

Thru Lot 3 Conc II

PROSPECTUS OF
WORTHINGTON MINES LIMITED

DRURY T.P.

(No Personal Liability)

Filed with the Ontario Securities Commission under Section 38 of
THE ONTARIO SECURITIES ACT

Dated at the City of Sudbury, in the Province of Ontario
this 10th day of January, 1956

- (a) WORTHINGTON MINES LIMITED, Head Office Suite 4, 176 Larch Street, Sudbury, Ontario.
- (b) Incorporated under the laws of Part IV of the Corporations Act, 1953, Province of Ontario by Letters Patent dated October 11th, 1955, with a capital of \$4,000,000.00 divided into 4,000,000 shares of \$1.00 each.

(c) The Officers are:
President

Albert George Bell,
Retired C. N. Rly. Ticket Agent,
301 Larch Street,
Sudbury, Ontario

Vice-President

Dr. George Thomas Walker,
Dentist,
Provincial Industrial Farm,
Burwash, Ontario.

Secretary-Treasurer

Michael Joseph Gaffney,
Mining Executive,
118 Drinkwater Street,
Sudbury, Ontario

The Directors are the three Officers above-named and
William Henry Dorset,
Retired Jeweller,
Nickel Range Hotel,
Sudbury, Ontario
Clifford Stewart Burns,
Retired Transfer Agent,
221 Oak Street,
Sudbury, Ontario

The Promoter is:

Michael Joseph Gaffney,
118 Drinkwater Street,
Sudbury, Ontario

(d) The Auditor is

Hurt & Favretto,
5 Beech Street,
Sudbury, Ontario

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(e) The Registry and Transfer Agency for the shares of the Company is:
GUARANTY TRUST COMPANY OF CANADA,
105 Durham Street South,
Sudbury, Ontario.

(f) The authorized capital is 4,000,000 shares of the par value of \$1.00 each, of which 800,005 shares are issued as fully paid and non-assessable.

(g) No bonds or debentures are outstanding or proposed to be issued.

(h) 720,000 shares of the Company are held in escrow by Guaranty Trust Company of Canada, subject to release pro rata to the parties entitled thereto only on the consent in writing of the Ontario Securities Commission and subject to transfer, hypothecation or other alienation only on the consent in writing of the Ontario Securities Commission and the Directors of the Company.

(i) The particulars of the shares sold for cash to date are as follows:

(i) 5 shares at \$1.00 each	\$5.00
(ii) Total cash received for shares sold to date	5.00
(iii) Commission paid on the sales of such shares	NIL

(j) No securities, other than shares, have been sold for cash to date.

(k) The number of shares issued or to be issued or cash paid or to be paid to any promotor are as follows: NIL

(l) Particulars relating to the properties of the Company are as follows:

(i) The Company owns patented Lot 3, Concession 2, in the Township of Drury, in the Province of Ontario, containing 314 acres more or less and being the whole of Parcel 8466 Sudbury East Section, excepting thereout and therefrom the following Parcels: Transfers Nos. 6514, 7961, 8547, 12259, and that part transferred under the certificate of ownership as registered in the Lands Title Office in the City of Sudbury, in the District of Sudbury.

(ii) The said property was purchased November 10th, 1955, by the company from Michael Joseph Gaffney, 118 Drinkwater Street, Sudbury, Ontario, for a consideration of 800,000 fully paid shares of the capital stock of the Company. The Company does not presently intend to acquire any other property.

(iii) The names and addresses in full of every other person or Company who has received or who is to receive from any vendor a greater than 5% interest in the shares or other consideration received or to be received by the vendor are as follows:

Jess-Mac Gold Mines Limited.	
Box 272, Sudbury, Ontario	300,000
Joburke Gold Mines, Limited	
906-357 Bay Street, Toronto, Ontario	50,000
Michael Joseph Gaffney,	
118 Drinkwater Street, Sudbury, Ontario	85,000

(m) Further particulars relating to all properties are as follows:

- (i) The property is traversed by the Soo-Sudbury Highway, and the Soo Line of the Canadian Pacific Railway.
- (ii) There is no underground equipment nor any underground exploration and development. See the report of Gordon R. Hilchey, P. Eng. dated November 2nd, 1955, accompanying this Prospectus.
- (iii) The surface plant and equipment consists of two diamond drill units not owned by the Company. The surface exploration has been confined to a small Magnetometer survey and diamond drilling by the previous owner. For further details, see the report of Gordon Hilchey, P. Eng. dated November 2nd, 1955, accompanying this Prospectus.
- (iv) For the known history of the property see the report of Gordon R. Hilchey, P. Eng. dated November 2nd, 1955, accompanying this Prospectus.
- (v) The present management is responsible for the presence on the property at this time of the two diamond drill units.

(n) There are no securities of the Company covered by any option agreement or underwriting agreement outstanding or proposed to be given, however the Company intends as a Security Issuer to offer through its Officers 200,000 shares of the Company to the public at an initial price of 25c with 75% of monies realized on such sale accruing to the Treasury. Shares may also be offered through registered dealers with a maximum commission of 25%. In either event the price to the public will be the same.

(o) The management proposes to expend the proceeds from current sales of securities in carrying out further explorations as recommended by Gordon R. Hilchey's report accompanying this Prospectus and general Company purposes.

(p) The estimated amount of Preliminary expenses

Amount already expended in administrative work	\$.00
Amount expected to be expended in administrative work	\$ 2,500.00
and monthly	\$ 700.00

The estimated amount of development expenses

Amount already expended in development work by previous owner	\$13,500.00
Amount expected to be expended in development work as recommended by Company consultants	

(q) No indebtedness is to be created or assumed which is not shown in the balance sheet dated January 12th, 1956, accompanying this Prospectus apart from that created in the ordinary course of business.

(r) The following particulars apply to the Directors and Officers of the Company:

- (i) Mr. Albert George Bell, the President, has been engaged during the past fifteen (15) years in the principal business of Canadian National Railway, Ticket Agent (now retired).

Dr. George Thomas Walker, the Vice-President, has been engaged during the past fifteen (15) years in the principal business as Dentist. Mr. Michael Joseph Gaffney, the Secretary-Treasurer, has been engaged during the past fifteen (15) years in the principal business as a Company Executive in association with Northern Catering & Supply Company Limited.

Mr. William Henry Dorsett, a Director, has been retired during the past eight (8) years, formerly Jewellery Merchant for fifteen (15) years.

