
If you need accessible formats or communications supports, please contact us.

Nous tenons à améliorer l’accessibilité des services à la clientèle.
Si vous avez besoin de formats accessibles ou d’aide à la communication, veuillez nous contacter.

REPORT OF EXPLORATION

ON THE GWYN LAKE GOLD PROSPECT,

NORTH-WESTERN ONTARIO, CANADA

Thunder Bay Mining Division

McComber and Vincent Townships
(G-0166, G-0163)

NTS N49.63464 Latitude, W87.77830 Longitude
UTM (NAD83) Zone 16
443800E and 5498300N

Prepared for

Empire Rock Minerals Inc.
702-889 West Pender Street
Vancouver, B.C., V6C 3B2
Canada

by

Bohumil B. Molak, Ph.D., P.Geo (BC) and Franklin A. Houghton

Date: January 16, 2017
Amended: February 24, 2017

Table of Contents

Figures

Appendices

SUMMARY

The Gwyn Lake Gold Prospect ("GLGP") is situated approximately 15 km east of Beardmore, North-western Ontario, within the Thunder Bay Mining Division. It lies within the Beardmore-Geraldton Gold Camp ("BGGC"), a well-known gold mining district that reportedly produced more than 4 million ounces (127.4 tonnes) of gold with combined average grade 0.37 oz (11.5 g /t) gold. Strata-bound gold mineralization occurs in the greenstone-belt-hosted banded iron formations ("BIF").

Buck Lake Ventures Ltd. ("Buck") optioned the Gwyn Lake claims in 2003 from prospector F. A. Houghton. In 2005 Buck optioned the Extension Claims comprised of 57 claim units. An exploration program was launched including mapping, trenching and sampling, focusing mainly on the geophysical anomalous zones. Three zones with anomalous gold in the Banded Iron Formation ("BIF") outcrops were located. In 2007 and 2008 Buck's successor Ultra Uranium Corp. ("Ultra") continued to explore the BGGC by trail cutting, stripping and systematic channel sampling. In 2009, two new claims adjoining the main GLGP to the west were optioned. In 2010, Ultra optioned 70 % interest in the GLGP to Pierre Enterprises Ltd. The exploration continued by further stripping and continuous channel sampling and the company name had changed to Ultra Resources Corp. Recently, the Ultra's successor has been re-named as Empire Rock Minerals Inc. ("Empire").

Based on the work to-date, several gold-bearing zones occur on the GLGP. Those with the best potential include the historical Dominion Showing, the # 12 showing, the Gwyn Lake showing with the east and west extensions, which attains a combined length of more than 1,500 meters. Other promising zones include Ralph Lake showing and the historical Orion – Blacksmith showing.

The Gwyn Lake showing includes a 160 meters long interval averaging 2.15 g/t gold over 1.54 meters average width and its eastern and western extensions average 1.95 g/t gold over a true width 1.14 meter in the former and 6.25 g/t gold over 0.67 meters in the latter. The showing represents a suitable drilling target. Further work on the Gwyn Lake Gold Prospect is warranted and the writers recommend further systematic channel sampling of the BIF and gabbro outcrops and remediation of the stripped areas to allow for additional stripping and sampling.

1. INTRODUCTION

Empire retained the first writer in October 2016 to conduct an exploration program on the GLGP and to prepare a report with recommendations for further work. The first writer is a consulting geologist and a Professional Geoscientist (BC) with over forty years experience in mineral exploration. The second writer is the claim holder and a well-known prospector in the Beardmore area with over 40 years of experience in mineral prospecting.

The first writer aided by an assistant worked on the GLGP from October 28 to October 30, 2016. The second writer with an assistant worked during the period October 28 to November 12, 2016. The work consisted of continuous channel and chip sampling on the Dominion

showing, and on the claims 3011478 and 3011488. The second writer transported the samples to a safe storage in Beardmore and from there to Accuraassay Laboratories in Thunder Bay.

For parts of this report the writers relied on the work of other experts, on the assessment reports generated from previous exploration and research programs and on information available from the Ministry of Northern Development and Mines, Ontario ("MNDM") website. The information by other experts who are not qualified persons for this project is generally presented without comments, and is to the best of writers' knowledge and experience correct and suitable for inclusion in this report. The writers took steps to verify the previous exploration and assay results by re-examining and re-sampling the anomalous areas. The sources of all information not based on personal examination are quoted in the References item. The claims description provided herein relates to the status as of December 20, 2016.

1.1. Location and Access

The Gwyn Lake Gold Prospect lies approximately 200 km north-northeast of Thunder Bay in Northwestern Ontario, within the Thunder Bay Mining Division (Fig. 1). The prospect is centered about 15 kilometers east of Beardmore at N49.63464 latitude and W87.77830 longitude (map sheet G-0166 and G-0163) and the UTM coordinates for the CZ of the prospect are approximately 443800 E and 5498300 N (NAD83) on the NTS UTM zone 16.

1.2. The Claims

The GLGP is situated in a previously under-explored area. The prospect is comprised of 14 claims (89 claim units) covering approximately 1,424 hectares (Fig. 2), as follows:

Tenure Number	Township	Units	Due date	Rec. Holder	Reserve
3005108	McComber	16	2017-02-20	Houghton F. A.	2
3005109	Vincent	1	2017-02-20	Houghton F. A.	0
3005110	McComber	3	2017-02-20	Houghton F. A.	33
4209001	McComber	12	2017-11-24	Houghton F. A.	401
4209002	McComber	16	2017-11-24	Houghton F. A.	325
3011477	McComber	4	2017-11-10	Houghton F. A.	0
3011478	Vincent	10	2017-01-17	Houghton F. A.	0
3011479	Vincent	2	2017-01-17	Houghton F. A.	0
3018950	McComber	3	2017-01-17	Houghton F. A.	0
3011887	Vincent	1	2017-01-17	Houghton F. A.	0
3011487	Vincent	2	2017-11-10	Houghton F. A.	0
3011488	Vincent	6	2017-01-17	Houghton F. A.	0
4225181	McComber	2	2017-01-17	Houghton F. A.	0
4225182	McComber	11	2017-01-17	Houghton F. A.	0
TOTAL		**89**			761

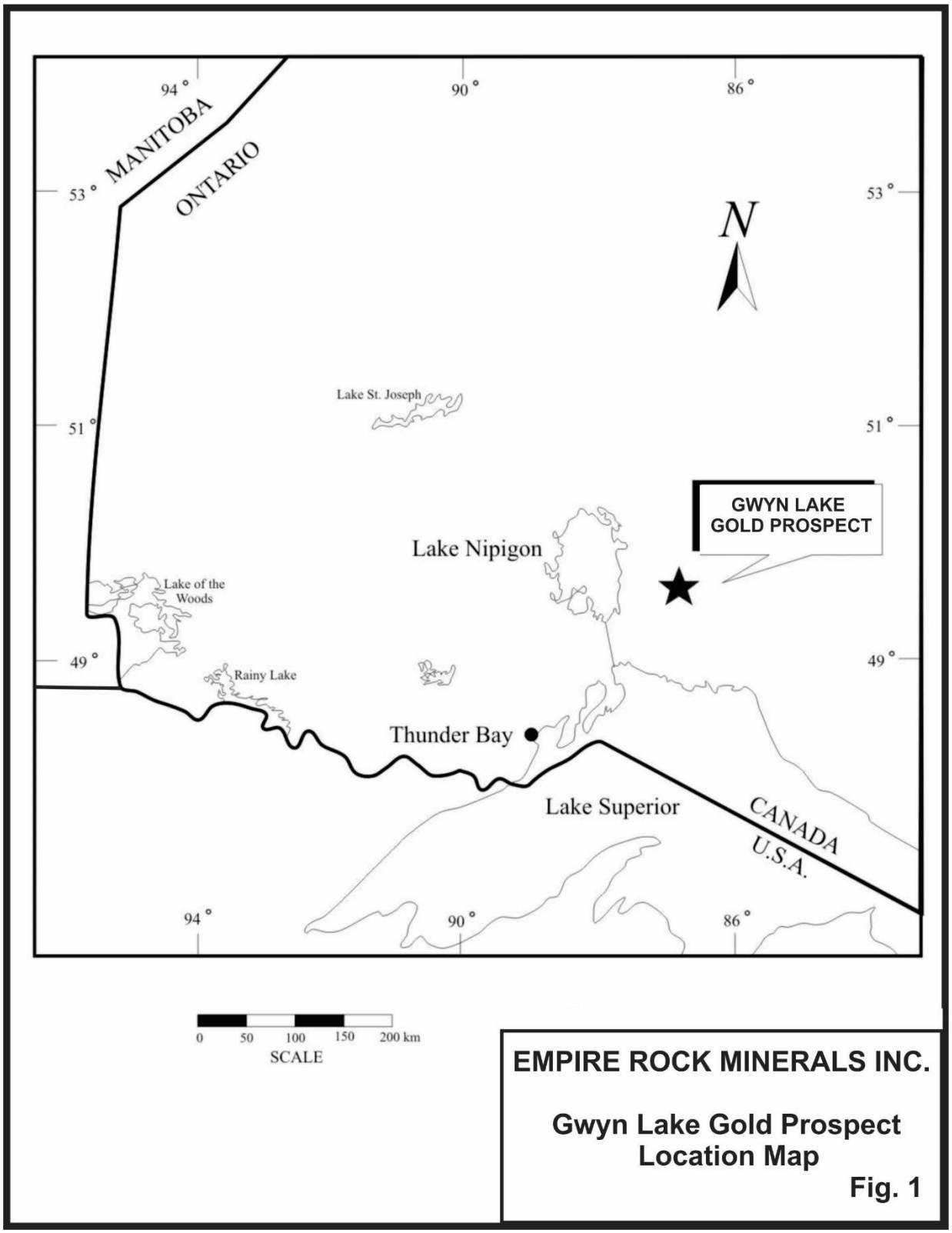
Recorded holders of the adjacent claims are Maki, N. R. (claims 1138900, 1197034, 603295, 603296 and 603297), TLC Explorations Inc. (claims 4203994, 4210062 and 4215198) and Skalesky A. (claim 862665). Adjoining to the east and west are active mining leases owned by Goldstone Resources Inc., Tombill Mines Ltd., and by other undisclosed holders.

