Final Report on

Livingstone Creek Placer Project
Whitehorse Mining District, Yukon Territory

YMEP16-025

Target Evaluation Module

By

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Geoplacer Exploration Ltd.

with contributions from

Kryotek Arctic Innovation Inc.

and

47129 Yukon Inc.

Location of property: 61°20'35"N to 61°22'28"N and 134°19'53"W to 134°22'19"W
NTS map sheet: 105E/08
Mining District: Whitehorse
Date: December 23, 2016

Table of Contents

List of Figures

List of Tables

List of Plates

Executive Summary

This is the final report in support of grant YMEP16-025 under the Yukon Mineral Exploration Program, Target Evaluation Module, for the Livingstone Placer Project, a Joint Venture between Geoplacer Exploration Ltd. and Kryotek Arctic Innovation Inc. This project was previously the recipient of a grant (YMEP15-041) for exploration in 2015.

The Livingstone Creek project area is in the south-central part of the Yukon, and lies approximately 90 km by air northeast of Whitehorse and 50 km east of Lake Laberge. Although Yukon Government royalty records show only about 18,000 ounces credited from Livingstone area creeks to 2014, the actual production is estimated to be at least 60,000 ounces. The Livingstone Creek area was first prospected in 1894 and mined shortly after. Mining has been intermittent since then, with the majority of activity taking place between 1898 and 1920.

The Livingstone District is underlain primarily by metasedimentary and meta-igneous rocks of Yukon-Tanana Terrane, and is bounded on the west with late Paleozoic volcanic and sedimentary rocks (Semenof Formation) along the Big Salmon Fault. Several bedrock mineral occurrences are noted in the area. The placer gold-bearing creeks in the Livingstone area are characterized by a sequence of interglacial stream gravels which are overlain by McConnell-age glaciolacustrine silts, glaciofluvial deltaic sandy gravel and boulder-rich glacial till.

Placer gold in the Livingstone district is characteristically coarse, with the largest reported nugget weighing over 39 ounces. A third of the gold mined from the Discovery claim on Livingstone Creek was comprised of nuggets over an ounce in weight. The fineness of placer gold on Livingstone Creek has been reported to be 880 and higher.

Most of the Livingstone area has not seen methodical exploration for placer deposits using modern technology, and it is likely that there is more than one mineral deposit type which may serve as a potential source for placer gold. Many or most of these mineral occurrences remain undiscovered, due to a lack of outcrop and the presence of thick glacial overburden.

The two-stage exploration program in 2016 consisted of resistivity geophysical surveys and staking of the prospecting leases to placer claims, followed by ground-penetrating radar surveys and hand test-pitting. The resistivity geophysical surveys appeared to show distinctive channels on both forks of Summit Creek. Bedrock was interpreted from the resistivity surveys to be 4 to 6 metres deep on the Summit claims, and 5 to 6 metres on the Max claims. In contrast, the ground penetrating radar surveys on the Max claims appeared to indicate paleochannels at depths of 11 m to 16 m below surface. The ground penetrating radar surveys on the Summit claims were more correlative to the resistivity results, with indicated paleochannels at depths from 7 m to 11 m below surface. The locations of the resistivity and ground penetrating radar surveys were not overlapping, so this would have affected the ability to directly correlate these methods with each other. Regardless, these results indicate relatively shallow targets which are promising locations to test for placer gold.

Although the test pitting was very limited in scope and size on both the Max claims and the Summit claims, significant amounts of fine gold were encountered, along with associated magnetite and other heavy minerals. The association of magnetite with placer gold values indicates that a ground magnetometer survey would be useful in identifying paleochannels along the valley, so this is recommended. This should be followed up by excavator test-pitting or drilling of magnetic anomalies, especially where these may coincide with paleochannels that have been indicated by the ground penetrating radar surveys. Samples processed should be at least 10 cubic metres in volume each, and taken at progressively deeper intervals until reaching the bedrock contact. Should favourable results be obtained in the bulk testing phase, full-scale mining should be initiated.

Introduction

This is the final report in support of grant YMEP16-025 under the Yukon Mineral Exploration Program, Target Evaluation Module, for the Livingstone Placer Project, a Joint Venture between Geoplacer Exploration Ltd. and Kryotek Arctic Innovation Inc. This project was previously the recipient of a grant (YMEP15-041) for exploration in 2015.

Location and Access

Livingstone Creek placer district lies in the south-central part of the Yukon, approximately 90 km by air northeast of Whitehorse and 50 km east of Lake Laberge (Figure 1, Figure 2).

The extent of the current property is 61°20'35"N to 61°22'28"N and 134°19'53"W to 134°22'19"W; on NTS map sheet 105E/08, in the Whitehorse Mining District. Livingstone Creek and Summit Creek are both right limit tributaries of the South Big Salmon River (Figure 3).

Access to the property from Whitehorse can be gained by fixed-wing, helicopter or winter road. The winter road crosses the Teslin River and is available usually only at the height of the winter season.

There are several intermittently-maintained bush airstrips in the area. Several all-terrain vehicle suitable trails traverse the field area and connect Livingstone Creek to the local airstrips. A 1700 metre airstrip is situated in the South Big Salmon river valley near Lake Creek. The geographic coordinates of that airstrip are 61°21'58"N and 134°22'19"W. Another, unknown quality airstrip approximately 1 km in length is located at the mouth of Martin Creek at geographic coordinates 61°18'14"N and 134°19'42"W. Finally, a 700-metre-long airstrip of unknown condition is located at the mouth of May Creek, at geographic coordinates 61°16'19"N and 134°10'16"W.