Mr. Clifford Stewart Burns, a Director, has been retired during the past three (3) years, formerly a Transfer Operator for fifteen (15) years.

- (s) No dividends have been paid by the Company.
- (t) No person or company is in a position or entitled to elect or cause to be elected a majority of the Directors of the Company, except that Jess-Mac Gold Mines Limited, 176 Larch Street, Sudbury, Ontario and Joburke Gold Mines Limited, 906-357 Bay Street, Toronto, Ontario and Michael Joseph Gaffney, 118 Drinkwater Street, Sudbury, Ontario hold amount of shares set out in Paragraph "1".
- (u) Other than is shown in Paragraph lettered "1" hereof, there is no arrangement for the sale of Vendor's securities. Free shares and any Vendor's securities released from escrow may be sold at the current market price but the proceeds will not accrue to the treasury of the Company.
- (v) The foregoing constitutes full, true and plain disclosures of all material facts in respect of the offering of securities referred to above as required by Section 38 of the Securities Act (Ontario) and there is no further material information applicable other than in the financial statements or reports where required.
- (w) There are no underwriters or optionees

PROMOTER:

Michael Joseph Gaffney,
118 Drinkwater Street,
Sudbury Ontario.

DIRECTORS:

Albert George Bell

Dr. George Thomas Walker

Michael Joseph Gaffney

William Henry Dorsett

Clifford Stewart Burns

AMENDMENT No. 1

Paragraph (c) of the Prospectus of Worthington Mines Limited is hereby amended by deleting the following: "Dr. George Thomas Walker, Dentist, Provincial Industrial Farm, Burwash, Ontario" and substituting therefor the following: "William Henry Dorsett, Retired Jeweller, Nickel Range Hotel, Sudbury, Ontario."

Paragraph (r) (i) is amended by deleting the following: "Dr. George Thomas Walker, the vice-president, has been engaged during the past fifteen (15) years in the principal business as Dentist" and substituting therefor the following: William Henry Dorsett, the vice-president, who has been retired during the past eight (8) years and prior to that time was engaged in the principal business as Jeweller."

DIRECTORS:

Albert George Bell

William Henry Dorsett

Michael Joseph Gallney

Clifford Stewart Burns

February 23rd, 1956.

Incorporated under The Laws of Ontario

As at January 12, 1958

Cash in Bank	\$ 5.00
Mining Claims, at cost, represented by 800,000 shares of capital stock (80,000 shares at 10c per share and 720,000 shares at 5c per share)	44,000.00
Incorporation and Organization expenses (estimated)	2,500.00
	<hr/>
	\$46,505.00

\$46,505.00

M. J. GAFFNEY, Director.

We report that, in our opinion, the above balance sheet is properly drawn up so as to exhibit a true and correct view of the state of the affairs of the company as at January 12, 1956, according to the best of our information and the explanations given us and as shown by the books of the company.

Sudbury, Ontario,
January 13, 1956.

HUNT & FAVRETTO.
Chartered Accountants.
Alfred L. Favretto, C.A.

WORTHINGTON MINES LIMITED

DRURY TOWNSHIP, SUDBURY MINING DIVISION
ONTARIO, CANADA

A REPORT ON THE PROPERTY BY G. R. HILCHEY, B.A.Sc., B.Min.E., P.Eng.
NOVEMBER 2, 1955

INTRODUCTION

The examination of the property was made at the request of Mr. M. J. Gaffney and was carried out by the writer in person on October 31, 1955.

PROPERTY

The property examined consists of patented Lot 3, Conc. 2, Drury Township, Sudbury Mining Division, except for five small parcels in the southeast corner which total about 25 acres.

LOCATION AND ACCESS

The property lies some thirty miles west of Sudbury at the intersection of the old Soo highway and the Chicago Mine road. It may be reached by car by following a gravel road north from the new Soo Highway, No. 17, for five miles to the village of Worthington which is about a half mile east of the property. The Soo Line of the C.P.R. traverses the southern part of the property and Worthington Station lies about a quarter of a mile to the east.

PREVIOUS WORK

Some forty or fifty years ago several pits were sunk and a 30 ft. adit driven on a copper nickel mineralized zone on the northern part of the property. Today these pits have been overgrown and the adit is unsafe to enter.

In 1954 some magnetometer work was carried out on a portion of the southern part of the property. The surveyed area was small and the results inconclusive.

In 1955 a limited diamond drilling program was undertaken using two drill rigs. One machine drilled four short holes averaging 100 ft. in the mineralized zone in the vicinity of the adit on the northern part of the property. Narrow widths of massive sulphide were intersected in two of these holes.

The other machine drilled a hole to a depth of 1525 ft. to the south at an angle of 80 degrees. This hole was collared 1600 ft. from the Worthington shaft of the International Nickel Company of Canada. It was spotted to probe for the western extension of the Worthington orebody but due to lack of finances the program was terminated before it reached its objective.

GENERAL GEOLOGY

The property is underlain by Precambrian rocks consisting of sediments, basic volcanic flows, and their altered derivatives.

The sedimentary rocks are mainly Mississagi quartzites, Ramsay Lake conglomerates, and dark slates of the McKim series.

The sediments are in contact with an intrusion of quartz diabase and it is at or near this contact that the copper-nickel mineralization occurs.

A NE-SW striking fault bisects the property.

ECONOMIC GEOLOGY

No ore body has as yet been outlined on the property. However, on the north end of the property grab samples taken from the adit zone returned values ranging up to 1.10% Ni. and up to 4.76% Cu. The southern part of the property is about 1600 ft. west of the rich Worthington orebody of the International Nickel Company.

CONCLUSIONS

The property adjoins the Worthington Mines which produced considerable highgrade nickel-copper ore.

It is ideally situated from the point of view of access and supply.

There are outcrops of copper-nickel mineralization on the property.

RECOMMENDATIONS

In view of the favourable location of the Worthington Mines Ltd. property together with the known copper-nickel mineralization on the northern part the writer believes that the property warrants a more complete investigation.

It is recommended that the property be geologically mapped in detail and at the same time a complete geophysical survey carried out.

From the results of the survey and the surface mapping diamond drilling may follow where indicated.

Levack, Ont.,

Nov. 2, 1955.

Respectfully submitted,

GORDON R. HILCHEY, P.Eng
Mining Engineer

CERTIFICATE

I, Gordon R. Hilchey, of the Town of Levack, in the Province of Ontario, do hereby certify:

That I reside in the Town of Levack, in the Province of Ontario.