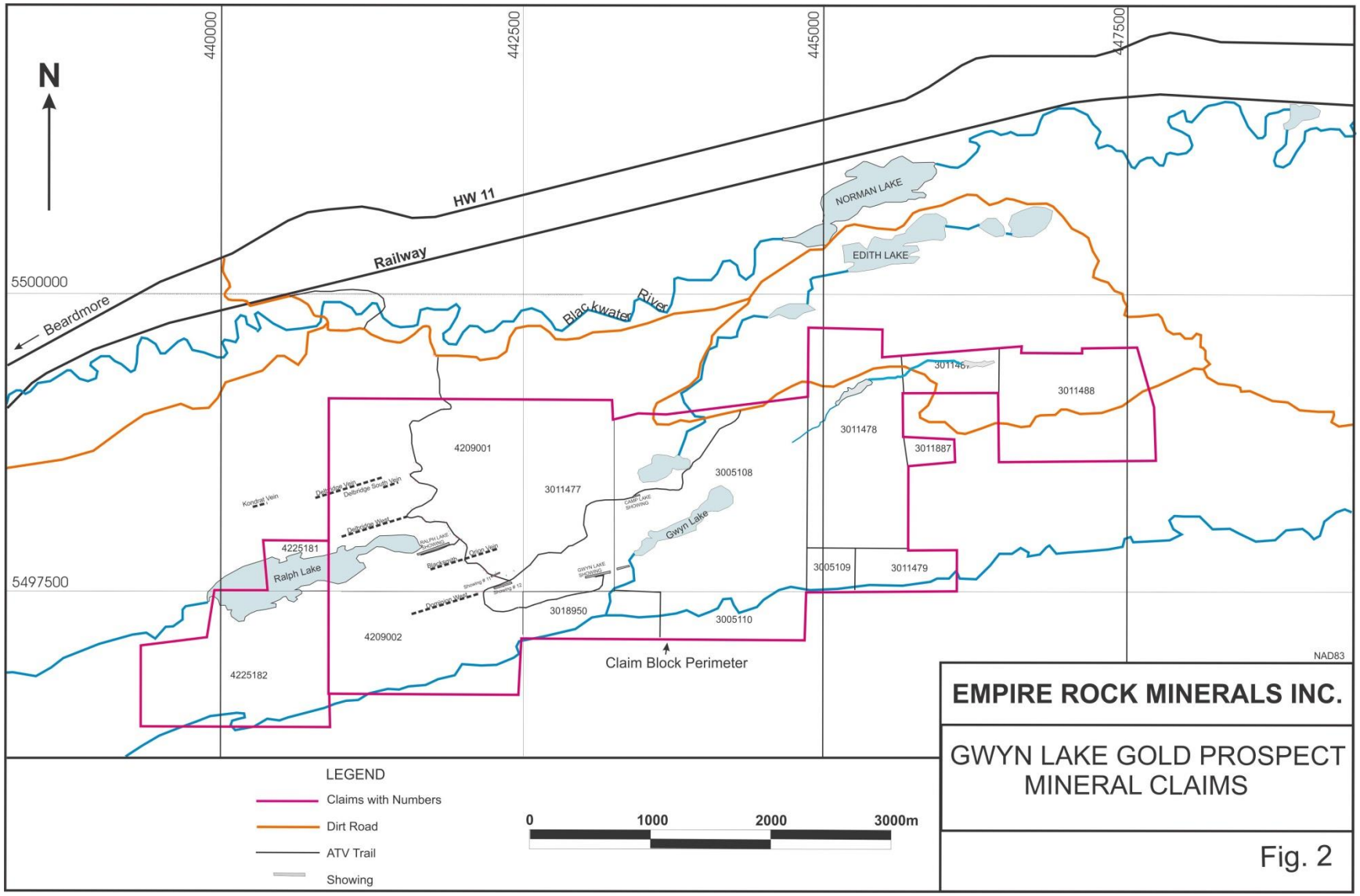
1.3. Topography, Vegetation and Local Resources

Topography in the GLGP area is gently rolling with elongated hills aligned east-northeast, parallel to regional geological structure. The relief ranges from 350 meters to 400 meters above sea level. The bedrock is exposed in places in the form of hummocky outcrops.

Vegetation consists of mature stands of spruce, pine, balsam and birch with moss-covered regolith and some underbrush in the forested areas. Patchy areas of thick willow bushes are common. Swampy areas and lakes occupy much of the lower relief and often contain willow and labrador tooth vegetation. The climate in the area is typical of north-western Ontario. Warm summers and long, cold winters with average annual temperatures from – 37 to + 35 ºC, annual rainfall from 50 to 63 centimeters and snow precipitation from 13 to 25 centimeters (water equivalent). The prevailing wind direction is westerly, most of the year.

Railway, power and gas are within two kilometers of the claim boundary and qualified manpower is readily available. The town of Thunder Bay is the closest industrial centre that provides most services required to conduct mineral exploration.


94 °
90 °
86 °
MANITOBA
ONTARIO
53 °
N
Lake St. Joseph
51 °
GWYN LAKE
GOLD PROSPECT
Lake Nipigon
Lake of the
Woods
49 °
Rainy Lake
Thunder Bay
Lake Superior
CANADA
U.S.A.
0 50 100 150 200 km
SCALE
EMPIRE ROCK MINERALS INC.
Gwyn Lake Gold Prospect
Location Map
Fig. 1


N
440000
442500
445000
447500
5500000
5497500
HW 11
Railway
Beardmore
Blackwater River
NORMAN LAKE
EDITH LAKE
Ralph Lake
Gwyn Lake
4209001
4209002
4225181
4225182
3011477
3011478
3011479
3011488
3011887
3005108
3005109
3005110
3018950
Claim Block Perimeter
NAD83
LEGEND
Claims with Numbers
Dirt Road
ATV Trail
Showing
0
1000
2000
3000m
EMPIRE ROCK MINERALS INC.
GWYN LAKE GOLD PROSPECT
MINERAL CLAIMS
Fig. 2

1.4. History

Early 1900's: the first production phase from the gold mines located within BGGC, which ranked among the top five in Canada with production of 4.1 million ounces of gold from 19.5 million tons of ore and a combined average grade 0.21 oz gold/ton (6.5 g/t), (Malouf, 2003).

Early 1930s: extensive exploration including trenching, drilling and geophysical surveys conducted on the Vega-Craskie claims east of Gwyn Lake.

1929: trenching on the former Colins, Webster Holmes and Humphries holdings (Langford, 1929). One trench uncovered a 10 feet (3.04 meters) wide iron band running along strike for 30 chains (~ 604 meters). This band contained over 5 feet of arsenopyrite, pyrite and chalcopyrite and the best gold assay returned $ 3.20 over five feet (1.52 meters). Minor exploration was conducted from the Gwyn Lake area including hand trenching and sampling. One of the MNDM reports describes a mineralization within the southern zone, comprised of several sub-parallel veins, the largest being 50 meters long, five meters thick and open in both directions. Chip sampling from the vein returned up to 1.23 oz/t (38.25 g/t) gold over two feet.

1985: an airborne magnetometer and VLF EM geophysical survey was flown over the GLGP. Three prominent east – west trending geophysical anomalies were detected.

2003-2005: Buck Lake Ventures Ltd. ("Buck") optioned the Gwyn Lake Gold Prospect from F. A. Houghton and conducted a reconnaissance program to map, trench and sample the geophysical anomalous zones. Grab and chip samples from the hand dug channels from the North and South zones reportedly assayed 4.56 ppm over 2.5 meters and 7.44 ppm gold over 0.27 meter in the former zone and up to 5.33 ppm gold over 2 meters in the latter zone (Brickner, 2005; Molak et al., 2006.

2007-2009: Buck changed its name to Ultra Uranium Corp. ("Ultra") and optioned the New Claims (13 units) adjoining the Extension Claims in the southwest from F. A. Houghton. Ultra would obtain a 100 % interest in the said claims on payment of $ 5,000 to the holder and to incur $10,200 on exploration by December, 2009. The holder retained 1 % NSR. Ultra's work on the claims included trail cutting across GLGP from northwest to southeast, stripping and systematic channel-sampling of the BIFs. More than 500 continuous channel, chip and grab samples were collected. Many assays from the Gwyn Lake showing, Ralph Lake showing and Camp Lake showings returned more than one ppm gold. The mineralized zones of notable widths and strike occurred on strike with the Kondrat, Delbridge and Dominion veins (zones). Several continuous channel and chip samples from the Gwyn Lake and Ralph Lake showings returned more than 10 ppm gold (maximum value of 76.4 ppm gold), (Molak, 2009).

2010: Ultra entered into an option agreement with Pierre Enterprises Ltd. ("Pierre"), whereby Pierre was to acquire 70 % interest in the GLGP if it paid $180,000 to Ultra over four years and incurred $500,000 on exploration and development on or before September 30, 2013. In the same year, Ultra further explored the prospect by stripping and continuous channel sampling on the historical Orion – Blacksmith showing and on the extensions of the Gwyn Lake showing (Molak, 2010).

2014: Ultra under a new name Ultra Resources Corp. conducted further field program on the GLGP consisting of chip, grab and channel sampling of the Dominion, Ralph Lake, Gwyn Lake and # 11 showings. A total of 38 samples were collected from the shear zones and veins associated with the BIFs and the samples were assayed by an accredited laboratory in Thunder Bay. The assays from Dominion showing (18 continuous channel samples) yielded a weighted average of 1.40 g/t gold over an average width 0.78 m. These values compared fairly well with the weighted average of 1.54 ppm gold over an average width 0.74 meter from the previously sampled (13 continuous channel samples) # 12 showing. Thus, the two gold-mineralized zones appear to be continuous and their combined strike length attained 300 meters, at least, and remains open in both directions (Molak, 2014).

2015, 2016: Ultra Resources Corp. under a new name Empire Rock Minerals Inc. ("Empire") continued to work the claims by collecting channel samples from the Dominion showing and outcrop mapping and chip sampling on the claims 3011478 and 3011488. The results of this work are presented in this report.

1.5. Regional Geology

The Beardmore-Geraldton area lies along the southern margin of the Archean Wabigoon subprovince of the Superior Province within the Canadian Shield. The Quetico subprovince lies to the south of the Wabigoon subprovince and the Wawa subprovince to the north. The region consists of shear-bounded, interleaved, meta-sedimentary and meta-volcanic units of Archean age, which are typically intruded by numerous bodies of various compositions. The units comprised in the area were imbricated between 2,696 and 2,691 Ma, during the thrusting and accretion of the Wabigoon, Quetico and Wawa sub-provinces. Subsequent deformation events following the accretion of these sub-provinces formed the regional BGGC.

The central Wabigoon region contains fragments of old (~ 3 Ga) crust. The greenstone belts at the Central Zone of the central Wabigoon subprovince are much younger (~ 2.7 Ga) and show evidence of an oceanic environment with either MORB – type, primitive arc, or plume-generated characteristics (Tomlinson et al., 1997). The "greenstone belts" are believed to be ancient volcanic arcs and/or adjacent submarine troughs. Comprised in them are BIFs made up of repeated layers of iron oxides (magnetite, hematite) alternating with bands of iron-poor shale and chert. The BIFs may vary between carbonate-oxide iron-formation and arsenical sulphide-silicate iron-formation. Metamorphic grade ranges from lowest greenschist to upper amphibolite facies. Gold occurs in crosscutting quartz veins and veinlets or as fine disseminations associated with pyrite, pyrrhotite and arsenopyrite hosted in BIFs and adjacent rocks within volcanic or sedimentary sequences.

Metallogenetically, the mineralization at Gwyn Lake can be classified as an iron (ironstone) formation-hosted gold mineralization. Related metallogenetic styles include mesothermal vein mineralization (McMillan, 1996a), gold-bearing quartz veins, also termed lode veins, greenstone gold, lode gold, mesothermal gold-quartz veins, shear-hosted lode gold or low-sulphide gold-quartz veins (Ash and Alldrick, 1996), lode gold banded iron-formations (Gross, 1996) and turbidite-hosted Au-quartz veins (McMillan, 1996b). Examples of iron formation-hosted gold mineralizations include Lupin and Cullaton Lake B-Zone (Northwest Territories,

Canada), Detour Lake, Madsen Red Lake, Pickle Crow, Musselwhite, Dona Lake, (Ontario, Canada), Homestake (South Dakota, USA), Mt. Morgans (Western Australia); Morro Velho and Raposos, Mineas Gerais (Brazil); Vubachikwe and Bar 20 (Zimbabwe); Mallappakoda, Kolar District (India) (Boyle, 1979, Fyon et al., 1992, Fripp,1976, Kerswill 1993, Padgham and Brophy 1986, Rye and Rye 1974), Siddaiah et al. 1994, Thorpe and Franklin 1984, Vielreicher et al. 1994).

