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UNITED MACFIE MINES LIMITED  
STURGEON-SAVANT LAKE AREA  
BASE METAL PROSPECT

INTRODUCTION

This is a report on a group of 15 mining claims recently acquired by United Macfie Mines Ltd. The purpose of this report is to describe the geology of the claims and to recommend a program for their exploration.

This report is based on the following sources of information:

1. Preliminary Geology maps P352 and P354, published by the Ontario Department of Mines.
2. Discussions with C. D. Huston, P.Eng., who has been actively exploring in the area during the past four months.
3. I have not made a surface examination of this property.

LOCATION AND PROPERTY

The property is located in the northeast corner of Jutten Township, Patricia Mining Division, Ontario. Jutten Township is 14 miles northeast of Savant Lake Station which is on the CNR line about 140 miles northwest of Thunder Bay.

The claim group contains 15 contiguous claims numbered as follows:

PA280973 to PA280982 inclusive, and  
PA285917 to PA285921 inclusive.

The total claim area is about 600 acres.

### ACCESS AND FACILITIES

The simplest access to the property is by boat on Savant Lake which is connected to Highway 599 which, in turn, is connected with the town of Ignace on Highway 17.

There is no mining equipment on the property. The only facility of note and of value on the property is a recently cut picket line grid system whose baseline strikes N55E. The picket line interval is at 400 feet.

### HISTORY AND DEVELOPMENT

No details are known concerning the exploration history of the property. No doubt it was surface-prospected many years ago as evidenced by the reported gold showing which is located either on the property near its north boundary or just north of the property. No details are available concerning the amount or nature of the work done on the gold showing.

Since the discovery of a rich base metal deposit near Sturgeon Lake some 40 miles southwest of Jutten Township by Mattagami Lake Mines Limited, the general area of Sturgeon, Savant and Meniss Lakes has been subjected to numerous airborne geophysical surveys. None of these results are available to United Macfie Mines Ltd.

### GENERAL GEOLOGY

The predominant geological feature in Jutten Township is a northeast trending contact between folded volcanic rocks and intrusive granite. The contact runs from near the southwest corner of the Township to near the northeast corner. The northwestern corner of the township is underlain by a thick

sequence of sediments within which there are many iron formations.

The volcanic rocks are an undifferentiated series of tuffs, agglomerates and flows, chiefly of andesitic composition. It is quite likely that some volcanic rocks of a rhyolitic or dacitic composition are intercalated with the andesites. The general strike of the volcanics is northeasterly.

#### ECONOMIC GEOLOGY

Map P352, published by the Ontario Government, shows a gold occurrence located just south of the north boundary of Jutten Township about one mile west of the east boundary. According to the claim map, this showing should lie on the United Macfie claims. However, due to the vagaries of claim-staking, this gold occurrence may lie just north of the north boundary of the claim group.

A showing containing gold and lead is also reported about 1-1/2 miles south and west of the United Macfie claims on a group of claims owned by Noranda Mines Ltd. The United Macfie and Noranda groups share a common boundary.

About 3 miles east of the United Macfie claims there is a copper, zinc, lead, gold and silver showing located on a group of claims controlled by Langis Silver and Cobalt Mining Company Limited. ✓

Other silver, lead, zinc showings occur near the southwest corner of Jutten Township.

There are no firmly established mineral occurrences, particularly base metal occurrences, known on the United Macfie claims but there are base metal occurrences in the immediate

area in rocks of the same sequence as those underlying the United Macfie claims.

#### CONCLUSIONS AND RECOMMENDATIONS

1. The rocks underlying the United Macfie claims are volcanics of a type which often act as the host rocks of base metal deposits.
2. Although no base metal occurrences are known to exist on the United Macfie claims, base metal occurrences are known to exist on nearby claim groups in the same type of rocks as those underlying the United Macfie claims.
3. The United Macfie claims are worth prospecting by geophysical methods.
4. The claims should be prospected by electromagnetic and magnetic survey methods of lines 400 feet apart.
5. When the snow is gone, the reported gold occurrence which occurs on or immediately north of the United Macfie claims should be examined.
6. If favourable electromagnetic and magnetic responses are detected by the surveys, these should be either checked by more sophisticated techniques or tested by diamond drilling.

#### COST ESTIMATES

1. Line cutting 10 miles @ \$100/mile	\$1,000.00
2. V.L.F. electromagnetic and magnetic survey 10 miles @ \$200/mile	2,000.00
3. Detail surveying, planning, assessing	1,000.00
4. Surface examination, mapping, etc.	2,000.00
5. Contingencies	<u>500.00</u>
Total	<u>\$6,500.00</u> *****

Should the results of the above work prove favourable, diamond drill testing will be required. This might require from 1,000 to 1,500 feet of drilling at an overall cost of between \$10,000 and \$15,000.

My report is respectfully submitted.

*H. G. Harper.*

Willowdale, Ontario  
March 8, 1971

H. Grant Harper, P.G.A.C., P.Eng.  
Economic Geologist

CERTIFICATE

I, HUGH GRANT HARPER, of Metropolitan Toronto, in the Province of Ontario, certify as follows with respect to my report entitled United Macfie Mines Ltd., Sturgeon-Savant Lake Area, Base Metal Prospect, and dated March 8, 1971.