Personnel and Dates of Work

The resistivity geophysical surveys were conducted by Kryotek Arctic Innovation Inc. on August 18, 2016. The test pitting was conducted by Kryotek Arctic Innovation Inc. on October 4 and 5, 2016. The ground penetrating radar surveys were conducted by Boris Logutov of 47129 Yukon Inc. on October 4 and 5, 2016. Data compilation and final YMEP report was completed by William LeBarge of Geoplacer Exploration Ltd.

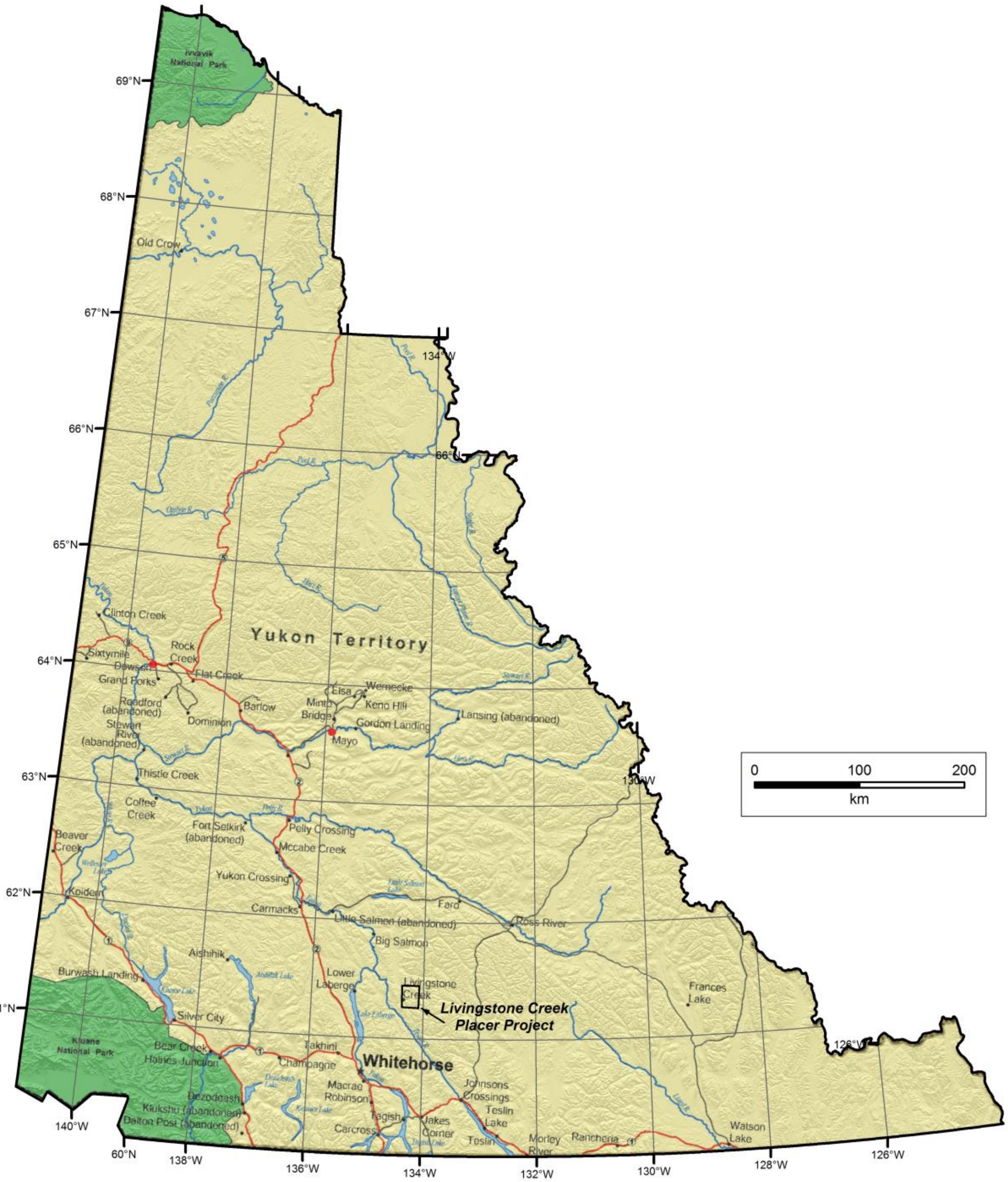


Figure 1 - General Location of the Livingstone Project, Yukon.

Placer Tenure

On October 8, 2015, placer prospecting lease IW00485 was staked in the name of Kryotek Arctic Innovation Inc., and placer prospecting lease IW00484 was staked in the name of William LeBarge. After completion of the first year of assessment requirements, prospecting lease IW00485 was staked into the Max 1-18 claims, and prospecting lease IW00484 was transferred to Geoplacer Exploration Ltd. and staked into the Summit 1-13 placer claims. Table 1 details the current claim status of the Summit Creek properties owned by Geoplacer Exploration Ltd. and Kryotek Arctic Innovation Inc.