The metallogenetic models applicable to this mineralization style either postulate deformation processes and coeval precipitation of hydrothermal fluids from the metamorphogenic or magmatic sources within the brittle - ductile transition zone late in the orogenic cycle and/or a syngenetic origin for the widespread anomalous gold values, similarity of the geological environments to currently active submarine exhalative systems, and the association with chemical sedimentary strata. Replacement features could be explained as normal, diagenetic features and contact areas between sulphide-rich ore and carbonate wall rock as facies boundaries.

Blackburn et al. (1991) described two types of gold mineralization within the BGGC, the first being shear-related quartz veining and the second being pyritized BIFs. Sulphide replacement of magnetite occurs within banded iron formations, which are interbedded in the meta-volcanic greenstone. The replacement of magnetite with pyrite in the BIF followed development of a late, regional cleavage along the Wabigoon - Quetico subprovince boundary and accompanied veining and gold deposition in shear zones.

Based on classification of the Canadian gold deposits (Poulsen et al., 2000), the Gwyn Lake prospect belongs to the family of Archean gold deposits in the Superior and Slave Provinces. The Archean terranes in Canada contain an estimated 8,122 tonnes of gold, accounting for approximately 80 per cent of the country's production and reserves. In both metallogenetic provinces, the gold deposits are hosted mainly by supracrustal sequences and coeval intrusions. The majority of them occur within, or immediately adjacent to greenstone belts, commonly in spatial association with crustal-scale fault zones marking lithological boundaries. Suitable exploration methods for this mineralization style are geochemical and geophysical surveys. Airborne and ground electromagnetic, magnetic and induced polarization surveys can detect and map the high sulphide and magnetite content.

1.6. Local Geology and Mineralization

The GLGP is floored by the greenstone belt formation of Archean to Proterozoic age, which hosts east-northeast-trending BIFs. Both, the greenstones and the BIFs were folded and deformed and contain parallel shear zones and conformable or cross-cutting quartz veins, which are the principal hosts for the gold mineralization in disseminated, or massive sulphides, or in a native form. The mineralization commonly occurs in the axial plane cleavage areas or in the fold hinges.

Although the airborne magnetic and electromagnetic anomalies clearly delineate the BIFs and can therefore be used as indirect guides to mineralization, the gold-mineralized shear zones may

also occur in the weakly-magnetic greenstone and/or BIF, such as those adjoining the GLGP to the north.

The gold mineralization developed during, or shortly after the Precambrian trans-pressional, brittle-ductile, shearing deformation of an Archean greenstone belt, which in the prospect comprises metavolcanics, metasediments and porphyry rocks, locally intercalated with BIFs. A shear - fault system set up during the regional deformation and subsequent extensional processes resulted in the deposition of quartz veins with sulphide ± gold mineralization. The shear zones and veins are regionally related to the late shearing along the boundary between the Wabigoon and Quetico sub-provinces (Blackburn et al., 1991). The prospect is part of the BGGC and the gold mineralization is closely tied to the geophysical anomalies and conductors.

The Blackwater River Fault Zone, which roughly separates meta-volcanic rocks in the north from meta-sedimentary rocks in the south, runs along the river course. The GLGP lies south of the Blackwater River and the BIFs run from east to west across the whole GLGP and parallel to the Blackwater River Fault Zone.

The principal ore minerals are native gold, pyrite, arsenopyrite, magnetite, pyrrhotite, and the subordinate minerals include chalcopyrite, sphalerite, galena, stibnite and rare gold tellurides. Ultra reported gold inclusions up to a half millimeter in diameter in arsenopyrite from the Ralph Lake showing (Harris in: Molak, 2009).

Previous correlations between gold, base metals and arsenic revealed strong spatial variations. While the samples from Gwyn Lake showing yielded a strong correlation between gold and arsenic (correlation coefficient 0.91104), the Camp Lake and Ralph Lake samples had the correlations subdued and the Gwyn Lake West showing samples lacked correlations. Very weak correlation was detected between gold and silver, but it increased with the bismuth, antimony, mercury and selenium. The contents of these elements however are very low even in the high-grade samples indicating gold is of high fineness. Such gold is typically found in high temperature hydrothermal systems (Molak, 2009).

The contents of silver and base metals are generally low. The maximum reported for silver was > 8 ppm, for > 0.12 %, for lead > 0.08 % and for zinc > 0.25 %, respectively. However, the correlations among zinc, lead, antimony and cobalt are fairly significant. The iron contents typically range from 15 to 34 per cent, but the correlation with sulphur is very weak indicating that most iron occurs in a non-sulphidic form (Molak, 2009).

The main gangue minerals at the GLGP are vein quartz, chert, carbonates (calcite, dolomite or ankerite) and subordinate graphite, grunerite, stilpnomelane, tourmaline and feldspar (albite). The alteration processes in the low metamorphosed facies include prominent carbonatization (generally ankeritic or ferroan dolomite). Sulphidization (pyritization, arsenopyritization and pyrrhotitization) is common in the wall rocks adjacent to crosscutting quartz veins. On weathering, the sulphide-rich, carbonate-poor deposits may produce significant gossans. Formation of asbestos was observed at one location in the greenstone.

Ultra's structural study has confirmed the east-northeast strike and sub-vertical (± 10 º) dips of the BIFs, conformable with the general trends. The foliation is commonly composed of s_1 and s_2 planes making an acute angle and their intersections make up a lineation dipping about 15 º west. These two intersecting planes may coincide with a dextral shear system described by Lafrance et al. (2004).

A typical feature of the BIFs at GLGP is tight, isoclinal, assymmetrical folding with steep to vertical fold axes. The alternation of BIFs strips with the greenstone strips indicates a presence of large-scale folds with sub-horizontal fold axis. The occurrence of sheath folds at various showings within GLGP suggests the type 1 refolding *sensu* Grasemann et al., (2004). On the other hand, sub-vertical and/or sub-horizontal orientation of two super-imposed fold systems may also indicate the presence of type 2 refold structures, frequently leading to dome-crescent-mushroom interference patterns. It should be noted that samples from the sheath folds taken from the Orion – Blacksmith showings commonly returned ore-grade gold values. The tight isoclinal fold hinges are commonly filled with massive sulphide.

Ductile deformation effects on the rock units depended on the rock competence. While the incompetent greenstone commonly fills-in the spaces between folded BIFs and/or enwraps the segments taking up their shape, the BIFs behaves as competent units. Based on the whole rock analysis, the greenstone was originally a volcanic rock of basaltic-andesite composition. Other typical deformation features are pinch and swell structures and eye-folds. The breccias formed under brittle deformation conditions.

Tightly folded BIFs in some GLGP areas, e.g. at the Ralph Lake and Orion – Blacksmith showings are truncated by oblique slip faults, which displace the segments by as much as several meters. The BIFs are further disturbed by vertical faults with various orientation.

More detailed descriptions of local geology and mineralization and references can be found in the reports by Molak et al. (2006), Molak (2009), Molak and Houghton (2010, 2011, 2014, 2015).

2. EXPLORATION

The writers aided by two assistants conducted a geochemical sampling program on the Dominion showing (Area "A"), and on the # 3011478 and 3011488 claims (Areas "B" and "C"). The first writer recorded petrographic and structural data and coordinates and collected chip samples from October 28 to 30, 2016. The second writer with his assistant worked the claims from October 28 to November 12, 2016. The chip samples were collected from the outcrops. The main focus was on the shear zones and quartz veins associated with the BIFs and the gabbroic rocks located within the Greenstone Belt. A total of 69 continuous channel and chip samples were collected from the Dominion showing, the claim 4209002, and 26 chip samples from the claims 3011478 and 3011488. The samples were stored securely in Beardmore and the second writer dispatched them to Accurassay Laboratories ("AL") in Thunder Bay on December 12, 2016.

The continuous channels were made perpendicular to the BIF strike with a diamond saw. The continuous channels were 5 to 7 centimetres wide, 5 to 7 centimeters deep. The sample sites, with sample numbers and assays are displayed in Figs. 4 to 7 and the descriptions are listed in Appendix I. The channel samples were 0.40 to 1.2 meters long. A chisel and a sledgehammer were used to extract samples from the channels. Although, most samples were selective, the sampled zones are fairly persistent throughout the investigated showings.

2.1. Itinerary

October 28, 2016: Frank Houghton (FH) and George Cheboyer (GC) prepare, load and transport the ATVs from Beardmore to the claim 3005108 on the GLGP, meet Bohumil (Boris) Molak, PGeo, (BM) to discuss the fieldwork plan.

October 29, 2016: FH, GC and BM travel to claim 3011478, traverse the area, looking for gabbro outcrops and collect chip samples for PGE determination.

October 30, 2016: FH, GC and BM continue to traverse the 3011478 claim area, looking for gabbro outcrops and collect chip samples for PGE determination. After returning to Beardmore they check and prepare rock samples for the despatch to laboratory. BM then travels to Thunder Bay.

November 1, 2016: FH and GC continue to prospect the area of the claim 3011478, around the “Gabbro” lake, collect samples from the outcrops.

November 2, 2016: FH and GC continue to prospect the claim 3011478, in the area around “Gabbro” lake, collect samples from the outcrops.

November 3, 2016: FH and GC continue to prospect the claim 3011478, in the area around “Gabbro” lake, collect samples from the outcrops.

November 4, 2016: FH and GC continue to prospect the claim 3011478, in the area around “Gabbro” lake, collect samples from the outcrops.

November 5 2016: FH and GC continue to prospect the claim 3011478, in the area around “Gabbro” lake, collect samples from the outcrops.

November 6, 2016: FH and GC continue to prospect the claim 3011478, in the area around “Gabbro” lake, collect samples from the outcrops.

November 7, 2016: FH and GC move to the claim 3011488 and prospect and collect chip samples from the outcrops.

November 8, 2016: FH and GC continue to work the claim 3011488 and prospect and collect chip samples from the outcrops.

November 9, 2016: FH and GC continue to work the claim 3011488 and prospect and collect chip samples from the outcrops.

November 10, 2016: FH and GC continue to work the claim 3011488 and prospect and collect chip samples from the outcrops.

November 12, 13, 2016: FH and GC, demobilization, transport samples to Beardmore to a safe storage, prepare for despatch to laboratory.

December 12, 2016: FH and GC transport the samples to Accurasssay Labs in Thunder Bay.