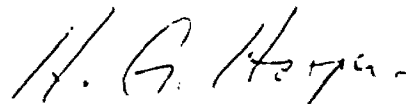
1. I am a practising economic geologist carrying on business as

H. Grant Harper, P.Eng.,  
314 Hendon Avenue  
Willowdale, Ontario.

2. I graduated from the University of Toronto with the degree of B.A.Sc., 1950 and M.A.Sc., 1951 and have been engaged in my profession for over ten years. I am a Fellow of the Geological Association of Canada, a Member of the Ontario Association of Professional Engineers registered in the Mining Branch, a Member of the Canadian Institute of Mining and Metallurgy, and a Member of the Board of Trade of Metropolitan Toronto.

3. I have no interest, nor do I expect to receive any, either direct or indirect, in either the property or securities of United Macfie Mines Ltd.

4. I have not made a surface examination of this property. My report is based on the sources of information listed in the body of my report.



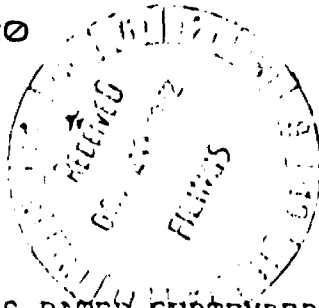
Willowdale, Ontario  
March 8, 1971

H. Grant Harper, F.G.A.C., P.Eng.  
Economic Geologist

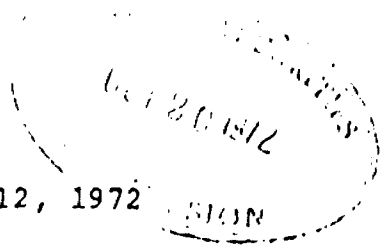


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PROSPECTUS DATED SEPTEMBER 12, 1972

NO SECURITIES COMMISSION OR SIMILAR AUTHORITY IN CANADA HAS IN ANY WAY PASSED UPON THE MERITS OF THE SECURITIES OFFERED HERE- UNDER AND ANY REPRESENTATION TO THE CONTRARY IS AN OFFENCE.

UNITED MACFIE MINES LIMITED  
Suite 416, 25 Adelaide Street West,  
Toronto, Ontario.

OFFERING: The Company is offering hereunder up to 500,000 treasury shares. These shares will be sold by registered security dealers at the market price from time to time, on a best efforts basis with a minimum net return to the Company of 12-1/2 cents per share. (SEE HEADING - THE OFFERING - Page 6 )

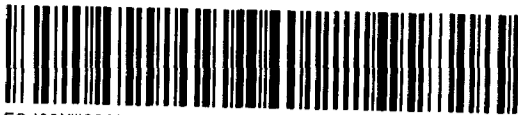
The proceeds received by the Company from the sale of treasury shares hereunder will be held in trust by the Company's registrar and transfer agent, The Sterling Trusts Corporation, until a minimum of \$30,000.00 has been received, or for a period of 90 days, whichever occurs first. In the event of failure to receive \$30,000.00, all monies received on behalf of the Company shall be returned in full without deductions to the Subscribers.

SECONDARY OFFERING: In the event of all of the above-mentioned treasury shares being distributed to the public, Deebank Limited (the selling shareholder) will offer through registered securities dealers 300,000 shares. The proceeds of which will not accrue to the Company. (See heading - PRINCIPAL HOLDERS OF SHARES Page 7)

PURPOSE OF ISSUE: The purpose of this offering is to raise funds to cover the cost of the Company's proposed preliminary exploration programme on its property and for general operating expenses. (See heading HISTORY AND BUSINESS and USE OF PROCEEDS - Pages 1 & 5 )

THE SHARES OF THE COMPANY ARE SPECULATIVE SECURITIES.  
THERE IS NO MARKET FOR THE SHARES OF THE COMPANY.

Registrar and Transfer Agents  
THE STERLING TRUSTS CORPORATION  
372 Bay Street  
Toronto, Ontario.



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## UNITED MACFIE MINES LIMITED

### HISTORY AND BUSINESS

United Macfie Mines Limited (hereinafter called the "Company") was incorporated as a public company with the name of Macfie Red Lake Mines Limited under the Laws of the Province of Ontario by Letters Patent dated November 7, 1945. By Supplementary Letters Patent dated June 6, 1952, the name was changed to Macfie Explorations Limited on a share for share basis. By Supplementary Letters Patent dated June 3, 1955, the authorized capitalization was raised from 3,500,000 common shares to 5,000,000 shares of \$1.00 par value. On April 23, 1963, by Supplementary Letters Patent the Company was reorganized to become United Macfie Mines Limited on the basis of 1 new share for 5 old shares. The Company was incorporated to engage in the acquisition, exploration, development and operation of mines, mineral lands and deposits. Both the head office and the principal office of the Company are located at Suite 416, 25 Adelaide Street West, Toronto, Ontario.

The Company's shares were listed on the Toronto Stock Exchange up to July, 1968, when it was suspended due to its inability to meet the financial requirements of the Exchange. Subsequently, on 3 June, 1970, it was officially delisted from the Exchange.