That I graduated from the University of British Columbia in 1942 B.A.Sc., and from the University of Alaska in 1947 B.Min.E., and that I have been following my profession since graduation.

That I am a registered Professional Engineer in the Province of British Columbia.

That the foregoing report on the Worthington Mines Ltd. Drury Township property dated Nov. 2, 1955, is based on my personal examination of the property on Oct. 31, 1955.

That I have no direct or indirect interest whatsoever in the property of Worthington Mines Ltd. or the securities of Worthington Mines Ltd. nor do I expect to receive any such interests.

GORDON R. HILCHEY, P.Eng
Mining Engineer

DRURY TP.

PROSPECTUS OF

Worthington Mines Limited

(No Personal Liability).

Filed with the Ontario Securities Commission under Section 38 of
THE ONTARIO SECURITIES ACT

Dated at the City of Sudbury, in the Province of Ontario
this 29th day of August, 1960

- (a) WORTHINGTON MINES LIMITED, Head Office 118 Drinkwater Street, Sudbury, Ontario.
- (b) Incorporated under the Laws of Part IV of the Corporation Act, 1953, Province of Ontario by Letters Patent dated October 11, 1955, with a capital of \$4,000,000.00 divide dinto 4,000,000 shares of \$1.00 each.

- (c) The Officers are:

President	Albert George Bell, C.N. Rly. Ticket Agent, 301 Larch Street, Sudbury, Ontario.
Vice-President	William Henry Dorsett, Retired Jeweller, Nickel Range Hotel, Sudbury, Ontario.
Secretary-Treasurer	Michael Joseph Gaffney, Mining Executive, 118 Drinkwater Street, Sudbury, Ontario.

The Directors are the three Officers above named and:
Herman Xavier Quesnelle,
Postal Clerk,
61 Beaumont Street,
Sudbury, Ontario

The Promoter is:
Michael Joseph Gaffney,
118 Drinkwater Street,
Sudbury, Ontario

- (d) The Auditor is:
Alfred L. Favretto, C.A.,
5 Beech Street,
Sudbury, Ontario

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- (e) The Registry and Transfer Agency for the shares of the Company is:
GUARANTY TRUST COMPANY OF CANADA,
 105 Durham Street South,
 Sudbury, Ontario
- (f) The authorized capital is 4,000,000 shares of the par value of \$1.00 each, of which 1,090,155 shares are issued as fully paid and non-assessible.
- (g) No bonds or debentures are outstanding or proposed to be issued.
- (h) 720,000 shares of the Company are held in escrow by the Guaranty Trust Company of Canada, subject to release pro rata to the parties entitled thereto only on the consent in writing of the Ontario Securities Commission and subject to transfer, hypothecation or other alienation only on the consent in writing of the Ontario Securities Commission and the Directors of the Company.
- (i) Particulars of the shares sold for cash to date as follows:
- | | |
|--|-------------|
| (1) 5 shares at \$1.00 each | \$ 5.00 |
| (2) 44,300 shares at 25 cents each | \$11,075.00 |
| (3) 243,850 shares at 10 cents each | \$24,385.00 |
| (4) Commission paid on the sale of such shares | \$ 3,037.60 |
- (NOTE: 2,000 shares were issued to Company's Engineer in lieu of cash at 25 cents per share)
- (j) No securities, other than shares, have been sold for cash to date.
- (k) The number of shares issued or to be issued or cash paid or to be paid to any promoter are as follows: Nil.
- (l) Particulars relating to the properties of the Company are as follows:
- (1) The Company owns Patented Lot 3, Concession 2, in the Township of Drury, in the Province of Ontario, containing 314 acres more or less and being the whole of Parcel 8466 Sudbury East Section, excepting thereout and therefrom the following parcels: Transfers Nos. 6514, 7961, 8547, 12259, and that part transferred under the certificate of ownership as registered in the Lands Title Office in the City of Sudbury, in the District of Sudbury.
 - (2) The said property was purchased November 10th, 1955 by the Company from Michael Joseph Gallney, 118 Drinkwater Street, Sudbury, Ontario, for a consideration of 800,000 fully paid shares of the capital stock of the Company. The Company does not presently intend to acquire any other property.
 - (3) The names and addresses in full of every person or Company who has received or who is to receive from any vendor a greater than 5% interest in the shares or other consideration received, or to be received by the vendor as follows:
 Jess-Mac Gold Mines Limited
 Box 272, Sudbury, Ontario 300,000

Joburke Gold Mines Limited, 906-357 Bay Street, Toronto, Ontario	50,000
Michael Joseph Gaffney, 118 Drinkwater Street, Sudbury, Ontario	85,000

(m) Further particulars relating to the property are as follows:

- (1) The property is traversed by the Soo-Sudbury Highway and the Soo line of the Canadian Pacific Railway.
- (2) There is no underground equipment nor any underground exploration and development. See the report of Louis L. Sirois, P. Eng., dated August 28, 1960, accompanying this Prospectus.
- (3) The surface plant and equipment consists of one diamond drill not owned by the Company. The surface exploration has been confined to a small Magnetometer survey and diamond drilling. For further details see the report of Louis L. Sirois, P. Eng., dated August 28, 1960, accompanying this Prospectus.
- (4) For the known history of the property see the report of Louis L. Sirois, P. Eng., dated August 28, 1960, accompanying this Prospectus.
- (5) The present management is responsible for the presence on the property at this time for the diamond drill unit.

(n) There are no securities of the Company covered by any option agreement or underwriting agreement outstanding or proposed to be given, however, the Company intends as a security issuer to offer through its Officers 800,000 shares of the Company to the public at a price of 10 cents with all monies realized on such sale accruing to the Treasury

(o) The management proposes to expend the proceeds from current sales of securities in carrying out further diamond drilling as recommended by Louis L. Sirois's report accompanying this prospectus and for general Company purposes.