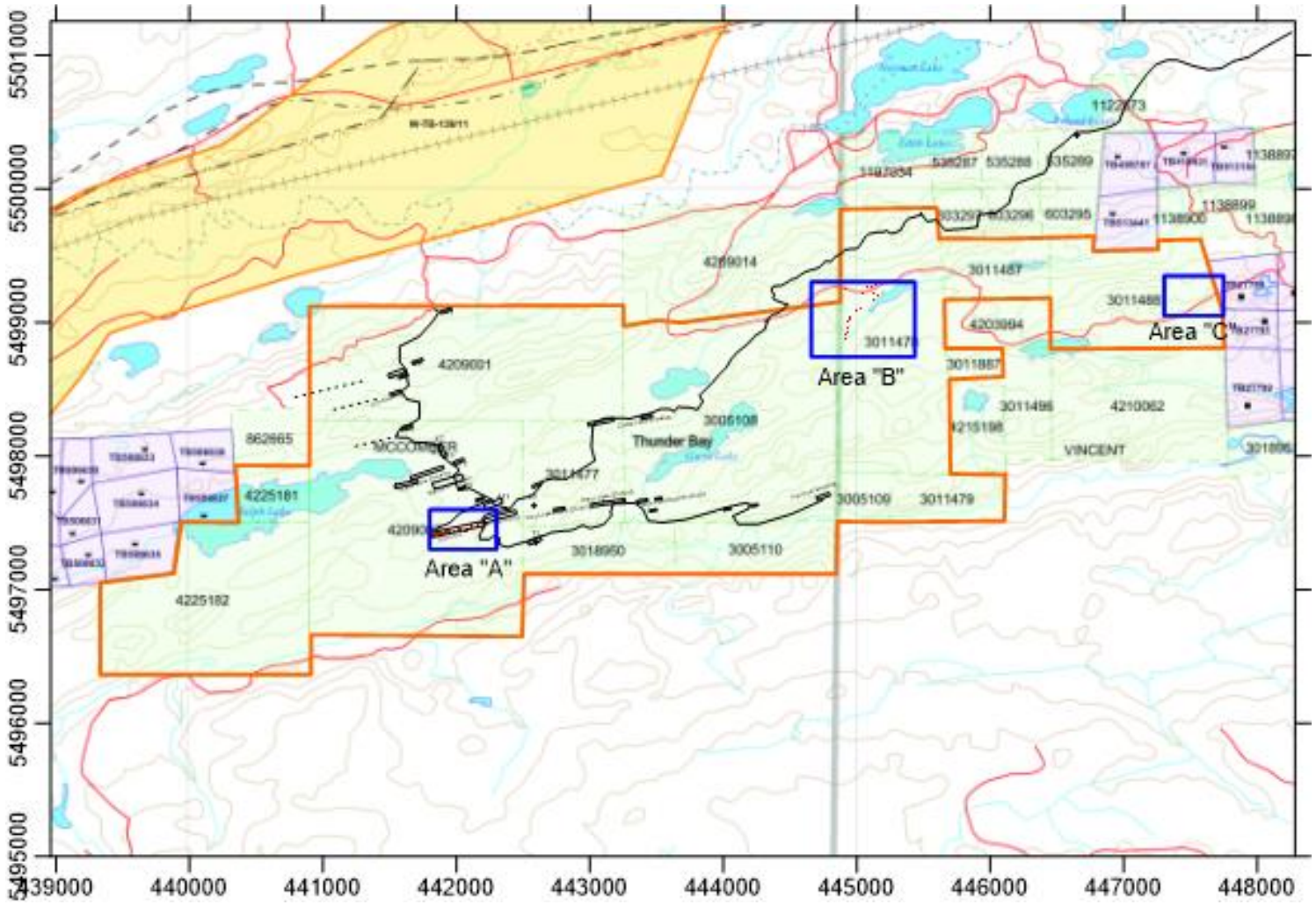


Fig. 3: Location of 2016 exploration areas "A", "B" and "C" (map from www.mndm.gov.on.ca).

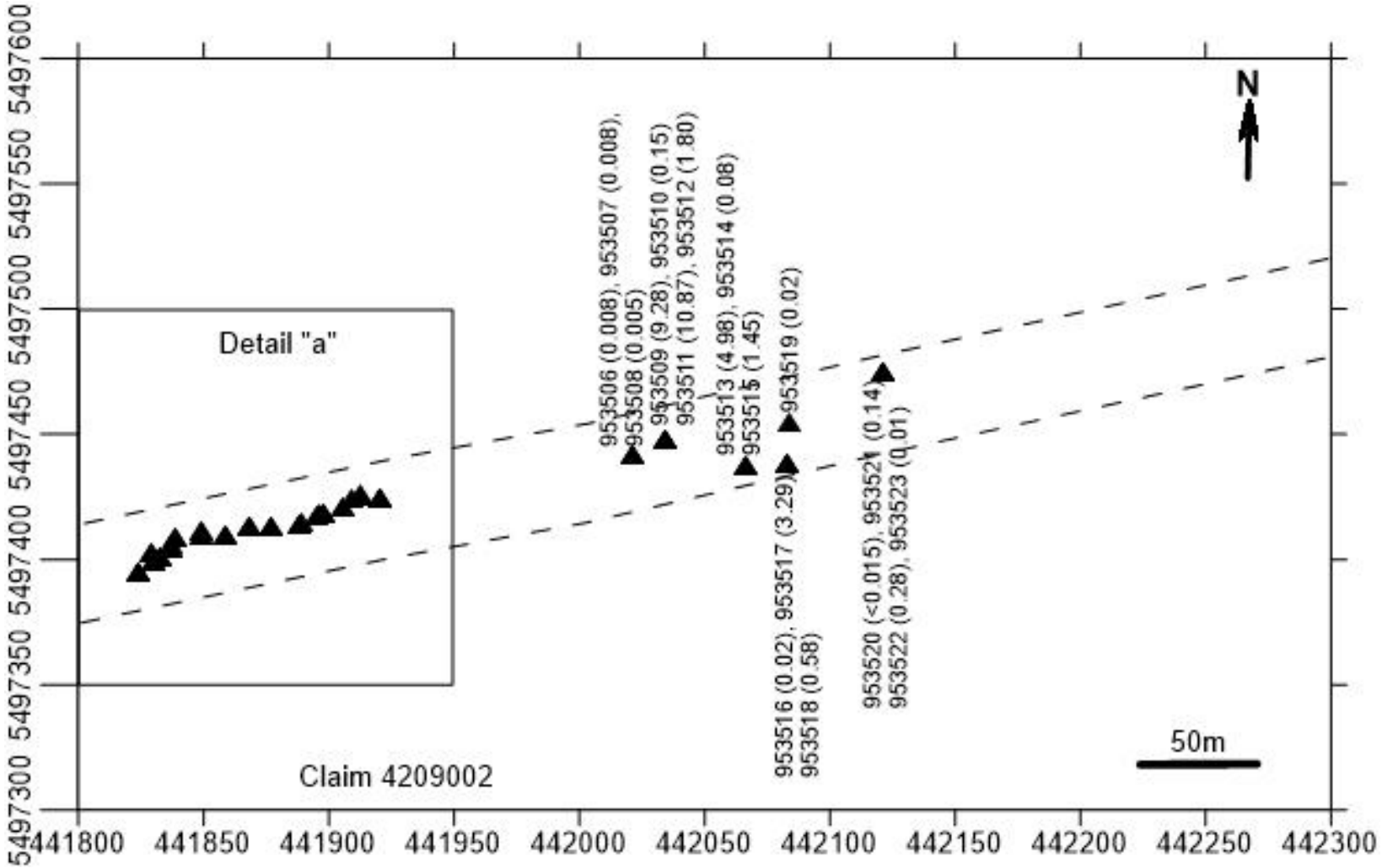


Fig. 4: Location of continuous channel samples on Dominion showing, area "A" (with sample numbers and gold values (ppm) in brackets).

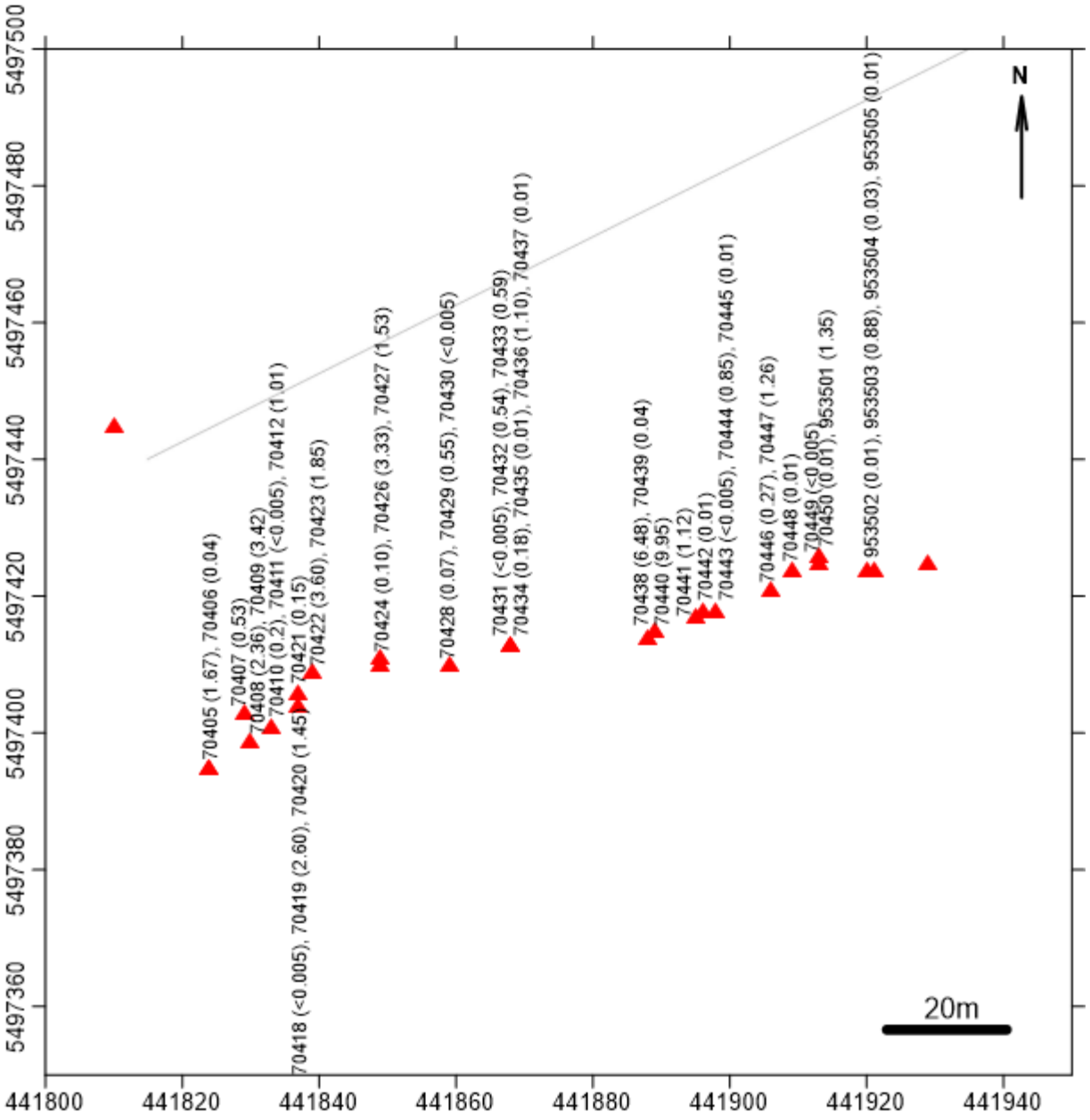


Fig. 5: Dominion Showing, detail “a”, continuous channel samples, (with sample numbers and gold assays in brackets)