Table 1 – Placer Claim Status, Summit Creek

Grant Number	Claim Name	Claim Owner	Staking Date	Recording Date	Expiry Date	Status	Former Lease Number	NTS Map Number
P 510877	SUMMIT 1	Geoplacer Exploration Ltd - 100%	10/2/2016	10/3/2016	10/3/2017	Active	IW00484	105E/08
P 510878	SUMMIT 2	Geoplacer Exploration Ltd - 100%	10/2/2016	10/3/2016	10/3/2017	Active	IW00484	105E/08
P 510879	SUMMIT 3	Geoplacer Exploration Ltd - 100%	10/2/2016	10/3/2016	10/3/2017	Active	IW00484	105E/08
P 510880	SUMMIT 4	Geoplacer Exploration Ltd - 100%	10/2/2016	10/3/2016	10/3/2017	Active	IW00484	105E/08
P 510881	SUMMIT 5	Geoplacer Exploration Ltd - 100%	10/2/2016	10/3/2016	10/3/2017	Active	IW00484	105E/08
P 510882	SUMMIT 6	Geoplacer Exploration Ltd - 100%	10/2/2016	10/3/2016	10/3/2017	Active	IW00484	105E/08
P 510883	SUMMIT 7	Geoplacer Exploration Ltd - 100%	10/2/2016	10/3/2016	10/3/2017	Active	IW00484	105E/08
P 510884	SUMMIT 8	Geoplacer Exploration Ltd - 100%	10/2/2016	10/3/2016	10/3/2017	Active	IW00484	105E/08
P 510885	SUMMIT 9	Geoplacer Exploration Ltd - 100%	10/2/2016	10/3/2016	10/3/2017	Active	IW00484	105E/08
P 510886	SUMMIT 10	Geoplacer Exploration Ltd - 100%	10/2/2016	10/3/2016	10/3/2017	Active	IW00484	105E/08
P 510887	SUMMIT 11	Geoplacer Exploration Ltd - 100%	10/2/2016	10/3/2016	10/3/2017	Active	IW00484	105E/08
P 510888	SUMMIT 12	Geoplacer Exploration Ltd - 100%	10/2/2016	10/3/2016	10/3/2017	Active	IW00484	105E/08
P 510889	SUMMIT 13	Geoplacer Exploration Ltd - 100%	10/2/2016	10/3/2016	10/3/2017	Active	IW00484	105E/08
P 510859	MAX 1	Kryotek Arctic Innovation Inc. - 100%	10/2/2016	10/3/2016	10/3/2017	Active	IW00485	105E/08
P 510860	MAX 2	Kryotek Arctic Innovation Inc. - 100%	10/2/2016	10/3/2016	10/3/2017	Active	IW00485	105E/08
P 510861	MAX 3	Kryotek Arctic Innovation Inc. - 100%	10/2/2016	10/3/2016	10/3/2017	Active	IW00485	105E/08
P 510862	MAX 4	Kryotek Arctic Innovation Inc. - 100%	10/2/2016	10/3/2016	10/3/2017	Active	IW00485	105E/08
P 510863	MAX 5	Kryotek Arctic Innovation Inc. - 100%	10/2/2016	10/3/2016	10/3/2017	Active	IW00485	105E/08
P 510864	MAX 6	Kryotek Arctic Innovation Inc. - 100%	10/2/2016	10/3/2016	10/3/2017	Active	IW00485	105E/08
P 510865	MAX 7	Kryotek Arctic Innovation Inc. - 100%	10/2/2016	10/3/2016	10/3/2017	Active	IW00485	105E/08
P 510866	MAX 8	Kryotek Arctic Innovation Inc. - 100%	10/2/2016	10/3/2016	10/3/2017	Active	IW00485	105E/08
P 510867	MAX 9	Kryotek Arctic Innovation Inc. - 100%	10/2/2016	10/3/2016	10/3/2017	Active	IW00485	105E/08
P 510868	MAX 10	Kryotek Arctic Innovation Inc. - 100%	10/2/2016	10/3/2016	10/3/2017	Active	IW00485	105E/08
P 510869	MAX 11	Kryotek Arctic Innovation Inc. - 100%	10/2/2016	10/3/2016	10/3/2017	Active	IW00485	105E/08
P 510870	MAX 12	Kryotek Arctic Innovation Inc. - 100%	10/2/2016	10/3/2016	10/3/2017	Active	IW00485	105E/08
P 510871	MAX 13	Kryotek Arctic Innovation Inc. - 100%	10/2/2016	10/3/2016	10/3/2017	Active	IW00485	105E/08
P 510872	MAX 14	Kryotek Arctic Innovation Inc. - 100%	10/2/2016	10/3/2016	10/3/2017	Active	IW00485	105E/08
P 510873	MAX 15	Kryotek Arctic Innovation Inc. - 100%	10/2/2016	10/3/2016	10/3/2017	Active	IW00485	105E/08
P 510874	MAX 16	Kryotek Arctic Innovation Inc. - 100%	10/2/2016	10/3/2016	10/3/2017	Active	IW00485	105E/08
P 510875	MAX 17	Kryotek Arctic Innovation Inc. - 100%	10/2/2016	10/3/2016	10/3/2017	Active	IW00485	105E/08
P 510876	MAX 18	Kryotek Arctic Innovation Inc. - 100%	10/2/2016	10/3/2016	10/3/2017	Active	IW00485	105E/08