(p) The estimated amount of preliminary expenses:

Amount already expended in administrative works (Organization Expenses)	\$ 639.54
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Amount expected to be expended in administrative work monthly	\$ 150.00
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The estimated amount of development expenses:

Amount already expended in development work by previous owner	\$13,500.00
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By Company since incorporation	\$14,707.60
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Amount expected to be expended on development work,
as recommended by Company consultants

(q) No indebtedness is to be created or assumed which is not shown in the Balance Sheet dated June 30, 1960, accompanying this Prospectus, apart from that created in the ordinary course of business

(r) The following particulars apply to the Directors and Officers of the Company:

- (1) Mr. Albert George Bell, the President, has been engaged during the past fifteen (15) years in the principal business of Canadian National Railway Ticket Agent.
 - (2) Mr. William Henry Dorsett, the Vice-President, has been retired during the past fourteen (14) years, formerly Jewellery Merchant for fifteen (15) years.
 - (3) Mr. Michael Joseph Gaffney, the Secretary-Treasurer, has been engaged during the past fifteen (15) years in the principal business as a Company Executive in association with Northern Catering & Supply Company Limited. As Secretary-Treasurer of Worthington Mines Limited Mr. Gaffney has been paid an aggregate of \$1,638.75 to date and it is estimated that his remuneration for the current fiscal year will total \$600.00.
 - (4) Mr. Herman Xavier Quesnelle has been employed as a postal clerk during the past fifteen (15) years.
- (s) No dividends have been paid by the Company.
- (t) No person or Company is in a position or entitled to elect or cause to be elected a majority of the Directors of the Company, except that Jess-Mac Gold Mines Limited, 118 Drinkwater Street, Sudbury, Ontario, and Joburke Gold Mines Limited, 906-357 Bay Street, Toronto, Ontario, and Michael Joseph Gaffney, 118 Drinkwater Street, Sudbury, Ontario, hold amount of shares set out in Paragraph "L".
- (u) Other than is shown in Paragraph lettered L hereof there is no arrangement for the sale of Vendor's Securities. Free shares and any Vendor's securities released from escrow may be sold at the current market price but the proceeds will not accrue to the Treasury of the Company.
- (w) The foregoing constitutes full, true and plain disclosures of all material facts in respect of the offering of securities referred to above as required by Section 38 of the Securities Act (Ontario) and there is no further material information applicable other than in the financial statements or reports where required.

PROMOTER:

Michael Joseph Gaffney,
118 Drinkwater Street,
Sudbury, Ontario,
August 29, 1960.

DIRECTORS:

Albert George Bell
William Henry Dorsett
Michael Joseph Gaffney
Herman Xavier Quesnelle

**REPORT ON THE PROPERTY OF
WORTHINGTON MINES LIMITED
DRURY TOWNSHIP, SUDBURY MINING DIVISION
ONTARIO, CANADA**



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INTRODUCTION:

The examination of the property was made at the request of Mr. M. J. Gaffney and was carried out in his company on 15 August 1959 and 21 May 1960. A further examination of the property was made by the author on 24 August and 27 August 1960.

PROPERTY:

The property examined consists of patented Lot 3, Concession 2, Township of Drury, Sudbury Mining Division, except for five small parcels in the southeast corner, which total about 25 acres.

LOCATION AND ACCESSIBILITY:

The property lies about thirty miles south westerly from Sudbury on the old Soo highway. The Soo branch of the C.P.R. traverses the southern part of the property and Worthington Station is about one quarter of a mile to the east.

HISTORY:

The following excerpt is quoted from a report on the property by Gordon R. Hilchey, P. Eng., Mining Engineer, dated at Levack, Ontario, 2 November 1955:

"Some forty or fifty years ago several pits were sunk and a 30 ft. adit driven on a copper nickel mineralized zone on the northern part of the property. Today these pits have been overgrown and the adit is unsafe to enter.

In 1954 some magnetometer work was carried out on a portion of the southern part of the property. The surveyed area was small and the results inconclusive.

In 1955 a limited diamond drilling program was undertaken using two drill rigs. One machine drilled four short holes averaging 100 ft. in the mineralized zone in the vicinity of the adit on the northern part of the property. Narrow widths of massive sulphide were intersected in two of these holes.

The other machine drilled a hole to a depth of 1525 ft. to the south at an angle of 80°. This hole was collared 1600 ft. from the Worthington shaft of the International Nickel Company of Canada. It was spotted to probe for the western extension of the Worthington orebody but due to lack of finances the program was terminated before it reached its objective." End of excerpt.

The following excerpt is quoted from a report on the property by Donald C. McKechnie, P. Eng., Mining Engineer, dated at Sudbury, Ontario, 12 July 1957:

"Work done between November 1st, 1955 and July 9, 1957 — This work was confined to diamond drilling, all holes being located between the south boundary of the property and the rail line of the C.P.R. Five holes were drilled comprising a total of 1,968 linear feet as follows:

D.D.H. No.	Length (ft.)	Dip
2	300	Vertical
3	300	70 Degrees north
4	303	Vertical
5	865	70 Degrees north (flattens to 46 degrees at bottom)
6	200	Vertical (Now drilling July 9, 1957)
	<hr/> 1,968	

An examination of the core showed the rocks to be conglomerate overlain with a succession of fine grained slaty greywackes intermixed with quartzites.

Conglomerate encountered in hole 5, at a hole depth of 732 feet. At this point there is a sheared zone of thirteen feet in width, mineralized with fine seams of pyrrhotite." End of Excerpt.

D.D.H. No. 6 was terminated at 371 feet having flattened to 45°. Two vertical holes D.D.H. Nos. 7 and 8 were also drilled in the south east corner of the property during the latter part of 1957, but neither reached the depth anticipated, D.D.H. No. 7 having been terminated at 990 feet with a final dip of 47° and D.D.H. No. 8 at 782 feet with a final dip of 45°. None of these last three holes of the series encountered more than scant sulphide mineralization, all core recovered being logged as the typical succession of interbedded quartzites, greywackes, and conglomerates, heavily sheared.

GEOLOGY:

The country rocks underlying the property are a succession of Huronian sediments, mainly feldspathic quartzite on the south overlaying a complex of conglomerate, greywacke and quartzite to the north. On the west these Huronian rocks are underlain by older interbedded slates and quartzites.

In the northern portion of the property, the sediments are intruded by quartz diabase of Killarnean age with which are associated localized copper nickel occurrences.