#### Rouyn Township, Rouyn-Noranda Mining Division, Province of Quebec.

Late in 1963, the Company acquired 26 mining claims adjacent to Noranda Mines in Quebec. They consist of 5 development licences as follows:

170538 - Claims 1 to 6 inclusive  
170539 - Claims 1 to 5 inclusive  
170540 - Claims 1 to 5 inclusive  
170541 - Claims 1 to 5 inclusive  
173416 - Claims 1 to 5 inclusive

The claims were purchased outright from Charles H. Miller for \$15,000.

Two programmes of diamond drilling have been carried out on the property, one in 1963/4 and the other in 1966. Mineralization cut in both programmes was not of ore grade, however, only a small portion of the grano-diorite plug has been investigated.

Nickel, contained with copper gives the formation added merit and a fairly large drilling programme would be needed to thoroughly investigate the mineral possibilities. The claims are currently in good standing and no work is planned in the near future.

#### Carman Township, Porcupine Mining Division, Ontario.

In the year 1966, the Company acquired a 40% option on six unpatented claims (P.70746 to P.70751 inclusive) in Carman Township for \$300.00. Magnetometer and Electromagnetic surveys were carried

out, followed by diamond drilling totalling 1,614 feet at a total cost of \$16,508. Highly altered (serpentized and talcose) rocks with more than average magnetite content were responsible for the geophysical anomalies obtained. The 60% interest is held by the vendor, Cana Explorations Limited. The Company retains its 40% interest and awaits mining developments in Carman and Langmuir Townships. (Dr. S. S. Szetu, P. Eng., and his wife, Mrs. Doris Szetu are the only persons who each hold more than a 5% interest in Cana Explorations Limited.)

X Ottaway Township, Porcupine Mining Division, Ontario.

In 1966, the Company purchased from Mid-North Engineering Services Limited a 90% interest in 46 unpatented claims in Ottaway Township, Porcupine Mining Division, Ontario, for \$18,161. The cash payment represented the cost to Mid-North Engineering Services of staking plus exploration work including geophysical surveys.

The Company carried out 2,500 feet of diamond drilling on the property and since results were discouraging the claims were allowed to lapse in 1969.

The total expenditure by the Company on the Ottaway Township claims was \$22,375.

X <sup>SOUTH</sup> Lorraine Township, Temiskaming Mining Division, Ontario.

2 claims (T.28472 and T.28487) in Lorraine Township, Temiskaming Mining Division, Ontario, were staked for the Company in 1948 for a total cash consideration of \$1,000. A total of \$803 has been spent on the property including property taxes of \$122.00, however, two diamond drill holes intersected only negligible amounts of silver and no further work was recommended. The claims were patented in 1955 and are currently being held in good standing. No work is planned on these claims.

Tonnancourt Township, Co. Abitibi, Quebec.

In 1967, ~~20~~ claims in Tonnancourt Township were acquired on option from Mid-North Engineering Services Limited at the latter's cost of \$909. Preliminary surveys of the property were not considered sufficiently encouraging and the option was dropped. A total of \$1,791. was expended on the property by the Company.

X Koezur Grubstake (1966 - 1968)

By an agreement dated December 1, 1966, the Company subscribed to 2 units (10%) in the Koezur Grubstake at a cost of \$1,000. for the purpose of exploring and prospecting in the Birch Lake area of Ontario. The Grubstake was concluded on July 1, 1968, and a sum of \$546. was refunded to the Company.

X Muskego Township, Porcupine Mining Division, District of Sudbury, Ontario.

By an agreement dated September 1, 1970, made with Daniel Rochon, 147 Golden Avenue East, Apartment 3, Timmins, Ontario and Mr. Maurice Hibbard, 362 - 7th Avenue, Timmins, Ontario (hereinafter collectively called the optionors) the Company acquired from the

optionors a 90% interest in 16 contiguous unpatented claims located in Muskego Township Porcupine Mining Division at a cost of \$5,500. which includes the initial payment of \$5,000 and \$500 in consideration of the optionors granting, through agreement dated March 12, 1971, a six month extension of the option on the property.

A program of magnetometer and electromagnetic surveying was carried out and was subsequently followed by a surface diamond drilling program for a total of 1,289 feet. No economic values were encountered and the drilling was suspended.

Including the property payment of \$5,500 a total of \$23,479. has been expended on the Muskego property. The claims were returned in 1971 to the optionors.

Jutten Township, Sturgeon Lake Area, Patricia Mining Division, Ontario.

By agreement dated March 12, 1971 between the Company and Mid-North Engineering Services Limited (Mid-North), and a further agreement dated April 5, 1971, the Company acquired, for \$750 (cost to Mid-North) a 100% interest in 15 unpatented mining claims in the Patricia Mining Division of Ontario as follows: PA280973 to PA280982 both inclusive (10 claims) and PA285917 to PA285921 both inclusive (5 claims). The only persons or company having a greater than 5% interest in Mid-North are Arthur W. White, 72 Dunvegan Road, Toronto, Ontario, H. Rodney Heard, 464 Broadway Avenue, Toronto, Ontario and James Geddes, 1461 Mildmay Court, Mississauga, Ontario.

The Company's property is without a known body of commercial ore and the development plan is an exploratory search for ore only.

Access to the property is simplest by boat on Savant Lake from the Ignace to Pickle Crow highway 599. There is neither surface nor underground plant or equipment on the property.