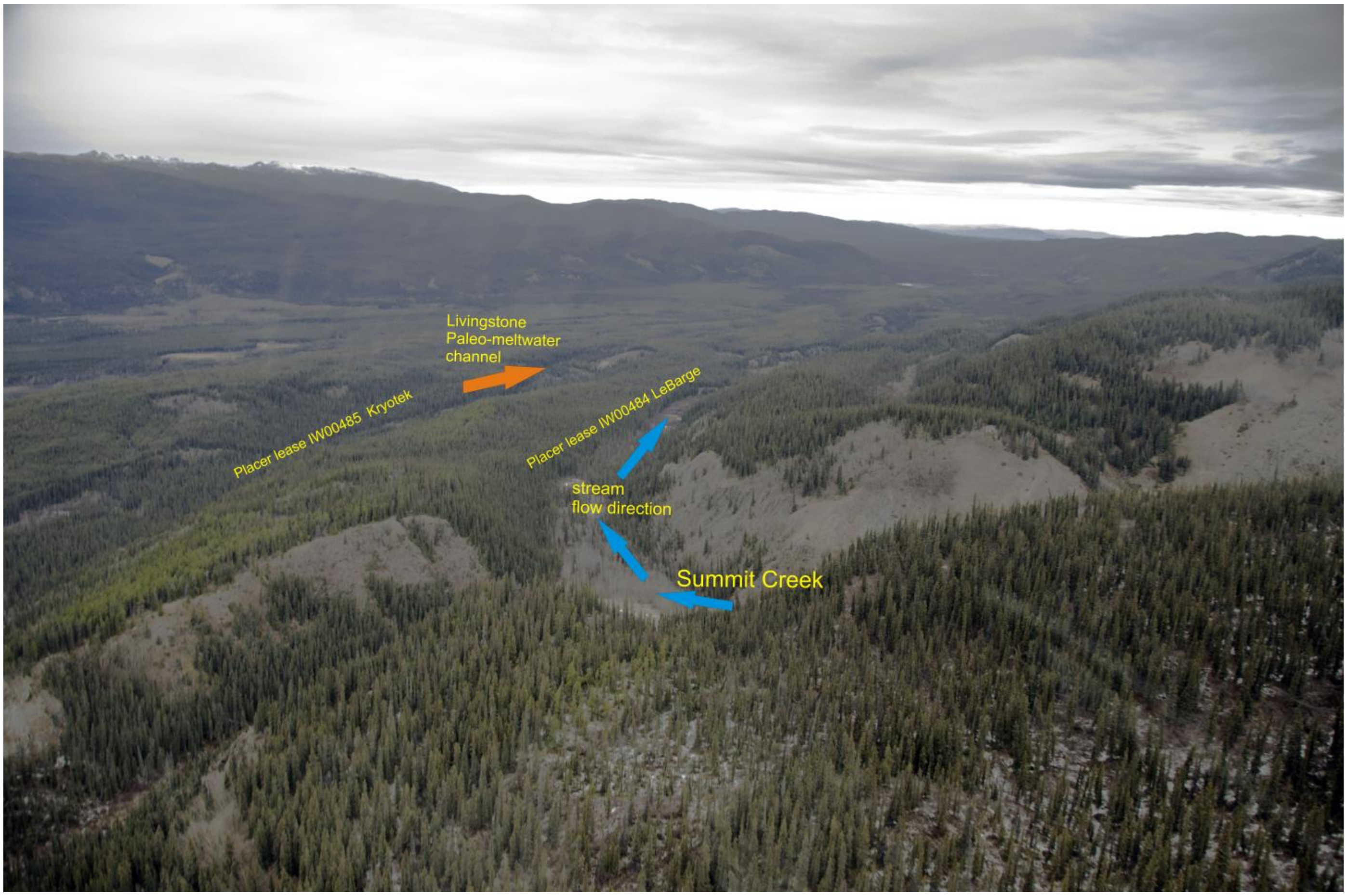


Plate 1 - View of Summit Creek in the vicinity of placer claims Summit 1-13 (formerly placer lease IW00484) and Max 1-18 (formerly placer lease IW00485), looking north-northwest. Photo taken October 8, 2015.