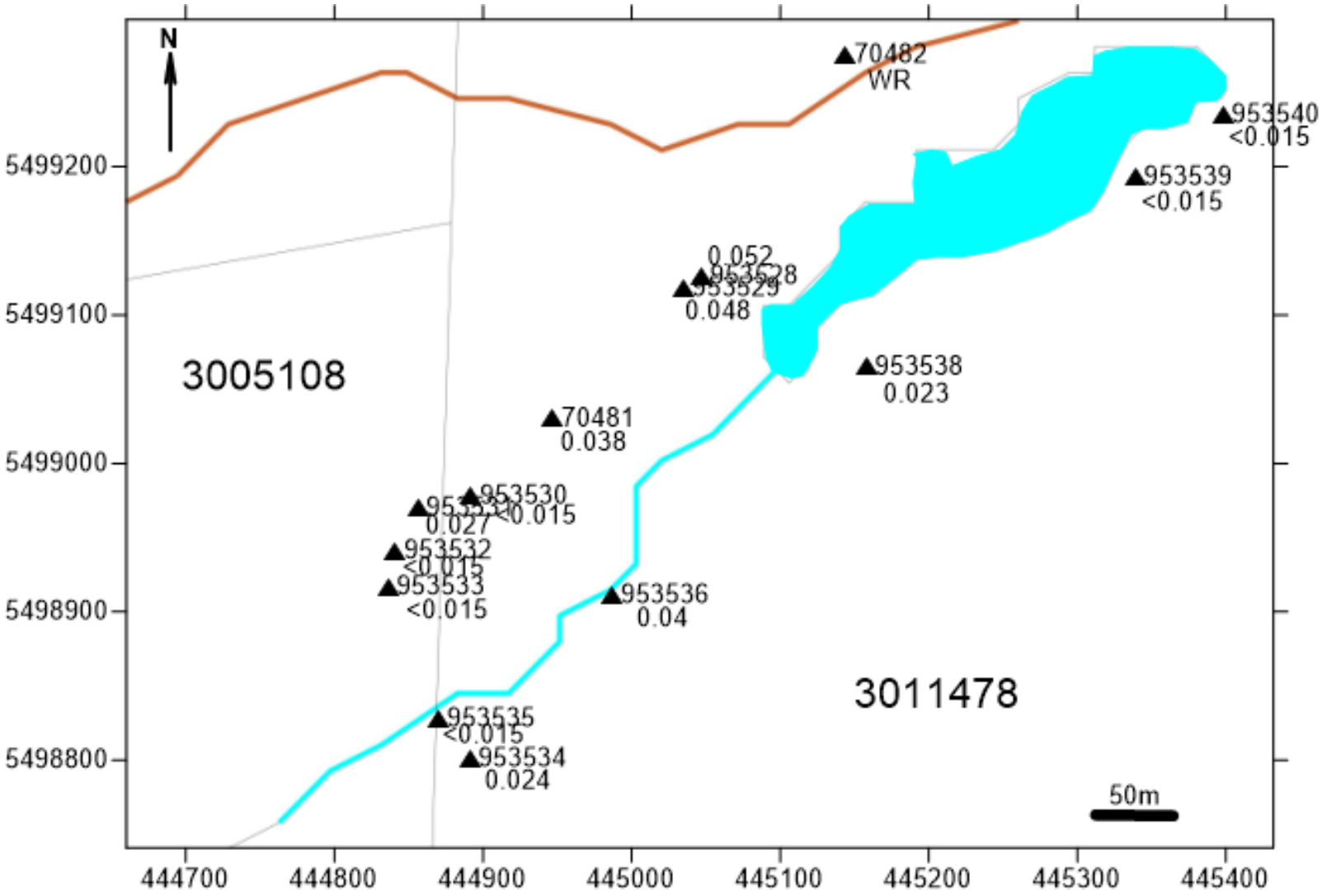


Fig. 6: Sampling sites on the claim 3011478, area “B” (with sample numbers and platinum values (ppm) in brackets).

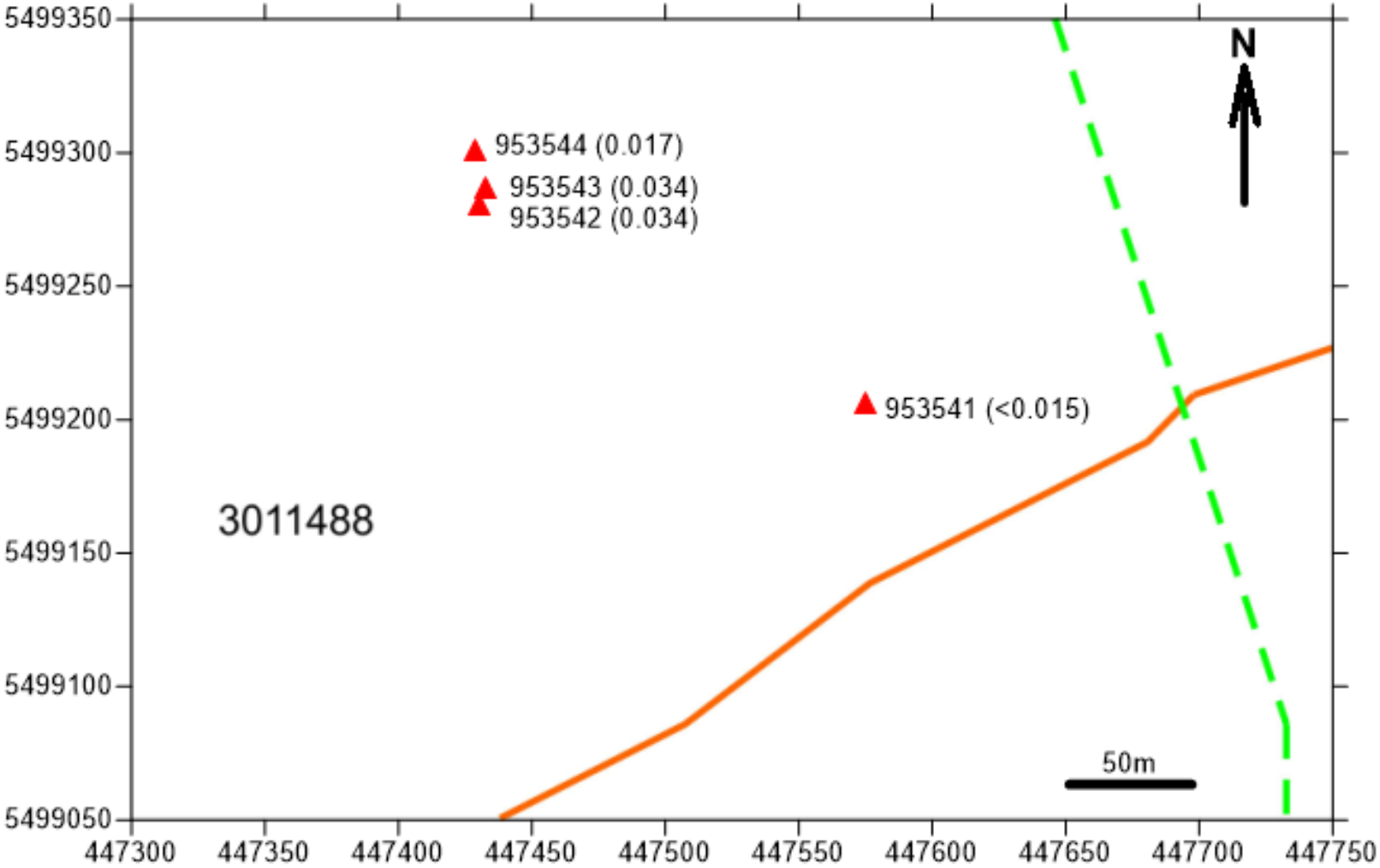


Fig. 7: Sampling sites on the claim 3011488, area “C” (with sample numbers and platinum values (ppm) in brackets).

2.2. Sampling Method and Analysis

Continuous channel sampling was conducted on the Dominion showing (Area "A") using a rock saw. Chip sampling of the gabbroic outcrops located on the claims 3011478 (Area "B") and 3011488 (area "C") was made to test their PGE potential. The sample sites are shown on Figs. 4 - 7 and the sample descriptions are listed in Appendix I. The assay certificates are attached as Appendix II.

In this report, the term continuous channel sample means a sample taken from a continuous channel cut perpendicular, or *quasi* perpendicular to the BIF with a diamond saw. The channels are 5 to 7 centimeters wide, 5 to 10 centimeters deep and the samples are extracted using the chisel and sledgehammer. The 2016 channel samples were from 0.40 to 1.2 meter long. Chip samples were collected from the associated quartz veins and shears. Channel samples were more or less selective in the sense that they were cut from the shears and veins associated with the BIFs where oxidation and/or alteration products indicated sulphidic mineralization. At the Dominion showing, like on several other showings on the GLGP, the altered/oxidized zones form nearly continuous strips flanking the BIF. The chip samples were collected using a sledgehammer and chisel.

The samples were placed in standard, polypropylene bags, provided with tags with sample numbers and closed with flagging tape. The samples were kept in a safe place until dispatched to the laboratory. Sample locations were recorded using GPS in NAD 83 (zone 16) projection.

The samples were not modified after collection. The second writer personally transported samples to the AL in Thunder Bay on December 12, 2016.

The AL Laboratory is ISO 17025:1999 accredited and its quality system complies with the industry standards. The protocol for sample preparation involves crushing, splitting, pulverizing and matting. If necessary, the samples are placed in a drying oven prior to preparation (approximately 50 º C) until dry. The entire samples are then crushed using TM Engineering Rhino Jaw crusher to -10 mesh. Approximately 500 gram sub-sample is split using a Jones Riffle Splitter and pulverized using a TM Engineering ring and puck pulverizer with 500 gram bowls to 90 per cent - 150 mesh (105 microns). The bowls are cleaned with silica sand between each sample. Pulverized samples are matted to ensure homogeneity.

For flame AAS determinations of platinum, palladium and gold a preliminary concentration by fire assay is used. The protocol for fire assay involves weighing, fluxing, fusion and cupellation. A 30 gram sample mass is used. The sample weights may be changed to accommodate for the sample chemistry. A furnace load consists of 24 – 26 samples with a check of every 10^{th} sample along with a blank and quality control standard. To analyze the whole rocks for oxides, AL utilizes sequential XRF technology.

The samples submitted for this project did not require any preliminary treatment and could be mixed directly with the assay flux and fused. The fusing takes 75 minutes at 1000 º C and 20 – 50 gram lead buttons are cupelled at 1000 º C for 50 minutes, then digested using a nitric and hydrochloric acids and bulked up with distilled water. All samples have a final volume of 3 ml.

Atomic Absorption Spectrometry is conducted using a Varian AA240FS with manual sample introduction for the determination of gold, platinum and palladium. A Varian AA240FS with an auto-sampler attachment is used for the analysis of copper and nickel. The laboratory codes for gold and 30 elements determinations are AL4AU3 and AL41CPAR, respectively.

Calibration standards for gold, platinum, palladium, copper and nickel are made from 1000 ppm certified stock solution. Quality Control check solutions are made up from separately purchased 1000 ppm certified stock solutions and are read after the standards and periodically throughout the analysis.