A gold showing recorded on Ontario Government map P352 lies within the claim group near the north boundary. Further mineralized showings three miles to the east of the property, also one and a half miles to the south and west and also further to the southwest lie on the north side of a northeast trending contact between folded volcanic rocks and intrusive granite. The showings are generally of copper, lead, zinc, silver and gold.

A program of electromagnetic and magnetic surveying accompanied by surface examination and mapping was carried out followed by 983 feet of diamond drilling.

The following is a summary of a report to management by H. Grant Harper P.G.A.C., P. Eng., whose full report dated August 30, 1972 is available in the public file of the Ontario Securities Commission:

A program of electromagnetic and magnetic surveying accompanied by surface examination and mapping was carried out followed by 983 feet of diamond drilling.

The surface examination covered the cleaning out, re-blasting and sampling of some of the old trenches. The trenches covering the quartz veins extended over a strike length of about 700 feet. The best sample result was a grab sample which assayed 1.58 ounces of Gold per ton. Other assays of interest were 0.26, 0.42, 0.12, and 0.15 ounces of gold per ton. There were of course, many lower results but the good results are concentrated near the southwest end of the trenched area.

The geophysics and diamond drilling carried out were aimed at discovering the base metal potential of the property, however, in view of the upward trending gold price in the free market it is recommended that United Macfie should re-examine its property, particularly to the south and west of the trenched area where the gold values are or definite interest.

A total of \$14,115 has been expended on the Jutten Township property.

It is intended to carry out the above recommendations should sufficient funds become available from this present offering of treasury shares.

Dasserat Township, Rouyn-Noranda Mining Division, Province of Quebec.

By an agreement dated August 18, 1972, made with Peter Gizewski, 150 - 19th Avenue, Richmond Hill, Ontario, (Vendor) the Company acquired from the Vendor a 90% interest in 26 unpatented claims located in Dasserat Township, Rouyn-Noranda Mining Division, Province of Quebec for the following consideration:

\$2,500 payable forthwith  
and  
\$7,500 payable on acceptance for filing of a  
prospectus by the appropriate authorities  
in Ontario.

The claims (hereinafter referred to as the "property") consist of six (6) prospectors' licences issued 13 July, 1972 as follows:

325717	Claims 1 to 5 inclusive,	Staked 17 July 1972	( 5 Claims)
325718	Claims 1 to 5 inclusive,	Staked 14 July 1972	( 5 Claims)
325719	Claims 1, 2, 4 & 5	Staked 15 July 1972	( 4 Claims)
325719	Claim 3	Staked 2 August 1972	( 1 Claim )
325720	Claims 1 to 4 inclusive,	Staked 17 July 1972	( 4 Claims)
325720	Claim 5	Staked 2 August 1972	( 1 Claim )
325721	Claims 1 to 5 inclusive,	Staked 17 July 1972	( 5 Claims)
325763	Claim 2	Staked 2 August 1972	( 1 Claim )
			(26 Claims)

The property was staked by Paul Martin, Unit 38, 451 West Street North, Orillia, Ontario. To the knowledge of the signatories hereto only Paul Martin, other than the Vendor aforesaid, received, or will receive a greater than 5% interest in the consideration for the property.

The Company's property is without a known body of commercial ore and the proposed development program is an exploratory search for ore only. There is no surface or underground plant or equipment on the property.

The Company proposes to finance its business ventures by sale of unissued treasury shares (see heading - THE OFFERING).

The following is a summary of a report to management by W. W. Beaton, B.Sc., P. Eng., whose full report dated September 5, 1972 is available in the public file of the Ontario Securities Commission.

The property is located in Ranges I and II of Dasserat Township at the north end of Opasatica Lake. A motor road 1,000 feet long, south off Highway 95 at a point approximately 15 miles west of Noranda gives easy access to the property. Adjacent to the east of the property is a group optioned to Atlantic Tungsten Corporation Limited.

Although drill records are not available it is known that in 1937 Gignac Gold Mines explored some of the property for gold. Trenching revealed numerous quartz veins and lenses. Subsequent channel samples taken by geologists of the Quebec Bureau of Mines yielded traces of gold.

In 1954 Bellren Mining Corporation drilled 8 holes on the property of which the logs are available with Mr. W. W. Beaton's report. Copper, lead, zinc and silver are evident in many of the intersections but with copper in the range of 14 to 16 cents per pound no commercial values were obtained.

Numerous mineralized shears on the property vary in width from a few inches to ten or more feet in which chalcopyrite associated with minor galena and sphalerite occur. In Mr. W. W. Beaton's opinion the drilling was concentrated on only one of these shears but other surface showings that would have better promise have never been followed up.

The favourable geology and the numerous shears with copper mineralization makes this group one that warrants further investigation.

Mr. Beaton recommends an initial surface program of geophysical surveying to search for sulphide concentrations at a cost of \$10,000 and if warranted to be followed by a diamond drilling programme.

The Company intends to carry out the surface programme as recommended.

#### USE OF PROCEEDS

The Company proposes to spend the funds to be raised by the sale of up to 500,000 treasury shares hereunder to cover the cost of purchase of the Dasserat Township property and to carry out the recommendations of W. W. Beaton, P. Eng. the Company's consulting engineer.