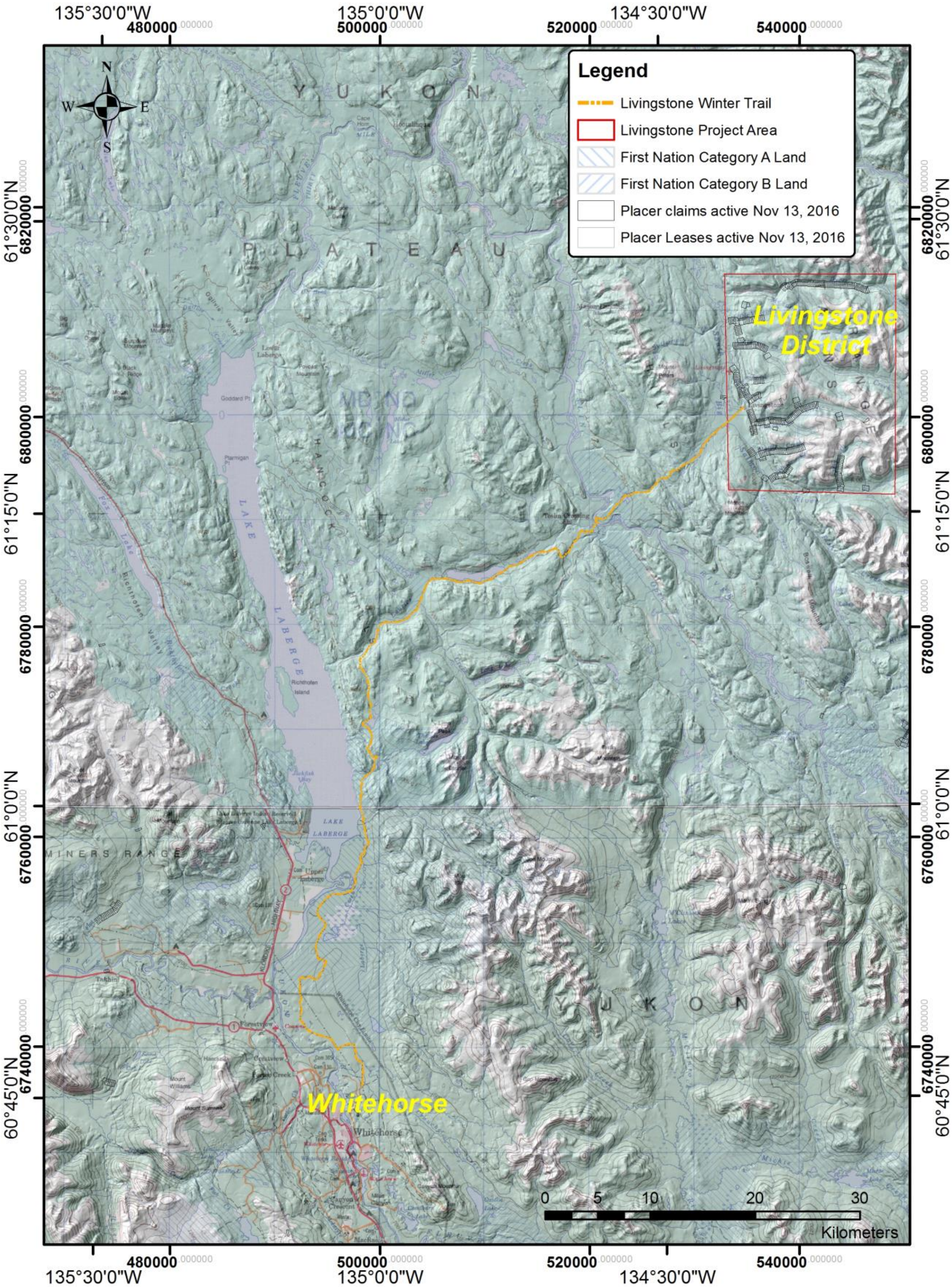


Figure 2 - Location of Livingstone Placer Project, 90 km northwest of Whitehorse. Detailed location map in Figure 3, following.