In the southern portion of the property, the sediments strike from N 50°E to N 85°E and dip between 50° and 70° to the south east. Super-imposed on this bedding is an intense shearing with a strike which in general parallels that of the bedding and a dip varying from 65° to 85° south easterly. Between 100 feet and 200 feet north of the south boundary of the property and running more or less parallel to it for a distance of approximately 700 feet from the east boundary, there is an intrusion of quartz diorite, very similar in texture and mineral composition to the Worthington quartz diorite offset, which offset strikes south west from the Sudbury nickel eruptive and passes 700 feet to the south east of the Worthington Mines Ltd. property. The main distinction between this local intrusion and the Worthington offset is the prevalence of sul-

phide mineralization in the offset with much gossan on surface exposures, as opposed to scant disseminated fine grained pyrite and/or pyrrhotite mineralization in the local intrusion, the strike and dip of which generally parallels that of the sediments to its western extremity where it terminates in a region of more than normally disturbed sediments.

Both the dike and the sediments have been subjected to stress resulting in a unidirectional fracture pattern, with a south-westerly strike and a dip approximately vertical. Most of these fractures have been filled with slightly rusty quartz stringers, varying from 1/16 inch to 2 inches in width.

The features mentioned above are illustrated on accompanying sketch #3 showing the geology of the south-east portion of the property.

For a correlation between geology of the property and that of the region, the reader is referred to Map 292a (Copper Cliff Sheet), Department of Mines, Ottawa 1938.

MINERALIZATION:

No orebody has yet been outlined on the property. On the north portion of the property, associated with the quartz-diorite intrusion, copper nickel mineralization occurs and has been prospected by an adit and several short drill holes with inconclusive results.

About 700 feet south-east of the south-east corner of the property, lies the south-westerly striking Worthington Offset dike, along which important nickel deposits occur within a radius of two miles, including the Worthington Mine, Totten Mine and Arcadia Nickel Mines Ltd.

In the south portion of the property, eight holes have been drilled in an attempt to pick up copper nickel mineralization. With the exception of drill holes 3 and 5 which were drilled striking north and dipping 70°, all the holes were started vertically but flattened to approximately 45° at termination. Thus the vertical depth reached by the longest hole (No. 7, drilled for 990') was of the order of 800'. Failure to maintain the holes vertical is attributed to the fact that EXT equipment was used.

In drill hole No. 5, a thirteen foot zone mineralized with fine veins of pyrrhotite was intersected on the greywacke conglomerate contact at a vertical depth of 640'.

In the opinion of the author, this previous drilling to a maximum depth of 800' did not explore the possibility of intersecting mineralization associated with the Worthington Offset. Presuming a north-westerly dip of 70° for this quartz-diorite intrusion, it would intersect the vertical projection of the south-west corner of the Worthington Mines Ltd. property at a vertical depth of 1900' (See accompanying sketch for projections of the Offset to various horizons).

CONCLUSIONS:

There are outcrops of copper nickel mineralization on the north portion of the property.

The property lies 1700' west of the surface outcrop of the Worthington orebody of the International Nickel Company, which orebody is genetically related to and contiguous with the quartz diorite intrusive known as the Worthington offset.

In a previous drilling campaign, pyrrhotite mineralization was encountered at a depth of 640', but this drilling was not carried down to depth sufficient to explore the possibility of intersecting the Worthington Offset.

The sedimentary rocks of the south east portion of the property are intruded by a quartz diabase dyke bearing marked similarities to the rock constituting the Worthington Offset.

RECOMMENDATIONS:

It is recommended that a vertical hole be spotted 50' north west of the south east corner of the company's property, to be drilled to a depth of 2200' in an attempt to intersect the Worthington quartz diorite offset.

It is further recommended that this hole be drilled with AXT core to maintain initial vertical dip, that rigid control be exercised by sufficient dip tests and that wedges be utilized as often as indicated, to ensure verticality.

It is estimated that this hole will cost \$10,500.00 itemized as follows:

Core drilling	\$ 8,500.00
Wedging	1,000.00
Engineering and Assaying	1,000.00
	<hr/>
	\$10,500.00

These costs are based on recent quotations by responsible drilling concerns.

The advisability and location of further drilling will be dictated by results from this proposed hole.

LOUIS L. SIROIS, P. Eng.
Mining Engineer.

Sudbury, Ontario,
120 Drinkwater Street,
August 28, 1960.

CERTIFICATE OF QUALIFICATION

I, Louis L. Sirois, of the City of Sudbury, Province of Ontario.

That I am a Mining Engineer, and reside in the City of Sudbury, Ontario.

That I am a graduate of McGill University (1957) in Mining Engineering, and I have been practising the profession of Mining Engineering for the past three years, and that I am a member of the Association of Professional Engineers of Ontario.

That I have no direct or indirect interest in the property mentioned in the accompanying report dated August 28, 1960, or in the securities of Worthington Mines Limited, nor do I expect to receive any interest, either directly or indirectly, in the property concerned or in the securities of the aforementioned company.

That the accompanying report, on the property of Worthington Mines Limited in Drury Township, is based on personal knowledge of the property, having examined the property and drill cores on August 15, 1959, May 21, 1960, August 24 and August 27, 1960.

LOUIS L. SIROIS, P. Eng.
Mining Engineer.

Sudbury, Ontario,
120 Drinkwater Street,
August 28, 1960.

WORTHINGTON MINES LIMITED
(Incorporated Under The Laws Of Ontario)

BALANCE SHEET

As At June 30, 1960

ASSETS

Cash on Hand and at Bank	\$ 9,933.40
Accounts Receivable	210.50
Inventories (At Cost)	1,319.20
Mining Claims, at cost, acquired for 800,000 shares (80,000 shares at 10c per share and 720,000 shares at 5c per share)	44,000.00
Fixed Assets (Per Exhibit "B")	2,732.35
Deferred Development and Administrative Expenses (Per Exhibit "B")	20,107.84
Organization Expenses	639.54
Commission on Sale of Shares	3,037.60
	<u>\$81,980.43</u>

LIABILITIES

Accounts Payable	\$ 2,015.43
Capital	

Authorized — 4,000,000 shares of 1.00 Par Value Each

Issued	Shares	Par Value	Discount	Net
For Mining Claims	800,000	\$ 800,000.00	\$ 756,000.00	\$44,000.00
For Engineering Services ..	2,000	2,000.00	1,500.00	500.00
For Cash	288,155	288,155.00	252,690.00	35,465.00
Balance at June 30, 1960	<u>1,090,155</u>	<u>\$1,090,155.00</u>	<u>\$1,010,190.00</u>	<u>\$79,965.00</u>

\$79,965.00

\$81,980.43

Approved on Behalf of the Board:

A. G. Bell, Director.

M. J. Gaffney, Director.

AUDITOR'S REPORT

We have examined the accounts of Worthington Mines Limited for the six months ended June 30, 1960. Our examination included a general review of the accounting procedures and such tests of accounting records and other supporting evidence as we considered necessary in the circumstances.