The Company will repay an advance of \$4,500 which provided the initial payment for the Dasserat property. Excess monies will form part of the general working capital of the Company out of which will be paid the existing liabilities of the Company and the expenses incidental to this offering which are estimated at \$2,500. Monies remaining in the Company's treasury, will be used for further development work, if warranted.

Monies will not be expended on any new properties acquired without an amendment to this prospectus being filed and accepted if the securities of the Company are then in the course of distribution to the

Prospectus. A Prospectus or amended Prospectus sent by prepaid mail is deemed conclusively to be received in the ordinary course of mail. The receipt thereof by a person or company acting as agent or who thereafter commences to act as agent of the purchaser shall be receipt by the purchaser of the date of the agent's receipt thereof; however, for purposes of the foregoing, a person or company is not considered to be acting as agent of the purchaser unless the person or company is acting solely as an agent of the purchaser and has not received and has no agreement to receive compensation from or on behalf of the Vendor with respect to the purchase and sale. This right of rescission is not available to a registrant or to a purchaser who sells or otherwise transfers beneficial ownership of the securities purchased before the expiration of the time within which rescission may be effected.

#### MANAGEMENT

The names of the Directors and Officers of the Company and the positions presently held are listed below:

<u>Name and Address</u>	<u>Position with Company</u>	<u>Principal Occupation</u>
Herbert Rodney Heard, 464 Broadway Avenue, Toronto, Ontario.	President & Director	Chartered Accountant, with Mid-North Engineering Services Limited over 5 years.
Keith Johnston Benner, 23 Bannan Avenue, Toronto 18, Ontario.	Vice-President & Director	Mining Engineer with Mid-North Engineering Services Limited over 5 years.
Harry Idris Miller, R. R. 1, King, Ontario.	Director	Mining Executive employed by Mid-North Engineering Services Limited since June 10, 1969. Previously and currently Vice-President of Brewis & White Limited.
James Geddes, 1461 Mildmay Court, Mississauga, Ontario.	Secretary & Director	Chartered Accountant with Mid-North Engineering Services Limited for more than 5 years.
Howard Samuel Dolson, 346 The West Mall, Etobicoke, Ontario.	Treasurer & Director	Accountant employed by Mid-North Engineering Services Limited since May, 1969. Prior thereto and since September, 1966, he was a registered representative with both Goodwin Harris & Company, and E. T. Lynch & Co Stock Brokers, Toronto.

#### REMUNERATION OF MANAGEMENT

Each Director of the Company will be paid a fee of \$25.00 for

each directors' meeting. No Officer will be paid a fee.

Mid-North Engineering Services Limited provide the Company with routine secretarial, administrative services and Head Office facilities for a fee not exceeding \$100.00 per month.

Stock options have been granted to the officers and directors for 150,000 shares at 12-1/2 cents per share: 30,000 shares each to H. Rodney Heard, James Geddes, Harry Idris Miller, Keith J. Benner and Howard S. Dolson. These options are open until August 30, 1974.

#### PROMOTER

Deebank Limited can be considered the promoter of the Company by reason of its ownership of 1,243,760 shares and is in a position to elect or cause to be elected a majority of the Directors of the Company and can be considered to have control of the Company now and in the foreseeable future.

#### AUDITORS

The Auditors of the Company are Gardner, McDonald & Co., 335 Bay Street, Toronto, Ontario.

#### REGISTRAR & TRANSFER AGENT

The Sterling Trusts Corporation, 372 Bay Street, Toronto, Ontario, is the stock registrar and transfer agent of the Company.

#### PRIOR SALES

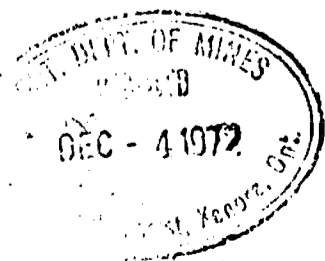
During the twelve months prior to this offer the Company sold no shares. \$3,944 was received from the sale of shares, as noted in the Statement of Source and Disposition of Funds, in January 1971, prior to the twelve month period required by this Item.

#### INTEREST OF MANAGEMENT AND OTHERS IN MATERIAL TRANSACTIONS

Mid-North Engineering Services Limited provides secretarial services and Head Office facilities for the Company at a cost of \$100.00 per month (referred to under the heading "REMUNERATION OF MANAGEMENT").

The only persons having a greater than 5% interest in Mid-North Engineering Services are Arthur Walter White, Herbert Rodney Heard and James Geddes. Arthur Walter White is also the President and a Director of Kam-Kotia Mines Limited and also Deebank Limited.

James Geddes, Secretary and a director of the Company is also Secretary-Treasurer and a director of Deebank Limited and is also Assistant Secretary and a director of Kam-Kotia Mines Limited, also Treasurer and a director of Mid-North Engineering Services Limited.





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AMENDMENT NO. 1

To Prospectus dated September 22, 1970

of

UNITED MACPHE MINES LIMITED

Suite 416, 25 Adelaide Street West  
Toronto, Ontario



The offering by the Prospectus covers 840,000 shares, 300,000 of which were treasury shares sold, on a best efforts basis, for \$48,004. 540,000 were a secondary offering (see Prospectus under caption "Principal Holders of Shares"). Of the secondary offering, Brewis & White has sold 60,000 shares, Mid-North Engineering Services Limited has sold none and Deebank Limited has sold none. In trading shares through registered security dealers, Deebank Limited has purchased 209,300 shares and sold 63,000 shares.