Laboratory reports are produced using AL's LIMS program. All duplicate assays are reported on the certificate of analysis. All data generated for Quality Control standards, blanks and duplicates are retained and used in the validation of results. For each quality control standard control charts are produced to monitor the performance of the laboratory. Warning lines on the chart are set at ± 2 standard deviations, and control lines are set at ± 3 standard deviations. Any data that falls between the ± 2 or ± 3 lines requires 10 % of the samples in that batch to be re-assayed and have their values compared with the previous set of results. Results will be accepted as long as the standards for each batch of samples fall within the ± 2 standard deviation lines. Any data that falls outside the ± 3 standard deviation lines will result in the rejection of all results and the re-assay of the entire batch.

In-house standards are used for platinum, palladium and gold analysis. They are made up from a rock source provided to AL by a third party. The Quality Assurance (QA) sample is made in the laboratory from certified stock solutions purchased from an ISO 9000 certified supplier. The solution is different from the solution used to make calibration standards. Although a standard or quality assurance standard may not be listed by job number on the control charts, a standard and quality assurance sample was run with each job.

2.3. Quality Control

The Accurassay analytical quality and accuracy control made for this program included six duplicates for gold. The results are shown in table 2 below. Most duplicates are within 6.8 % of their originals, except the sample 593921 where the duplicate is 36.5 % of its original. A nugget effect may be responsible for this difference. No standards and no blanks were measured.

Table 2

	95335	70419	70430	70440	953511	953521
Original	1.666	2.589	<0.005	10.34	10.865	0.137
Duplicate	1.606	2.509	<0.005	11.046	10.789	0.05
%	96.4	96.9	-	106.8	99.3	36.5

In conclusion, the quality control results indicate that the accuracy and reproducibility of the AL assays are sufficient for this stage of the project. A nugget effect may be involved in the sample 953521.

3. CONCLUSIONS AND RECOMMENDATIONS

The 2016 exploration program consisted of rock sampling on the historical Dominion showing, and on the claims 3011478 and 3011488. The focus was on the shear zones associated with BIF and on the gabbroic rocks' potential to contain PGE mineralization.

The assays from the Dominion showing continued to return ore-grade gold values and compare well with the previously reported values from this area. The gold-mineralized zone could thus be extended farther west.

Chip sampling of the gabbroic outcrops on the claims 3011478 and 3011488 have shown that platinum in these rocks barely exceeds detection limit, with a maximum 0.052 ppm Pt. All palladium values are below detection limit.

Further work on the GLGP is warranted and should focus on the mineralized shear zones associated with the BIF in the extensions of the Dominion - # 12 showings and the Gwyn Lake showing and filling-in the non-explored gaps between them by regular grid sampling. The objective should be to locate suitable drilling targets where the depth extent and quality of the gold mineralization could be tested. Remediation of the already sampled areas should be made to allow for further stripping. The platinum metal potential of the gabbroic rocks should be further tested.

The proposed budget for the recommended work is as follows:

Geologist (10 days @ $ 600/day)	6,000.00
Prospector (10 days @ $ 350/day)	3,500.00
Assistant (10 days @ $ 250/day)	2,500.00
Assistant (10 days @ $ 250/day)	2,500.00
Assistant (10 days @ $ 250/day)	2,500.00
Truck rent (10 days @ $ 75/day)	750.00
Truck rent (10 days @ $ 75/day)	750.00
ATV rent (10 days @ $ 40/day)	400.00
ATV rent (10 days @ $ 40/day)	400.00
ATV rent (10 days @ $ 40/day)	400.00
Rock saws (2 x 10 days @ $ 40/day)	800.00
Rock saw blades (2 x $ 300 each)	600.00
Accommodation and meals (50 days @ $ 100/day)	7,500.00
Assays (100 x $ 35)	3,500.00
Gas	700.00
Mob, demob (ON only)	400.00
Report (10 %)	3,320.00
Total	**36,520.00**

IN ACCOUNT WITH

XYQUEST MINING CORP.

Suite 702 ▪ 889 West Pender Street ▪ Vancouver BC ▪ V6C 3B2 ▪ Tel. 604.683.3288

Empire Rock Minerals Inc.
702-889 West Pender Street
Vancouver, BC V6C 3B2

18-Dec-15
Account #2015-061
GST#896269297

Re: Gwyn Lake Exploration

	Days	Fees per Day		Amount
Senior Geologist, Dr. Bohumil B. Molak, PGeo				
Field work	5.5	$ 900.00	$	4 950.00
Logistics, preparation, travel, mobilization and demobilization	3	$ 900.00	$	2 700.00
Research on area, investigate technical disclosures, general research, report preparation	9	$ 800.00	$	7 200.00
			$	14 850.00
Geological Assistant, Andrej Molak				
Field work	5.5	$ 350.00	$	1 925.00
Logistics, preparation, travel, mobilization and demobilization	2	$ 350.00	$	700.00
			$	2 625.00
Prospector, Frank Houghton				
16 days @ $400/day			$	6 400.00
			$	6 400.00

Prospector Assistant, George Chemboyer				
15 days @ $300/day			$	4 500.00
			$	4 500.00
Prospector Assistant, Sam Potan				
4 days @ $300/day			$	1 200.00
			$	1 200.00
Assays (22 samples @ $40/sample)			$	1 520.00
Expenses:				
Truck Rental (16 days @ $75/day)				1 200.00
ATV (15 days @ $40/day)	15	40		600.00
ATV (15 days @ $40/day)	15	40		600.00
ATV (4 days @ $40/day)	4	40		160.00
Rock saws rental (12 days @ $40/day)				480.00
Rock saw maintence expense				299.90
Airfare				487.15
Accommodation				404.00
Car Rental (5.5 days , 60km @ $0.35/Km)				322.46
Food (Meals, Groceries, etc)				467.11
Fuel/ Transpiration charges				165.00
Miscellaneous Vehicle Expenses (gas,oil)				650.00
Expense Administration Fee and Office Charge		5835.62		1 050.41
Total Expenses			$	6 886.03
Digitization, Preliminary Exploration Report (at 10% of costs)			$	3 348.10

Subtotal	$	36 829.13
GST	$	1 841.46
Total	**$**	**38 670.59**

This is our account herein

XYQUEST MINING CORP.

per:

ANTHONY J. BERUSCHI

▪ INTEREST OF 2% PER MONTH, COMPOUNDED MONTHLY,
OR 26.8% PER ANNUM CHARGED ON OVERDUE ACCOUNTS

5. REFERENCES

Ash, C. and Alldrick, D., 1996: Au-quartz Veins; in: Selected British Columbia Mineral Deposit Profiles, Volume 2 - Metallic Deposits, Lefebure, D. V. and Hõy, T., (Eds.), British Columbia Ministry of Employment and Investment, Open File 1996-13, p. 53-56.

Berger, B. R., 1986: Descriptive Model of Homestake Au; in: Mineral Deposit Models, Cox, D. P. and Singer, D. A., (Eds.), U.S. Geological Survey, Bulletin 1693, p. 245- 247.

Bevan, P. A., 2004: Qualifying Report on the East Leitch Property; prepared for Roxmark Mines Ltd.

Bevan, P. A., 2004: Qualifying Report on the Sand River/Leitch Mines, with Specific Reference to the # 16 Vein Systems; prepared for Roxmark Mines Ltd.

Blackburn, C. E., John, G. W., Ayer, J., Davis, D. W., 1991: Wabigoon Subprovince; in Thurston, P. C., Williams, H. R., Sutcliffe, R. H., and Stott, G.M., (Eds.), Geology of Ontario: Ontario Geological Survey Special Volume 4, Part 1, p. 303 -381.

Brickner, R., 2005: Report of Exploration on Gwyn Lake Property, Beardmore – Geraldton Area, NW Ontario; for Buck Lake Ventures Ltd.

Boyle, R. W., 1979: The Geochemistry of Gold and its Deposits; Geological Survey of Canada, Bulletin 280, 584 p.

Fripp, R. E. P., 1976: Stratabound Gold Deposits in Archean Banded Iron-Formation, Rhodesia; Economic Geology, Vol. 71, p. 58-75.

Fyon, J. A., Breaks, F. W., Heather, K. B., Jackson, S. L., Muir, T. L., Stott, G. M. and Thurston, P. C., 1992: Metallogeny of Metallic Mineral Deposits in the Superior Province of Ontario; in Geology of Ontario, Ontario Geological Survey, Spec. Vol. 4, Part 2, p. 1091-1174.

Grasemann, B., Wiesmayr, G., Draganits, E. and Fusseis, F., 2004: Classification of refold structures. Dept. of Geol. Sci., Univ. of Vienna, Jornal of Geology, Vol. 112, p. 119 – 125.

Gross, G. A., 1996: Algoma-type Iron-formation, in Selected British Columbia Mineral Deposit Profiles, Volume 2 - Metallic Deposits, Lefebure, D.V. and Hõy, T, (Eds.), British Columbia Ministry of Employment and Investment, Open File 1996-13, p. 25-28.

Harris J. F. 2008: Petrographic examination of polished sections from Gwyn Lake Prospect, Northwest Ontario; Non-published report for Ultra Resources Corp.

Kerswill, J.A., 1993: Models for Iron-formation-hosted Gold Deposits; in Mineral Deposit Modeling, Kirkham, R.V., Sinclair, W.D., Thorpe, R.I. and Duke, J.M., (Eds.), Geological Association of Canada, Special Paper 40, p. 171-200.

Lafrance, B., DeWolfe, J.C. and Stott, G.M., 2004: A Structural Reappraisal of the Beardmore–Geraldton Belt at the Southern Boundary of the Wabigoon Subprovince, Ontario, and Implication for Gold Mineralization. Can. J. Earth Sci. 41, p. 217-235.

Langford, B., 1929: Geology of the Beardmore–Nezah Gold Area, Thunder Bay District. Ontario Dept. of Mines, 37th Annual Report.

Malouf, D., 2003: President's Letter to Shareholders. Roxmark Mines Ltd., 2003 Annual Report.

McMillan, R.H., 1996a: Iron formation-hosted Au, in Selected British Columbia Mineral Deposit Profiles, Volume 2 - Metallic Deposits, Lefebure, D.V. and Hõy, T., (Eds.), British Columbia Ministry of Employment and Investment, Open File 1996-13, p. 63-66.

Molak, B., Brickner, R. and Brown, E., 2006: Geological Report on the Gwyn Lake Property; Assess. Report for Pierre Enterprises Ltd.
http://www.geologyontario.mndmf.gov.on.ca/mndmfiles/afri/data/imaging/20000001696//20002841.pdf.

Molak, B., 2009: Geological Report on the Gwyn Lake Property; Technical Report for Ultra Uranium Corp.
http://www.sedar.com/GetFile.do?lang=EN&docClass=24&issuerNo=00006157&fileName=/csfsprod/data97/filings/01409666/00000002/C%3A%5CGWREP240409.pdf

Molak, B and Houghton , F. A., 2010: Geological Report on the Gwyn Lake Property, Assess. Report 2.46688; for Ultra Uranium Corp.
http://www.geologyontario.mndmf.gov.on.ca/mndmfiles/afri/data/imaging/20000005755//20008117.pdf.