We report that, in our opinion, the above Balance Sheet is properly drawn up so as to exhibit a true and correct view of the state of the affairs of the company as at June 30, 1960, according to the best of our information and the explanations given us and as shown by the books of the company.

Sudbury, Ontario

July 6, 1960

Alfred L. Favretto and Company,

A. L. Favretto, C.A.

WORTHINGTON MINES LIMITED
STATEMENT OF DEFERRED DEVELOPMENT AND ADMINISTRATIVE EXPENSES
For The Six Months Ended June 30, 1960

	Balance Jan. 1 1960	Additions 6 Months 1960	Balance June 30 1960
Exploration Expenses			
Wages	\$ 5,728.71		\$ 5,728.71
Diamond Bits	3,037.26		3,037.26
Gas and Oil	466.82		466.82
Supplies	2,546.95		2,546.95
Transportation (Truck)	1,548.00	68.41	1,616.41
Engineering Fees	550.00		550.00
Leases	30.00	5.00	35.00
Property Taxes	324.34		324.34
Workmen's Compensation	266.88		266.88
Insurance	174.23	40.50	214.73
Assays	10.50		10.50
	<u>\$14,683.69</u>	<u>\$113.91</u>	<u>\$14,797.60</u>
Administration			
Rent	\$ 1,575.00	\$105.00	\$ 1,680.00
General Office	132.36	8.85	141.21
Telephone	516.30	39.98	556.28
Bank Charges	44.26	5.00	49.26
Printing and Stationery	125.99	2.25	128.24
Licences and Filing Fees	620.00	30.00	650.00
Capital and Place of Business Tax	60.00	20.00	80.00
Audit	350.00		350.00
Management Salaries and Allowances	1,338.75	300.00	1,638.75
Travelling	36.50		36.50
	<u>\$4,799.16</u>	<u>\$511.08</u>	<u>\$ 5,310.24</u>
Total Deferred Exploration Expenses (Exhibit "A")	<u>\$19,482.85</u>	<u>\$624.99</u>	<u>\$20,107.84</u>
Fixed Asset Expenditures (At Cost)			
Chevrolet Truck	\$ 2,122.05		\$ 2,122.05
Briggs and Stratton Engine	227.80		227.80
Drill Rods	382.50		382.50
Total Fixed Assets (Exhibit "A")	<u>\$ 2,732.35</u>		<u>\$ 2,732.35</u>

PURCHASE WARRANT

Date

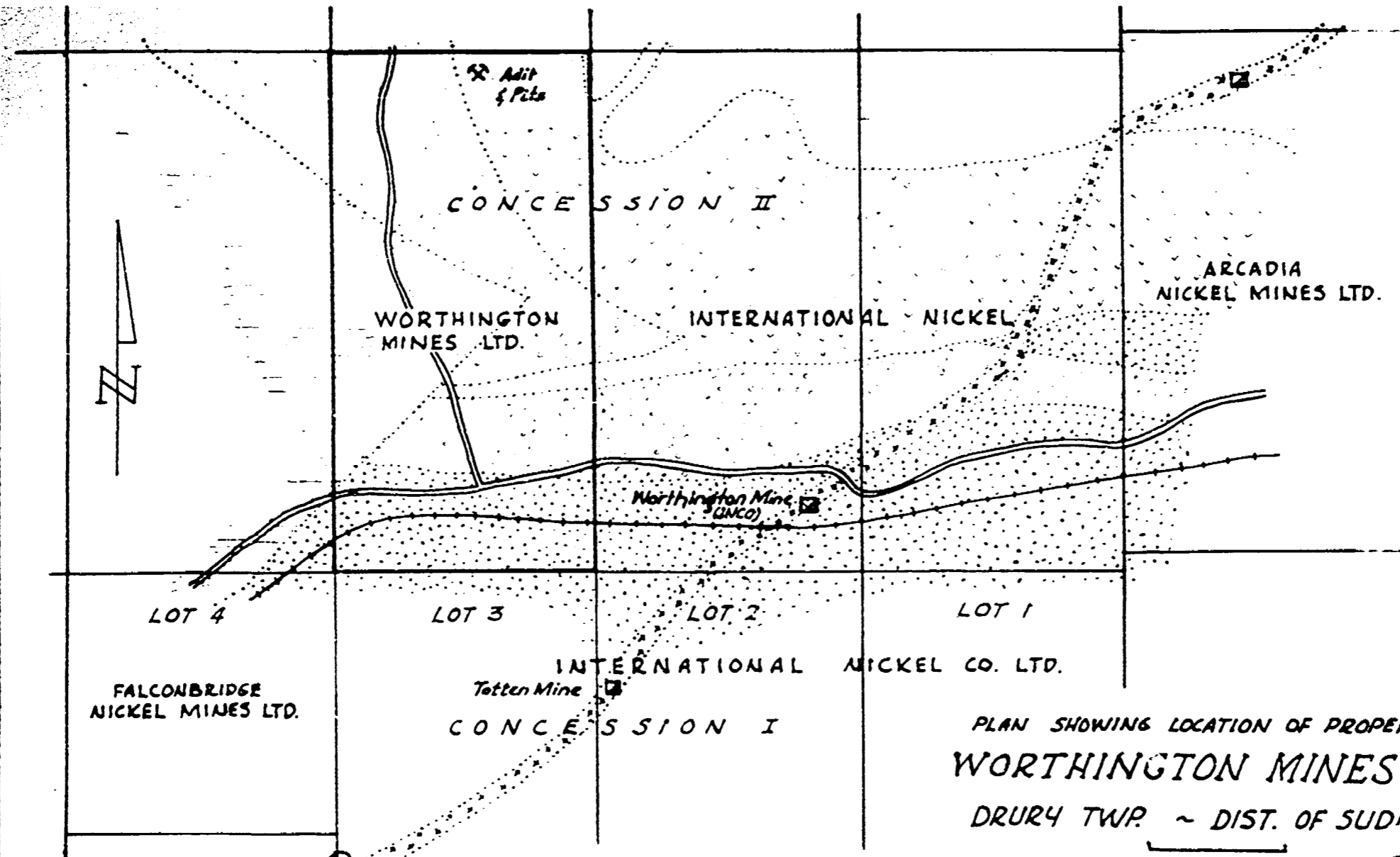
To
Worthington Mines Limited
176 Larch Street
P.O. Box 272
Sudbury, Ontario.