The secondary offering of shares by Mid-North Engineering Services Limited, Brewis & White Limited and Deebank Limited is now amended to 480,000 shares, the proceeds of which will not accrue to the Company. (See heading Principal Holders of Shares).

All the shares offered for sale will be offered through registered securities dealers at the market price from time to time.

With the funds available in its treasury the Company intends to explore a newly acquired property in the Savant Lake District of the Sturgeon Lake area, Patricia Mining Division and to continue the further exploration of its Muskego Township property.

THESE SECURITIES ARE SPECULATIVE

No securities commission or similar authority in Canada has in any way passed upon the merits of the securities offered hereunder, and any representation to the contrary is an offense.

This first amendment to the Prospectus is dated March 15, 1971.



AMENDMENT DATED MARCH 15, 1971

TO THE PROSPECTUS OF

UNITED MACFIE MINES LIMITED

To reflect an acquisition of property and sale of shares the Prospectus of United Macfie Mines Limited dated September 22, 1970, is amended as follows:

1. Under the heading "HISTORY AND BUSINESS"

- (a) The last paragraph of the section under the heading "MUSKEGO TOWNSHIP, PORCUPINE MINING DIVISION, DISTRICT OF SUDBURY, ONTARIO" is deleted and the following substituted therefor:

"The following is the summary of a report by Keith Johnston Benner, P.Eng., on work carried out on the property since November 2, 1970; "A programme of magnetometer and electro-magnetic surveying was carried out and was subsequently followed by a surface diamond drilling programme for a total of 1,289 feet. No economic values were encountered and the drilling was suspended." The report recommends that a surface study of the property should be undertaken after breakup is complete at an estimated cost of \$600.00. Including the initial payment of \$5,000 for the property, a total of \$21,655 has been expended in the programme."

- (b) The following is added:

"By an agreement dated January 26, 1971, made with Daniel Rochon, 147 Golden Avenue East, Apartment 3, Timmins, Ontario and Maurice Hibbard, 362 - 7th Avenue, Timmins, Ontario (hereinafter collectively called the optionors) the Company has acquired, for a consideration of \$500, a six months extension on each and every option payment as they appear in the agreement between the same parties dated September 1, 1970."

- (c) The following is added: JUTTEN TOWNSHIP, STURGEON LAKE AREA, PATRICIA MINING DIVISION, ONTARIO

By agreement dated 12th March, 1971, between the Company and Mid-North Engineering Services Limited ("Mid-North"), the Company acquired, for \$750 (cost to "Mid-North") a 90% interest in 15 unpatented mining claims in the Patricia Mining Division of Ontario as follows, PA280973 to PA280982 both inclusive (10 claims) and PA285917 to PA285921 both inclusive (5 claims). "Mid-North" retains an undivided and non-assessable 10% interest in the claims. The only persons or Company having a greater than 5% interest in "Mid-North" are Arthur W. White, 72 Dunvegan Road, Toronto, Ontario, H. Rodney Heard, 464 Broadway Avenue, Toronto, Ontario, and James Geddes, 1461 Mildmay Court, Clarkson, Ontario.

By a letter agreement dated 5 April, 1971, amending the abovementioned agreement dated 12 March, 1971, Mid-North Engineering Services Limited relinquishes unto United Macfie Mines Limited the 10% non-assessable interest in the 15 claim property. United Macfie therefore now owns a 100% interest in the Jutten Township property.

The Company's property is without a known body of commercial ore and the proposed development plan is an exploratory search for ore only.

Access to the property is simplest by boat on Savant Lake from Ignace Hwy. 599. There is no surface or underground plant



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or equipment on the property. Linecutting has been completed on a grid system having a baseline trending N55E with picket lines at 400 foot intervals trending N35W.

There is no exploration history of the property. A gold showing recorded on Ontario Government map P352 as located near the north boundary of the property may lie within the claim group. Further mineralized showings, three miles to the east of the property, one and a half miles to the south and west and also further to the southwest lie on the north side of a northeast trending contact between folded volcanic rocks and intrusive granite. The showings are generally of Copper, Lead, Zinc, Silver and Gold.

A programme of electromagnetic and magnetic surveying accompanied by surface examination and mapping is recommended at an estimated cost of \$6,500.00. The Company proposes to finance this programme with funds available in its treasury and surplus to Muskego Township property requirements.

A second phase of exploration, depending on the results of the above surveys, would be surface diamond drilling.