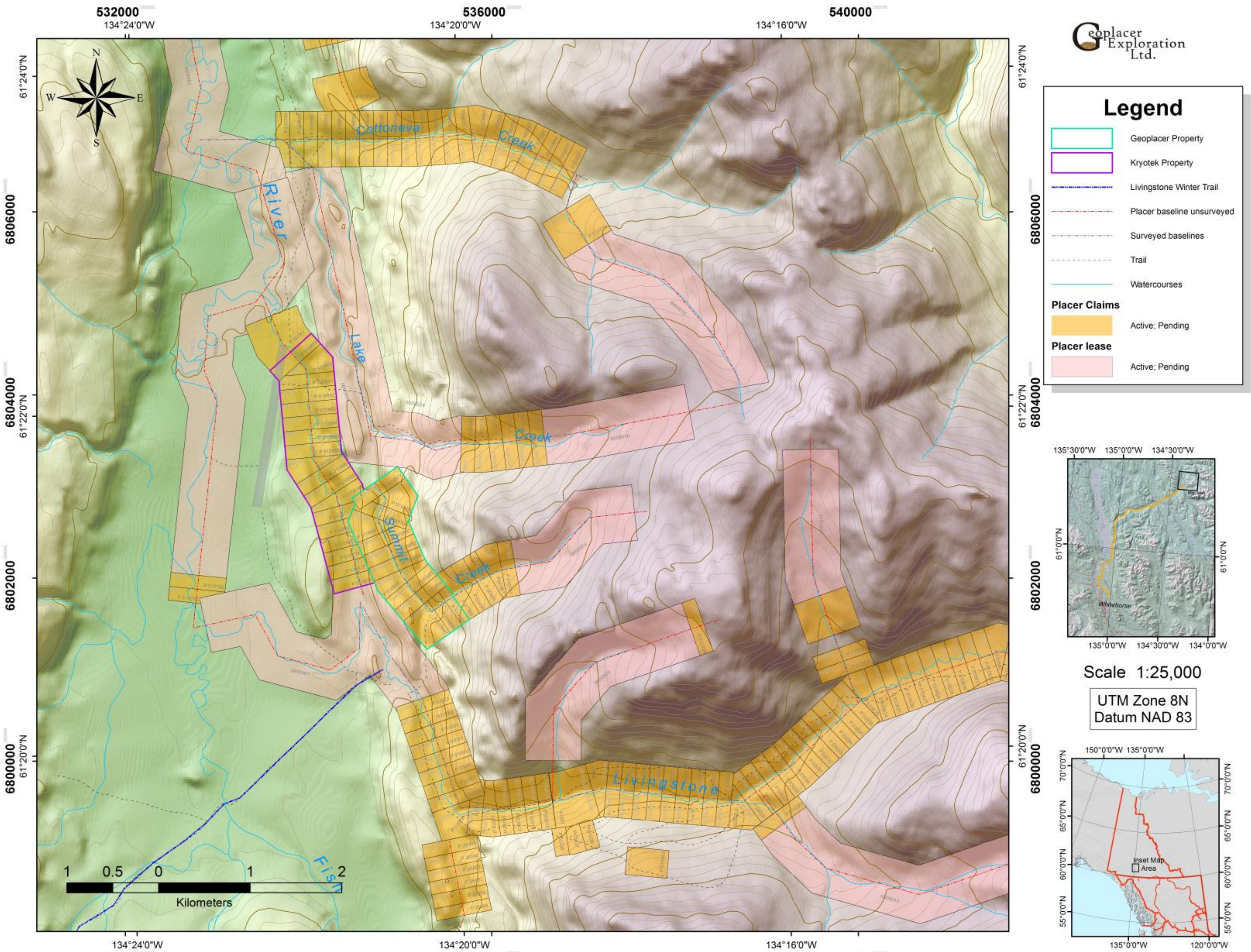


Figure 3 – Summit Creek/Livingstone Area placer claims including the Geoplacer Exploration Ltd. and Kryotek Arctic Innovation Inc. placer properties.

History of Exploration and Mining

Although Yukon Government royalty records show only about 18,000 ounces credited from Livingstone area creeks to 2014 (Yukon Mining Recorder, 2014), the actual production is known to be several times higher. One of the reasons is that since most of the gold from Livingstone creeks is coarse, the modern market is mainly local jewelers and collectors, who would not be intending to export the raw gold out of the Yukon. Since placer gold which is sold for use within the Yukon is not required to have royalties paid, it is often not recorded in any government ledgers.

The Livingstone Creek area was first prospected in 1894 by Joseph E. Peters (LeBarge, 2007). In 1898, Mr. Peters returned to the area with Mr. George Black and together they discovered gold on the Livingstone Creek itself, naming it after Black's friend M. Livingstone. That year, in the four weeks before freeze-up, they mined about 200 ounces. Bostock (1957) mentions that that production between 1898 and 1920 produced over $1,000,000 in placer gold, which roughly calculates to 46,000 troy crude ounces using a gold price of $19/ounce and a fineness of 880. Cairnes (1910) stated that the claims on the “old channel” on Livingstone Creek had produced, on the average, about $25,000 (1157 troy crude ounces) each. The total production in 1906 was about $90,000 (4168 troy crude ounces). Discovery Claim is stated to have yielded $11,000 (509 troy crude ounces) in 1900.

Interest in the Livingstone area was revived by T. Kerruish's new discovery on Lake Creek in 1930; and during the 1930's there were 10 to 15 men on Livingstone Creek each year involved in mining a buried left limit channel and "sniping" on the worked over ground in the canyon (Bostock and Lees, 1938).

During the 1940's, J. Stenbraten held much ground on Livingstone Creek, but most of his work was preparatory in nature and little gold was produced (LeBarge, 2007).

During the late 1950s and early 1960s L. Engle and C. Emminger prospected on Livingstone’s Discovery Claim. In 1961 G. Murdock and J. Ballentine prospected on the creek. In 1967 M. Fuerstner and E. Kreft staked a one mile lease. Max Fuerstner Jr. took over the mining from Max Sr. in the 1980's. Mining has been intermittent since then, with the most recent mining activity on Livingstone Creek taking place in the late 1990's. Seismic refraction was attempted on some placer leases upstream of the canyon in 1981, but was unsuccessful due to attenuation by permafrost (LeBarge, 2007).

Summit Creek was probably discovered in 1898 at the same time as the other area creeks (LeBarge, 2007). McConnell states that in 1900, gold valued at more than $1,200 was taken from Summit Creek; overall the creek is reported to have yielded more than $30,000 in gold. In August 1905, a nugget weighing approximately 39 oz was reportedly found there. Miners during the 1930's reportedly found and worked a right limit channel, and production to 1938 was estimated at 1500 oz. During the late 1940's and early 1950's L. Engle and J. Geary worked on Summit Creek. In 1960, G. Murdoch and J. Ballentine were active, and in 1973 G. Asuchak did small amounts of stripping. Ron Asuchak mined intermittently on a small scale including underground in the 1990’s on Summit Creek, and reported royalties on 43 oz in 1993.

Regional Bedrock Geology

Yukon-Tanana terrane is an accreted pericratonic sequence that covers a large part of the northern Cordillera from northern British Columbia to east-central Alaska (Colpron and Nelson, 2006; Figure 4). The Livingstone District is underlain primarily by metasedimentary and meta-igneous rocks of Yukon-Tanana Terrane, and is bounded on the west with late Paleozoic volcanic and sedimentary rocks (Semenof Formation) along the Big Salmon Fault. The Semenof block is assigned to Quesnellia Terrane, and those units are bounded on the west by metasedimentary rocks of the Stikinia terrane (Colpron, 2005, 2006). The eastern part of the Livingstone Creek area is dissected by the north-striking d'Abbadie fault zone. Metasedimentary rocks in the east and northeast part of the area were previously assigned to Cassiar Terrane; however Colpron (2006) has assigned them to Yukon Tanana Terrane.

Local Bedrock Geology and Mineral Occurrences

East and north of the South Big Salmon River lie five successions of metasedimentary and metavolcanic rocks: the Snowcap complex, and the Livingstone Creek, Mendocina, Last Peak and Dycer Creek successions (Colpron, 2005, 2006; Figure 5). These occur in two structural domains separated by d'Abbadie fault. The Dycer Creek succession occurs east of the fault while all other successions occur west of the fault (Figure 5; Colpron, 2006).