Padgham, W.A. and Brophy, J.A., 1986: Gold Deposits of the Northwest Territories; in Gold in the Western Shield, Canadian Institute of Mining and Metallurgy, Spec. Vol. 38, p. 2-25.

Poulsen, K. H., Robert F. and Dube, B., 2000: Geological Classification of Canadian Gold Deposits. Bull. 540, Geol. Surv. of Canada.

Rozon, V. L., 1983: Column Heap Leach Testing on Ore from the Craskie Mine Deposit; Witteck Developmet Inc., Report for Hudson Bay Mining and Smelting Co. Ltd.

Rye, D. M. and Rye, R. O., 1974: Homestake Gold Mine, South Dakota: I. Stable Isotope Studies; Economic Geology, Vol. 69, p. 293-317.

Siddaiah, N. S., Hanson, G. N. and Rajamani, V., 1994: Rare Earth Element Evidence for Syngenetic Origin of an Archean Stratiform Gold Sulfide Deposit, Kolar Schist Belt, South India; Economic Geology, Vol. 89, p. 1552-1566.

Smyk, M. C., White, G. C., Magee, M. A. and Komar, C., 2005: Regional Resident Geologist Program; Thunder Bay North Regional Resident Geologist (Thunder Bay North) – 2004.

Tomlinson, K. Y., Stevenson, R. K., Hughes D. J., Hall, R. P., Thurston, P. C. and Henry, P., 1998: The Red Lake Greenstone Belt, Superior Province: Evidence of Plume-related Magmatism at 3 Ga and Evidence of an Older Enriched Source; Precambrian Research, Vol. 89, p. 59 – 76.

Vielreicher, R. M., Groves, D. I., Ridley, J. R. and McNaughton, N. J., 1994: A Replacement Origin for the BIF-hosted Gold Deposit at Mt. Morgans, Yilgarn Block, W. A.; Ore Geology Reviews, Vol. 9, p. 325-347.

www.sedar.com, Empire's MD&A and Interim financial statements.

6. STATEMENT OF QUALIFICATIONS

I, Bohumil (Boris) Molak, Ph.D., P.Geo., do hereby certify that:

1. I am a self-employed Geoscientist residing at 704-6689 Willingdon Avenue, Burnaby, BC., V5H 3Y8, Canada.

2. I am a member of the Association of Professional Engineers and Geoscientists of British Columbia (License No. 28600) in good standing.

3. I graduated from the Comenius University of Czechoslovakia with a Bachelor of Science (Mgr.) in Economic Geology in 1970. The same university awarded me the degree Master of Science in Economic Geology (RNDr.) in 1980 and the degree Doctor of Philosophy (CSc.) in 1990. I have practiced my profession continuously since 1970.

4. My geological practice includes research, prospecting, and exploration for precious, base, ferrous and other metals in Slovakia, Zambia, Cuba, Guinea, Canada, Chile and Argentina.

5. Since July 2003 until present I am a self-employed, consulting geoscientist.

6. I conducted the field work and supervised the exploration programs on the Gwyn Lake Gold Prospect in 2005, 2007, 2008, 2010, 2014, 2015 and 2016. I am responsible for all items in this report except the item "In account with Xyquest Mining Corp.", which was prepared by Xyquest Mining Corp.

7. I am the Qualified Person for the purposes of this report. I am responsible for all items in this report except the Item 4: 2015 Exploration expenses, which was prepared by Empire Rock Minerals Inc.

8. The sources of all information not based on personal examination are quoted in the References item. As of the date of this Certificate I am not aware of any material fact or material change with respect to the subject matter of this report that is not reflected in this report, the omission of which would make the report misleading.

9. I am independent of Empire Rock and Minerals Inc.

Dated at Vancouver, BC, Canada, this 16th day of January, 2017.
Amended: February 24, 2017

APPENDIX I

SAMPLE DESCRIPTIONS WITH GOLD AND PGE ASSAYS

Easting	Northing	Sample#	Width (m)	Description	Au	Pt	Pd
441824	5497395	070405	1.0	Quartz vein (7 cm wide)	1.666		
441824	5497395	070406	0.8	BIF, shear zone, prt, arsprt	0.038		
441829	5497403	070407	0.6	BIF, shear zone, minor prt	0.531		
441830	5497399	070408	0.4	BIF, shear zone, minor prt	2.362		
441830	5497399	070409	0.5	BIF, shear zone, quartz vein 50 cm, 2 % prt, minor cprt, arsprt	3.42		
441833	5497401	070410	1.0	BIF, shear zone, quartz, minor prt	0.199		
441833	5497401	070411	0.45	Shear, minor prt	<0.005		
441833	5497401	070412	0.8	BIF, shear, qtz veinlets, asprt, prt, cprt	1.014		
441824	5497395	070413	1.0	Field duplicate of 070405	2.059		
441824	5497395	070414	0.8	Field duplicate of 070406	0.016		
441829	5497403	070415	0.6	Field duplicate of 070407	0.339		
441830	5497399	070416	0.4	Field duplicate of 070408	4.088		
441830	5497399	070417	0.5	Field duplicate of 070409	4.910		
441837	5497404	070418	0.55	BIF, shear, prt	<0.005		
441837	5497404	070419	1.0	BIF, shear, prt	2.589		
441837	5497404	070420	1.0	Qtz vein 17 cm, BIF, 2% asprt, shear, veinlets, prt	1.454		
441837	5497406	070421	1.0	BIF, shear	0.151		
441839	5497411	070422	1.0	BIF, qtz, shear, prt, asprt	3.597		
441839	5497411	070423	1.0	Silicif. shear, prt	1.85		
441849	5497410	070424	1.0	Qtz vein 15 cm, BIF, 2% prt, 1% cprt, 1% asprt, shear with prt streaks, hematite	0.104		
441849	5497410	070425	0.8	Sericite schist, minor prt, shear			
441849	5497411	070426	1.0	BIF, qtz vein, abundant arsprt, prt	3.329		
441849	5497411	070427	1.1	BIF, shear, qtz veinlets, arsprt, prt	1.526		
441859	5497410	070428	1.0	BIF, sericite shear, siliceous volc.-sedim rock (?), prt	0.073		

441859	5497410	070429	1.0	BIF, shear qtz, prt, arsprt	0.554
441859	5497410	070430	1.0	Shear zone, volc. Rock, minor prt	<0.005
441868	5497413	070431	1.0	Shear, BIF, qtz vein, prt, arsprt	<0.005
441868	5497413	070432	1.0	Shear, BIF, qtz vein (10 cm), prt, arsprt	0.536
441868	5497413	070433	0.5	BIF, qtz veinlets, prt	0.593
441868	5497413	070434	1.2	Qtz, shear, BIF, 2% arsprt, prt	0.175
441877	5497413	070435	1.0	Volc. rock, shear	0.008
441877	5497413	070436	1.0	Qtz vein, BIF, trace prt	1.102
441877	5497413	070437	1.0	Volc. rock, shear, traces of prt	0.009
441888	5497414	070438	0.75	Qtz vein, BIF, trace prt	6.483
441888	5497414	070439	0.6	Volc. rock, shear, minor prt	0.041
441889	5497415	070440	0.6	Sacharoidal qtz, 1-2% arsprt, prt	9.947
441895	5497417	070441	1.15	BIF, qtz vein 90 cm, prt streaks, qtz 15 cm, arsprt 2%, BIF 15 cm	0.118
441896	5497418	070442	0.4	BIF, sugary qtz vein	0.014
441898	5497418	070443	0.5	Hanging wall - shear	<0.005
441898	5497418	070444	1.0	Qtz vein, BIF, silicified volc., arsprt 1%, prt seams in BIF	0.83
441898	5497418	070445	1.0	Qtz vein, BIF, volc., shear, fine-gr prt 1%	0.007
441906	5497421	070446	1.0	BIF, silicif. shear, prt	0.272
441906	5497421	070447	0.6	Qtz, BIF, silicif. shear, prt, arsprt	1.255
441909	5497424	070448	0.8	Qtz, BIF, silicif. shear, prt, arsprt	0.007
441913	5497425	070450	1.0	Volc., shear, minor prt	0.006
441913	5497425	953501	1.0	BIF, carbonate, shear, minor prt	1.347
441913	5497426	070449	0.7	BIF, shear	<0.005
441920	5497424	953502	1.0	BIF, qtz, shear, prt, asprt	0.014
441920	5497424	953503	1.0	BIF, qtz vein, arsprt, prt	0.878
441920	5497424	953504	1.0	BIF, qtz, altered porphyry schist, minor sulphides	0.03
441920	5497424	953505	1.0	BIF, qtz, shear	0.011
442021	5497442	953506	1.0	Volc., shear, carbonate, silicification, prt	0.008

442021	5497442	953507	1.0	Volc., shear, carbonate	0.008		
442021	5497442	953508	0.5	Silicified volc., shear, carbonate,	0.005		
442034	5497448	953509	0.45	Qtz vein, BIF, 5% arsprt, prt	9.279		
442034	5497448	953510	1.0	BIF, qtz, shear, 1% arsprt, prt	0.147		
442034	5497448	953511	0.1	Grab sample 30 cm, qtz, BIF, 2-3% arsprt, prt	10.865*		
442034	5497448	953512	0.1	Grab sample 20 cm, 2-3% arsprt, prt	1.803		
442066	5497437	953513	1.0	BIF, volc., shear, arsprt, prt 2%	4.975		
442066	5497437	953514	1.0	BIF, sugary qtz, minor sulphides	0.078		
442066	5497437	953515	0.7	BIF, qtz sugary qtz, arsprt, prt	1.45		
442083	5497438	953516	1.0	Silicified shear, minor sulphides	0.022		
442083	5497438	953517	0.5	BIF, qtz vein, silicif. shear arsprt, prt 2%	3.285		
442083	5497438	953518	1.0	Qtz, BIF, silicif. shear, minor sulphides	0.58		
442084	5497455	953519	1.0	BIF, fine gr. disseminated sulphides	0.021		
442121	5497475	953520	1.0	Volcanic, shear	<0.005		
442121	5497475	953521	1.0	BIF, porphyry 30 cm wide, qtz veinlets, arsprt, prt 1%	0.137		
442121	5497475	953522	1.0	BIF, qtz veinlets, 1% arsprt, prt, cprt	0.282		
442121	5497475	953523	0.4	Volcanic, shear	0.006		
444947	5499030	070481	0.1	Grey-green massive gabbro		0.038	<0.01
445144	5499275	070482	0.1	Grey-green massive gabbro, ampbibole, plg, epidote	WR		
445047	5499126	953528	0.2	Gabbro, 1-2% prt		0.052	<0.01
445035	5499118	953529	0.2	Gabbro, 1-2% prt		0.048	<0.01
444892	5498978	953530	0.2	Gabbro, <1% prt		<0.015	<0.01
444856	5498970	953531	0.2	Gabbro, 1-2% prt		0.027	<0.01
444841	5498941	953532	0.2	Gabbro, 1% prt		<0.015	<0.01
444836	5498917	953533	0.2	Gabbro, 1-2% prt, specks cprt		<0.015	<0.01
444891	5498801	953534	0.2	Gabbro, 2% prt		0.024	<0.01
444870	5498828	953535	0.2	Gabbro, 1-2% prt, specks of cprt		<0.015	<0.01
444987	5498911	953536	0.2	Gabbro, <1% prt		0.040	<0.01

444035	5498947	953537	0.2	Gabbro, 1% prt	0.037	<0.01
445158	5499065	953538	0.2	Coarse gr. gabbro, sheared, 1-2% prt	0.023	<0.01
445339	5499193	953539	0.2	Coarse gr. gabbro, sheared, 1-2% prt	<0.015	<0.01
445398	5499235	953540	0.2	Gabbro, rusty infiltrations, 2% prt	<0.015	<0.01
447575	5499206	953541	0.2	Float, gabbro, rusty infiltrations, 1-2% prt	<0.015	<0.01
447430	5499281	953542	0.2	Gabbro, 1-2% prt	0.034	<0.01
447433	5499287	953543	0.2	Gabbro, <1% prt	0.034	<0.01
447429	5499301	953544	0.2	Gabbro, <1% prt	0.017	<0.01

Abbreviations: ARSPRT – arsenopyrite; ASP – altered silicified volcanic;B – area B; BIF – banded iron formation; 1; PRT – pyrite; QTZ – quartz; QV –quartz vein; WR – whole rock analysis; * - assay by grav. Method.