2. Under the heading "SECONDARY OFFERING" the figure of 540,000 is deleted and 480,000 is substituted therefor.
3. Under the heading "CAPITALIZATION" the following is added:

Subsequent to the sale of 300,000 treasury shares under the Prospectus dated 22 September, 1970, the following table reflects the outstanding capitalization as at the date of this amendment;

<u>Designation of Security</u>	<u>Amount Authorized by Letters Patent</u>	<u>Amount Outstanding as at date of this Amendment</u>
Common	5,000,000	3,025,000
(\$1.00 par value)	\$5,000,000	\$ 579,155

4. Under the heading "INTEREST OF MANAGEMENT AND OTHERS IN MATERIAL TRANSACTIONS" delete the second paragraph starting "The only person etc..." and substitute therefor:

"The only persons having a greater than 5% interest in Mid-North Engineering Services are Arthur Walter White, Herbert Rodney Heard and James Geddes. Arthur Walter White is also the President and a Director of Kam-Kotia Mines Limited and a director and major shareholder in Brewis & White Limited."

5. Under the heading "PRINCIPAL HOLDERS OF SHARES" delete everything beneath this heading and substitute therefor:

PRINCIPAL HOLDERS OF SHARES

Set forth hereunder are particulars of the present principal holders of shares of the Company as of 28th February, 1971:

<u>Name &amp; Address</u>	<u>Class of Security</u>	<u>Type of Ownership</u>	<u>No. of Shares Owned</u>	<u>Percent- age of Class</u>	<u>No. of Shares to be owned after Offering</u>	<u>Percent. of class to be retained after Offering</u>
Deebank Limited, 25 Adelaide St. W. Toronto, Ontario.	Common shares \$1.00 par	Of record and bene- ficially	1,232,760	45.24%	872,760	28.85%
Brewis & White Limited, 25 Adelaide St. W. Toronto, Ontario.	"	"	83,085	2.90%	53,085	1.75%
Mid-North Engineering Services Limited, 25 Adelaide St. W. Toronto, Ontario.	"	"	138,850	5.10%	48,850	1.61%
A. W. White, 72 Dunvegan Road, Toronto, Ontario.	"	"	1,000	.04%	1,000	.03%

NOTE: A. W. White holds a greater than 95% interest in Brewis & White Limited and a greater than 50% interest in Mid-North Engineering Services Limited. Deebank Limited is a wholly-owned subsidiary of Kam-Kotia Mines Limited.

6. Under the heading "MATERIAL CONTRACTS" delete all and substitute therefor:

"The only material contracts entered into by the Company within the two years prior to the date hereof are as follows:

- (1) Agreement dated the 1st September, 1970, between the Company and Daniel Rochon and Maurice Hibbard referred to under the heading "HISTORY AND BUSINESS" on Page 1 of the Prospectus.
- (2) Agreement dated 26 January, 1971, between the Company and Daniel Rochon and Maurice Hibbard referred to under the heading "HISTORY AND BUSINESS" Amendment No. 1 (b).
- (3) Agreement dated 12 March, 1971 and amending Letter agreement dated 5 April, 1971, between the Company and Mid-North Engineering Services Limited referred to under the heading "HISTORY AND BUSINESS" Amendment No. 1 (c).

During the primary distribution of securities offered by this prospectus, copies of the aforementioned agreements may be inspected at the Head Office of the Company during normal working hours."

STATEMENT OF SOURCE & DISPOSITION OF FUNDS  
For the period September 1, 1970 to February 28, 1971  
(unaudited)

Source of Funds

Sale of 300,000 shares of capital stock for Cash	\$48,004
Interest earned	<u>249</u>
	<u>\$48,253</u>

Disposition of Funds

Deferred exploration expenditures		
Option payments re. Muskego Twp. property	\$5,500	
Diamond drilling	9,112	
Professional Services & Consultants fees	1,361	
Linecutting & Geophysical surveys	3,990	
Assaying	1,167	
General Expenses	<u>525</u>	\$21,655
Administrative expenses		
Administrative services	\$ 600	
Legal and audit fees	300	
Transfer agents fees & expenses	1,235	
Directors fees	250	
Prospectus preparation & printing	1,250	
General Office Expenses	998	
Commission on sale of Capital Stock	<u>1,125</u>	<u>5,759</u>
		<u>\$27,413</u>
INCREASE IN WORKING CAPITAL		\$20,840
Working capital deficit, August 31, 1970		<u>2,620</u>
WORKING CAPITAL, FEBRUARY 28, 1971		<u>\$18,220</u>

Approved on behalf of the Board:

*H. R. Heard*  
H. R. HEARD

*J. Geddes*  
J. GEDDES

THERE HAVE BEEN NO OTHER MATERIAL CHANGES SINCE SEPTEMBER 22, 1970.

The foregoing together with the Prospectus dated September 22, 1970, constitutes full, true and plain disclosure of all material facts relating to the securities offered by this Prospectus as required by The Securities Act, 1966 and the regulations thereunder.

DATED this 15th day of March, 1971.