Please reserve me shares of Worthington Mines Limited
at Ten Cents per share. Remittance to cover must be attached. In
case of over-subscription the Company reserves the right to issue
on a pro rata basis.

I hereby acknowledge having received a copy of Worthington
Mines Limited Prospectus.

Signature

Address

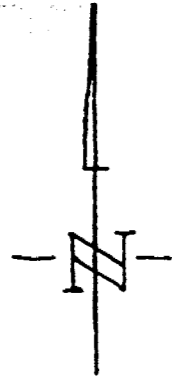


LEGEND

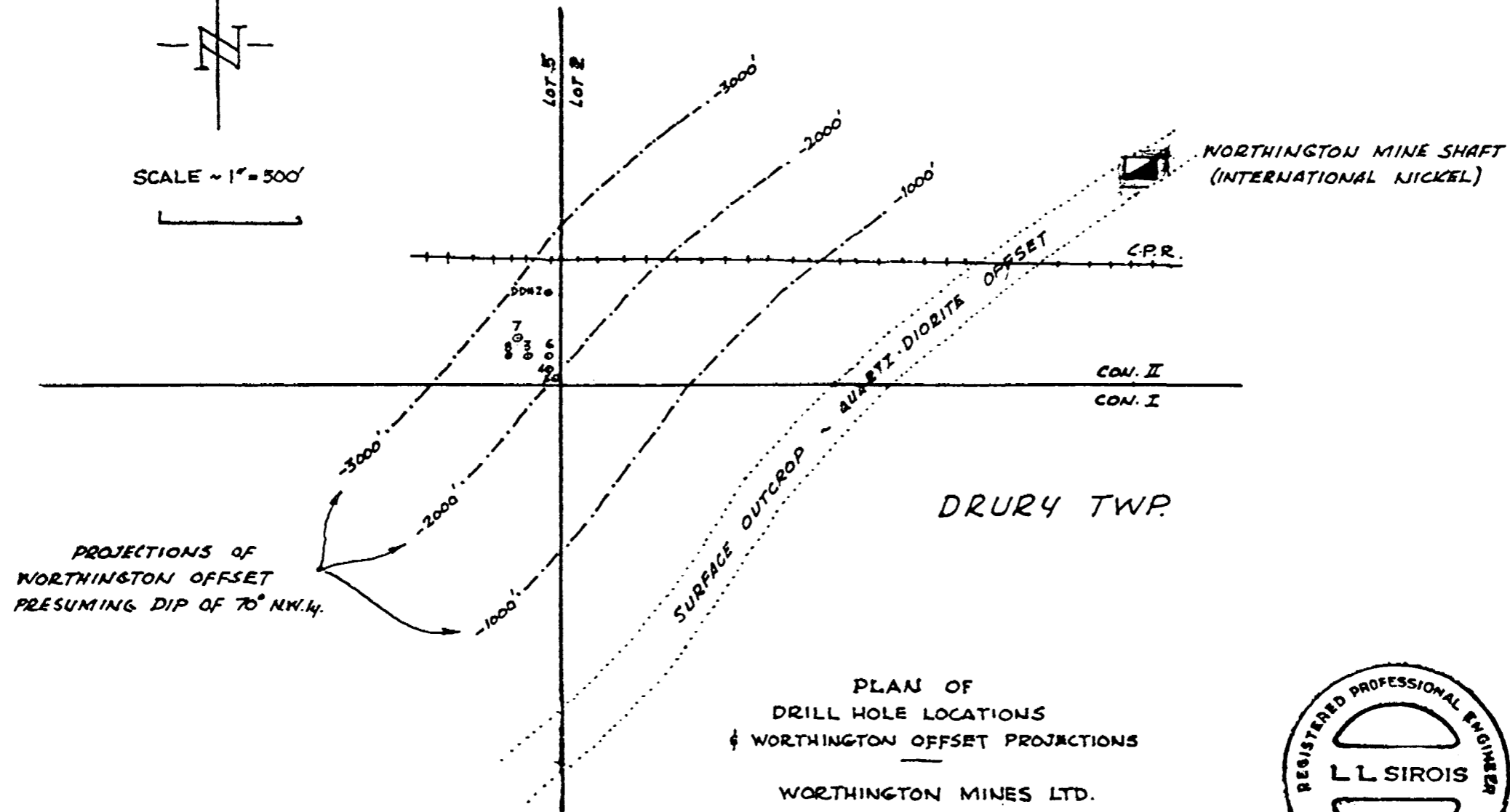
	Quartz Diorite		Conglomerate
	Quartz Diabase		Quartzite & Gneiss
	Quartzite		



L. L. Sirois



SCALE ~ 1" = 500'