Figure 5 shows that the area between the upper reaches of Livingstone Creek and the middle reaches of May Creek is dominated by metasedimentary rocks of the Snowcap complex; which are in turn intruded by strongly foliated and locally gneissic Early Mississippian tonalite to granodiorite. Along a north-south trend between the upper-most reaches of Livingstone Creek and the South Big Salmon River, lays metavolcanics, metasediments and marble of the Livingstone Creek succession; and serpentinized peridotite and greenstone of the Mendocina succession (Colpron, 2006).

Several bedrock mineral occurrences are noted in the area (Yukon Minfile, 2014). These are given in Table 2, below.

Table 2 - Mineral Occurrences (MINFILE) of the Livingstone Creek area.

MINFILE NUMBER	NAME	DEPOSIT TYPE	STATUS	PRODUCER	COMMODITY
105E 001	**LIVINGSTON**	**Vein Polymetallic Ag-Pb-Zn+/-Au**	**Showing**	**N**	**Copper, Silver, Lead, Gold**
105E 020	**SYLVIA**	**Vein Polymetallic Ag-Pb-Zn+/-Au**	**Showing**	**N**	**Copper, Gold, Zinc, Silver, Lead**
105E 042	**LAKE**	**Vein Au-Quartz**	**Showing**	**N**	**Gold**
105E 043	**GERM**	**Unknown**	**Anomaly**	**N**	**Gold**
105E 047	**MAYBE**	**Unknown**	**Anomaly**	**N**	**Gold, Lead**
105E 053	**DEET**	**Vein Polymetallic Ag-Pb-Zn+/-Au**	**Showing**	**N**	**Antimony, Gold, Arsenic, Lead, Silver, Zinc**
105E 049	**LITTLE VIOLET**	**Unknown**	**Unknown**	**N**	
105E 063	**NICKELINE**	**Ultramafic - Nickel**	**Showing**	**N**	**Antimony, Cobalt, Nickel, Arsenic**
105E 054	**TRERICE**	**Unknown**	**Unknown**	**N**	
105E 056	**BRENDA**	**Unknown**	**Unknown**	**N**	