*Herbert Rodney Heard*

HERBERT RODNEY HEARD  
President  
Chief Executive Officer

*Harry Idris Miller*  
Harry Idris Miller  
Director

*James Geddes*

JAMES GEDDES  
Secretary-Treasurer  
Chief Financial Officer

*Keith Johnston Benner*  
Keith Johnston Benner  
Director

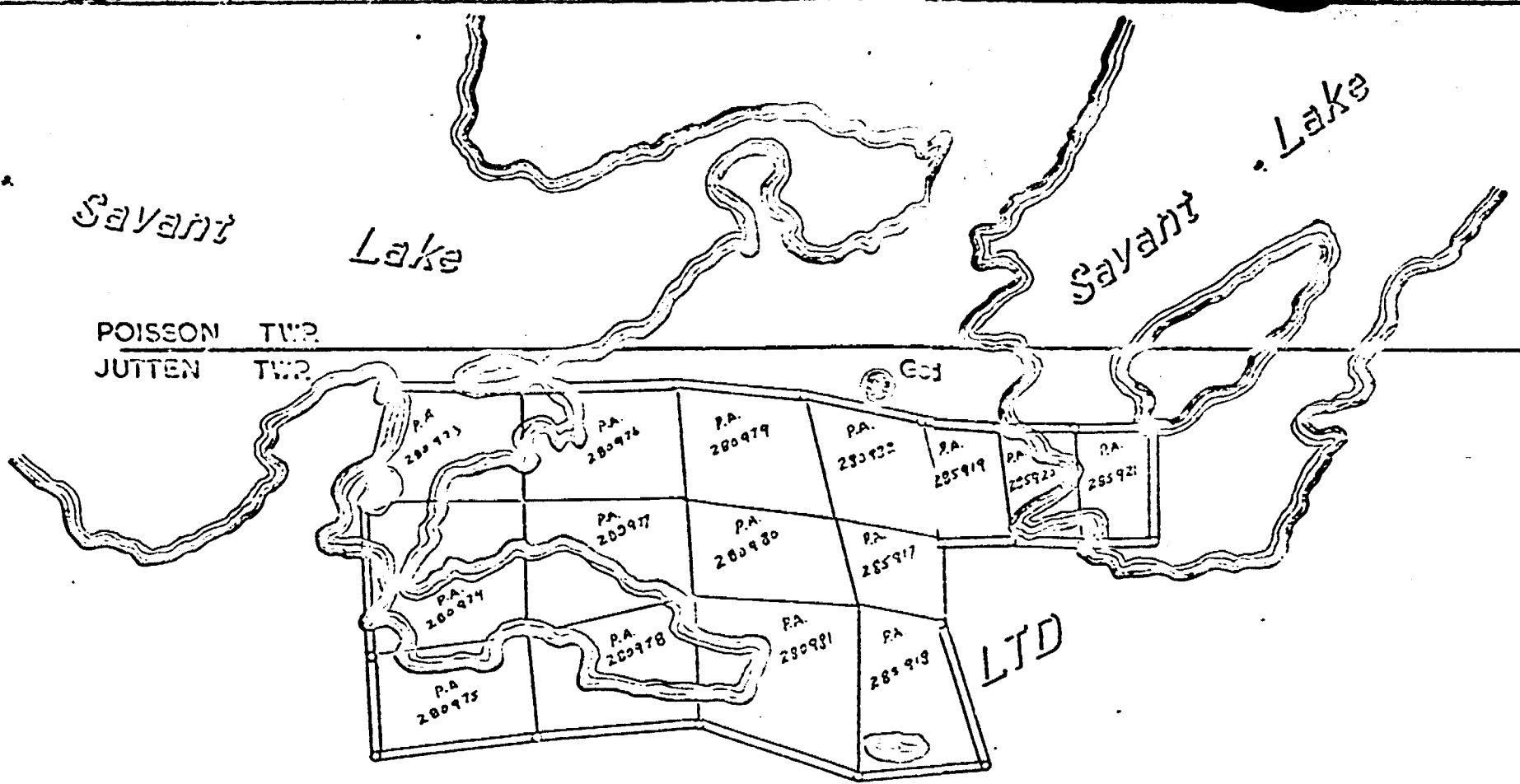
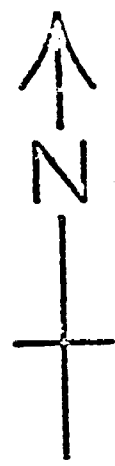
PROMOTER



DEEBANK LIMITED

*Herbert Rodney Heard*

President Herbert Rodney Heard

*James Geddes*  
Secretary-Treasurer James Geddes



- LEGEND
-  VOLCANIC ROCKS
  -  MINERAL OCCURRENCE

NORANDA

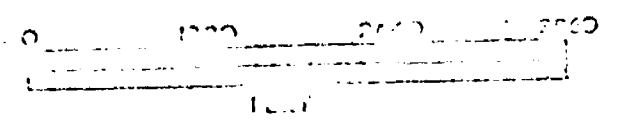
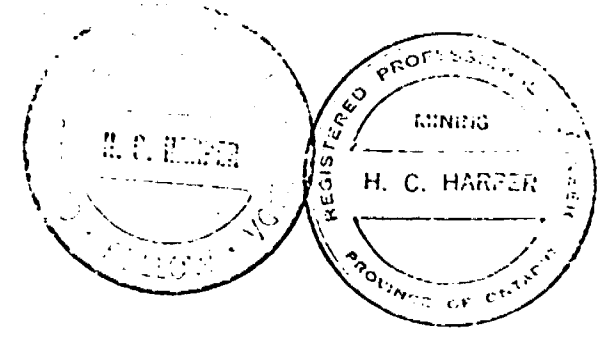
MINES

LTD

 Gold  
Lead

UNITED MACFL MINES LTD

STURGEON - SAVANT LAKE AREA



DATE MAR 8 71 SIGNED *H. C. Harper*