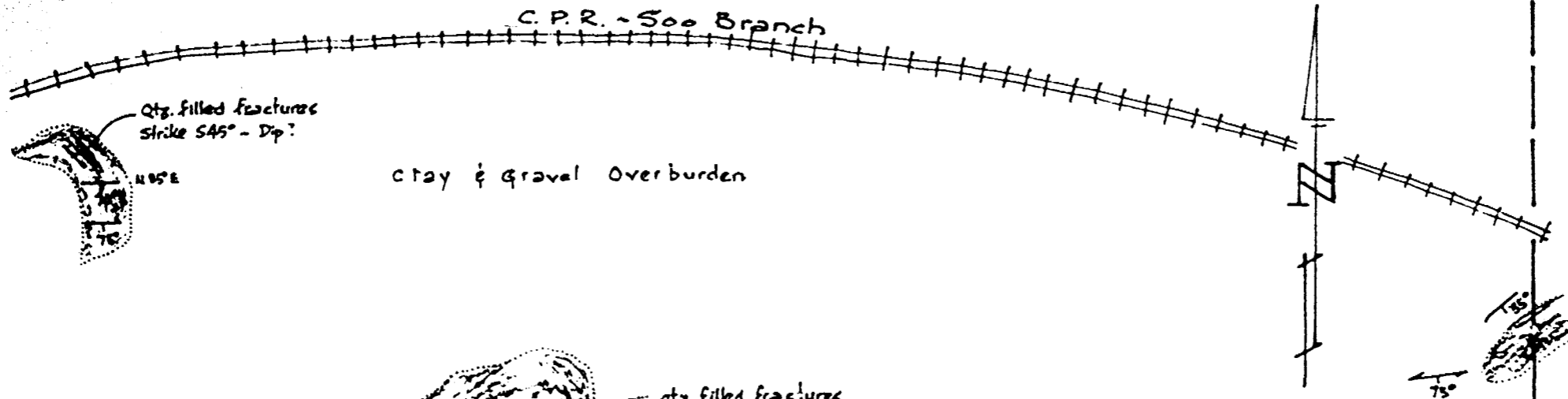
PLAN OF
DRILL HOLE LOCATIONS
& WORTHINGTON OFFSET PROJECTIONS

WORTHINGTON MINES LTD.
DRURY TWP. ~ DIST. OF SUDBURY



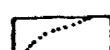

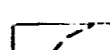

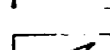


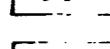
8 AUGUST 1960

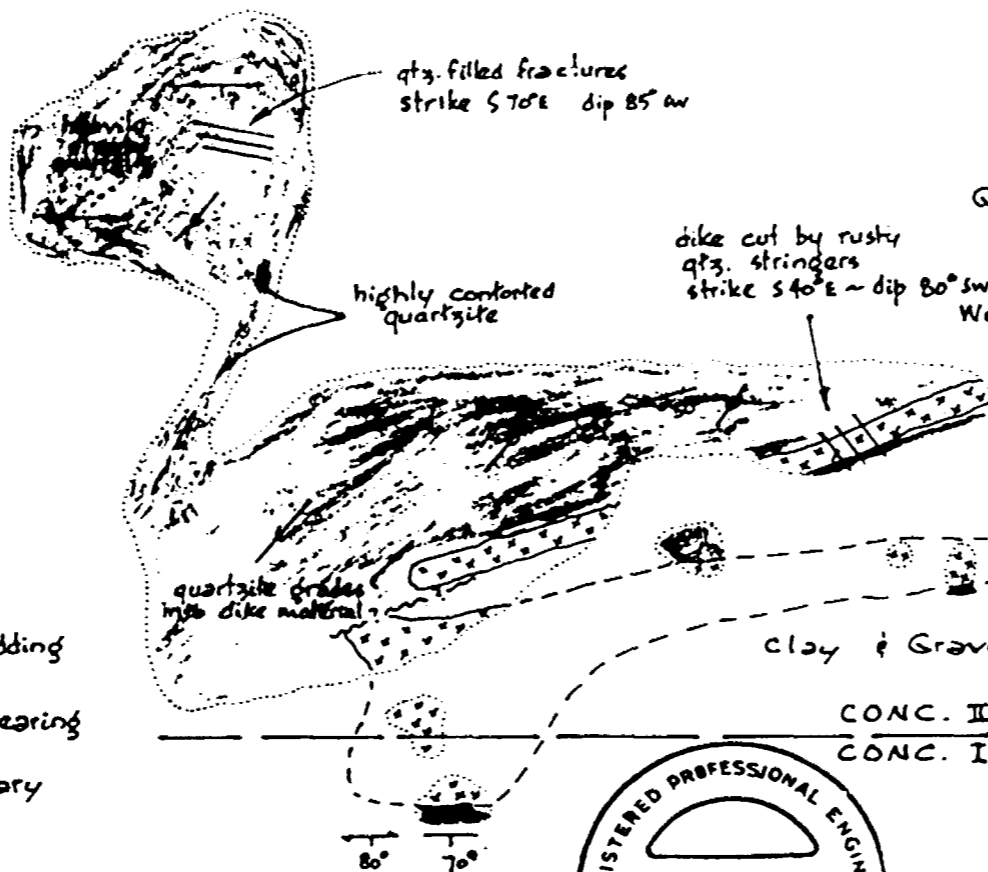


L. L. Sirois



LEGEND

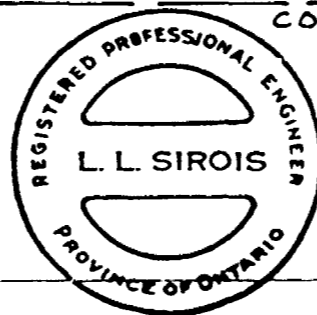
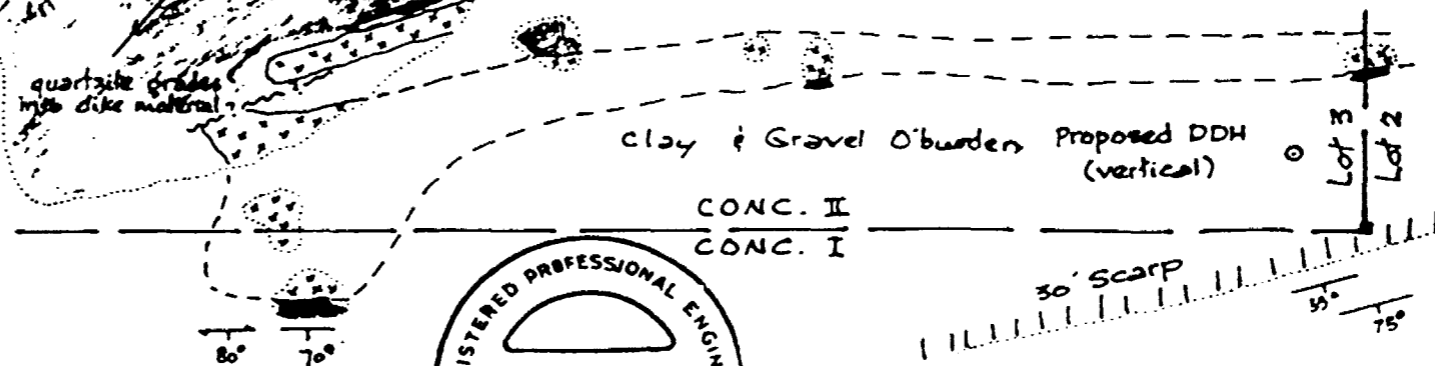
-  quartz diabase
-  quartzite
-  edge of outcrop
-  observed contact
-  assumed contact
-  strike & dip of bedding
-  strike & dip of shearing
-  property boundary
-  glacial striae
-  fault



Sketch No 3
Geology of South-east Portion
Lot 3 - Concession II.
Twp. of Drury - Dist. of Sudbury
Worthington Mines Ltd. Property

1" = 100'

28 August 1960 LLS.



L.L. Sirois