APPENDIX II

Assay Certificates

Warning: sample numbers 953528 to 953544 in the Assay Certificates are misprinted as 95328 to 95344; please reconcile as 953528 to 953544

ACCURASSAY LABORATORIES
1046 Gorham Street
Thunder Bay, ON
Canada P7B 5X5
Tel: (807) 626-1630
Fax: (807) 622-7571
www.accurassay.com
assay@accurassay.com

Friday, January 6, 2017

Final Certificate

Empire Rock Minerals
702-889 W Pender Street
Vancouver, BC, CAN
V6C3B2
Email: bmolak@hotmail.com RESULTS ONLY

Date Received: 12/12/2016
Date Completed: 12/21/2016
Job #: 201642465
Reference:
Sample #: 87

Acc #	Client ID	Au g/t (ppm)	Pt g/t (ppm)	Pd g/t (ppm)	Au Grav ppm
245600	070481	0.100	0.038	<0.01	
245601	070482				
245602	95328	<0.005	0.052	<0.01	
245603	95329	0.008	0.048	<0.01	
245604	95330	<0.005	<0.015	<0.01	
245605	95331	<0.005	0.027	<0.01	
245606	95332	<0.005	<0.015	<0.01	
245607	95333	<0.005	<0.015	<0.01	
245608	95334	<0.005	0.024	<0.01	
245609	95335	<0.005	<0.015	<0.01	
245610	95335 Dup	<0.005	0.015	<0.01	
245611	95336	<0.005	0.040	<0.01	
245612	95337	<0.005	0.037	<0.01	
245613	95338	<0.005	0.023	<0.01	
245614	95339	<0.005	<0.015	<0.01	
245615	95340	<0.005	<0.015	<0.01	
245616	95341	<0.005	<0.015	<0.01	
245617	95342	<0.005	0.034	<0.01	
245618	95343	0.009	0.034	<0.01	
245619	95344	<0.005	0.017	<0.01	
245620	70405	1.666			
245621	70405 Dup	1.606			
245622	70406	0.038			
245623	70407	0.531			
245624	70408	2.362			

APPLIED SCOPES: ALP1, ALFA1, ALPG1, ALAR1, ALXR1, ALFA7

Validated By:
Andrew Oleski
Lab Manager - Thunder Bay

Certified By:
Jason Moore, VP Operations, Assayer

Authorized By:
Derek Demianiuk, VP Quality

The results included on this report relate only to the items tested.
The Certificate of Analysis should not be reproduced except in full, without the written approval of the laboratory.

ACCURASSAY LABORATORIES
1046 Gorham Street
Thunder Bay, ON
Canada P7B 5X5
Tel: (807) 626-1630
Fax: (807) 622-7571
www.accurassay.com
assay@accurassay.com

Friday, January 6, 2017

Final Certificate

Empire Rock Minerals
702-889 W Pender Street
Vancouver, BC, CAN
V6C3B2
Email: bmolak@hotmail.com RESULTS ONLY

Date Received: 12/12/2016
Date Completed: 12/21/2016
Job #: 201642465
Reference:
Sample #: 87

Acc #	Client ID	Au g/t (ppm)	Pt g/t (ppm)	Pd g/t (ppm)	Au Grav ppm
245625	70409	3.420			
245626	70410	0.199			
245627	70411	<0.005			
245628	70412	1.014			
245629	70413	Insufficient Sample			
245630	70418	<0.005			
245631	70419	2.589			
245632	70419 Dup	2.509			
245633	70420	1.454			
245634	70421	0.151			
245635	70422	3.597			
245636	70423	1.850			
245637	70424	0.104			
245638	70426	3.329			
245639	70427	1.526			
245640	70428	0.073			
245641	70429	0.554			
245642	70430	<0.005			
245643	70430 Dup	<0.005			
245644	70431	<0.005			
245645	70432	0.536			
245646	70433	0.593			
245647	70434	0.175			
245648	70435	0.008			
245649	70436	1.102			

APPLIED SCOPES: ALP1, ALFA1, ALPG1, ALAR1, ALXR1, ALFA7

Validated By:
Andrew Oleski
Lab Manager - Thunder Bay

Certified By:
Jason Moore, VP Operations, Assayer

Authorized By:
Derek Demianiuk, VP Quality

The results included on this report relate only to the items tested.
The Certificate of Analysis should not be reproduced except in full, without the written approval of the laboratory.

ACCURASSAY LABORATORIES
1046 Gorham Street
Thunder Bay, ON
Canada P7B 5X5
Tel: (807) 626-1630
Fax: (807) 622-7571
www.accurassay.com
assay@accurassay.com

Friday, January 6, 2017

Final Certificate

Empire Rock Minerals
702-889 W Pender Street
Vancouver, BC, CAN
V6C3B2
Email: bmolak@hotmail.com RESULTS ONLY

Date Received: 12/12/2016
Date Completed: 12/21/2016
Job #: 201642465
Reference:
Sample #: 87

Acc #	Client ID	Au g/t (ppm)	Pt g/t (ppm)	Pd g/t (ppm)	Au Grav ppm
245650	70437	0.009			
245651	70438	6.483			
245652	70439	0.041			
245653	70440	9.947			10.340
245654	70440 Dup	>10.000			11.046
245655	70441	0.118			
245656	70442	0.014			
245657	70443	<0.005			
245658	70444	0.830			
245659	70445	0.007			
245660	70446	0.272			
245661	70447	1.255			
245662	70448	0.007			
245663	70449	<0.005			
245664	70450	0.006			
245665	953501	1.347			
245666	953502	0.014			
245667	953503	0.878			
245668	953504	0.030			
245669	953505	0.011			
245670	953506	0.008			
245671	953507	0.008			
245672	953508	0.005			
245673	953509	9.279			
245674	953510	0.147			

APPLIED SCOPES: ALP1, ALFA1, ALPG1, ALAR1, ALXR1, ALFA7

Validated By:
Andrew Oleski
Lab Manager - Thunder Bay

Certified By:
Jason Moore, VP Operations, Assayer

Authorized By:
Derek Demianiuk, VP Quality

The results included on this report relate only to the items tested.
The Certificate of Analysis should not be reproduced except in full, without the written approval of the laboratory.

ACCURASSAY LABORATORIES
1046 Gorham Street
Thunder Bay, ON
Canada P7B 5X5
Tel: (807) 626-1630
Fax: (807) 622-7571
www.accurassay.com
assay@accurassay.com

Friday, January 6, 2017

Final Certificate

Empire Rock Minerals
702-889 W Pender Street
Vancouver, BC, CAN
V6C3B2
Email: bmolak@hotmail.com RESULTS ONLY

Date Received: 12/12/2016
Date Completed: 12/21/2016
Job #: 201642465
Reference:
Sample #: 87

Acc #	Client ID	Au g/t (ppm)	Pt g/t (ppm)	Pd g/t (ppm)	Au Grav ppm
245675	953511	>10.000			10.865
245676	953511 Dup	>10.000			10.789
245677	953512	1.803			
245678	953513	4.975			
245679	953514	0.078			
245680	953515	1.450			
245681	953516	0.022			
245682	953517	3.285			
245683	953518	0.580			
245684	953519	0.021			
245685	953520	<0.005			
245686	953521	0.137			
245687	953521 Dup	0.050			
245688	953522	0.282			
245689	953523	0.006			
245690	70413	2.059			
245691	70414	0.016			
245692	70415	0.339			
245693	70416	4.088			
245694	70417	4.910			

APPLIED SCOPES: ALP1, ALFA1, ALPG1, ALAR1, ALXR1, ALFA7

Validated By:
Andrew Oleski
Lab Manager - Thunder Bay

Certified By:
Jason Moore, VP Operations, Assayer

Authorized By:
Derek Demianiuk, VP Quality

The results included on this report relate only to the items tested.
The Certificate of Analysis should not be reproduced except in full, without the written approval of the laboratory.

ACCURASSAY LABORATORIES
1046 Gorham Street
Thunder Bay, ON
Canada P7B 5X5
Tel: (807) 626-1630
Fax: (807) 622-7571
www.accurassay.com
assay@accurassay.com

Friday, January 6, 2017

Final Certificate

Empire Rock Minerals
702-889 W Pender Street
Vancouver, BC, CAN
V6C3B2
Email: bmolak@hotmail.com RESULTS ONLY

Date Received: 12/12/2016
Date Completed: 12/21/2016
Job #: 201642465
Reference:
Sample #: 87

Control Standards

QC Type	Element	QC Performance (ppm)	Mean (ppm)	Std Dev (ppm)
WMS1	Pt	1.877	1.910	0.100
WMS1	Pd	1.426	1.450	0.110
WMS1	Au	0.367	0.300	0.040
WW06	Au	1.096	1.100	0.060
WW06	Au	1.063	1.100	0.060
GS45	Au	3.188	2.920	0.180
GS37	AuG	3.645	3.220	0.210

APPLIED SCOPES: ALP1, ALFA1, ALPG1, ALAR1, ALXR1, ALFA7

Validated By:
Andrew Oleski
Lab Manager - Thunder Bay

Certified By:
Jason Moore, VP Operations, Assayer

Authorized By:
Derek Demianiuk, VP Quality

The results included on this report relate only to the items tested.
The Certificate of Analysis should not be reproduced except in full, without the written approval of the laboratory.

APPENDIX III

Gwyn Lake Gold Prospect, Claim Map at Scale 1:10,000

N

440000

442500

445000

447500

5500000

5497500

HW 11

Railway

Beardmore

Blackwater River

NORMAN LAKE

EDITH LAKE

Gwyn Lake

Ralph Lake

4225181

4225182

4209001

4209002

3011477

3011478

3011487

3011488

3005108

3005109

3011479

3005110

3018950

Kondrat Vein

Delbridge Vein

Delbridge South Vein

Delbridge West

Blacksmith

Onion Vein

Dominion West

RALPH LAKE SHOWING

CAMP LAKE SHOWING

GWYN LAKE SHOWING

Showing # 11

Showing # 12

Claims Limit

0 1000 2000 3000m

NAD83

EMPIRE ROCK MINERALS INC.

GWYN LAKE GOLD PROSPECT
MINERAL CLAIMS