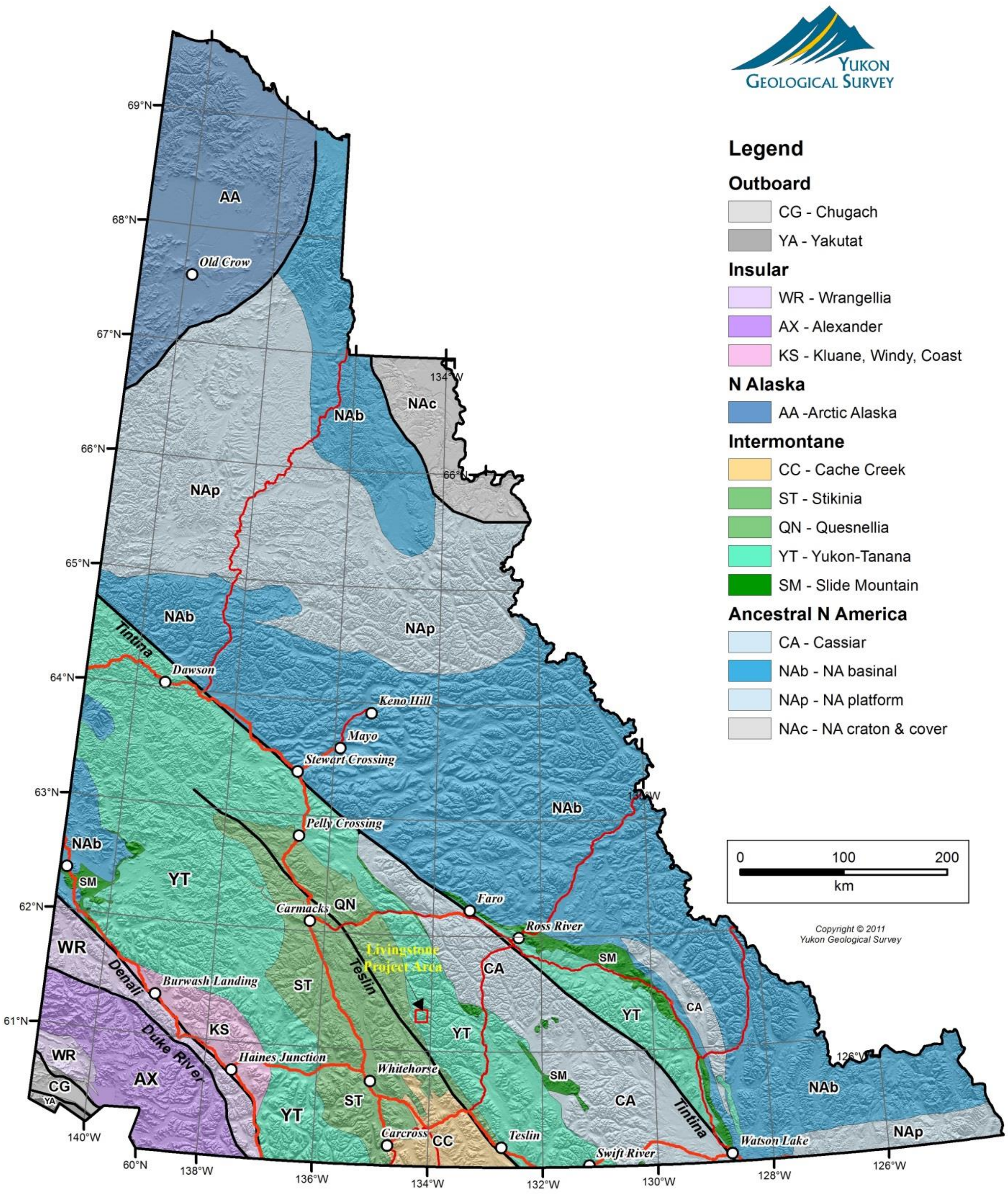


Figure 4 -Yukon Terrane Map, showing location of Livingstone Project Area. Yukon Geological Survey, 2014.

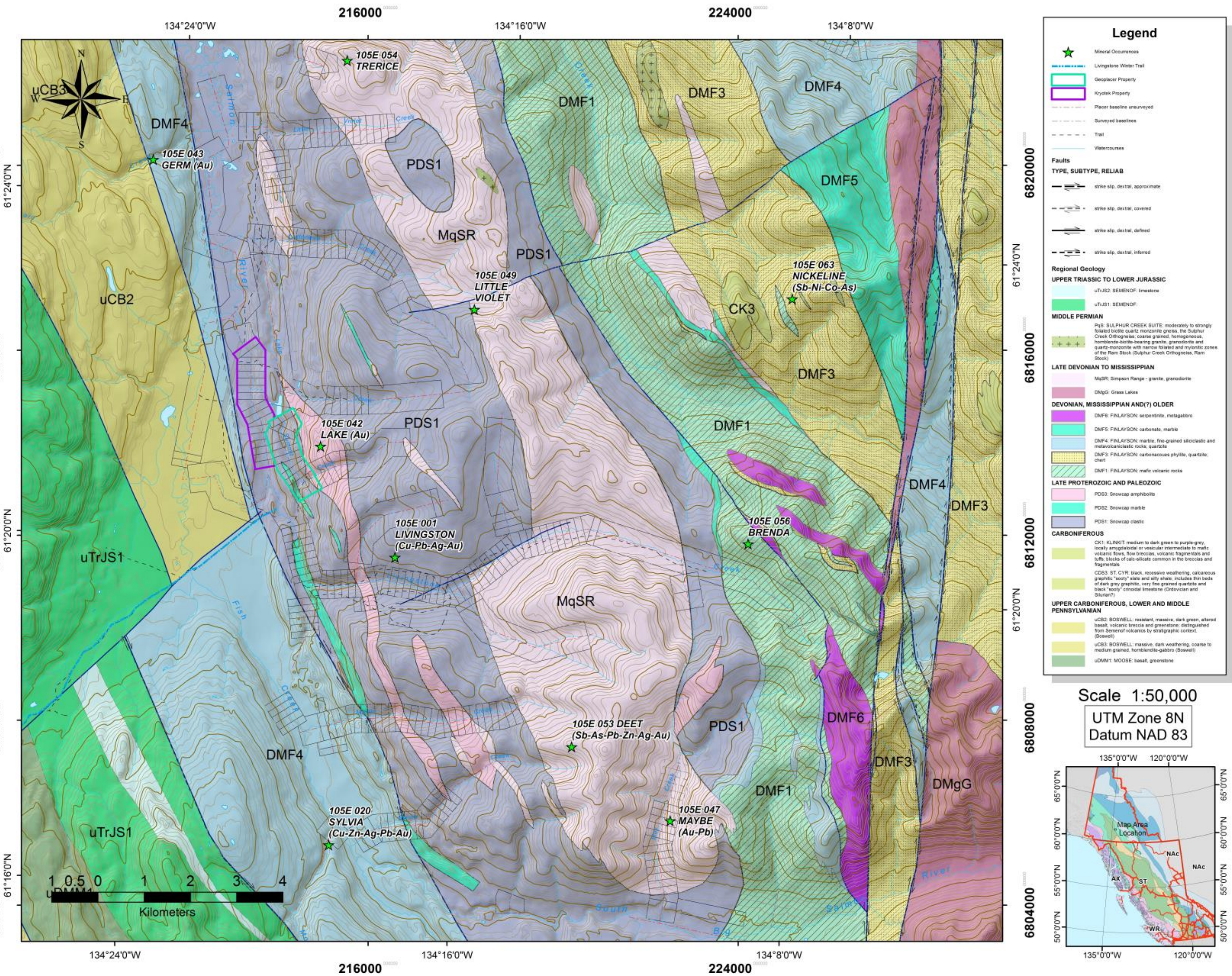


Figure 5 - Bedrock Geology and mineral occurrences of Livingstone District, modified after Colpron, (2005) and Yukon Geological Survey, (2014).

Regional Surficial Geology and Glacial History

The Livingstone District lies within the late Wisconsinan McConnell glaciation (Duk-Rodkin, 1999) and the most obvious glacial features are of that age. Older glaciations certainly would have blanketed the area, however all features of those earlier episodes have been overprinted by the most recent glacial advance.

Glacial features and surficial deposits in the Livingstone District were mapped by Hughes et al (1969) and Klassen and Morison (1987). Surficial deposits in the area are mainly till and colluvium, while an irregular glaciofluvial complex occurs in the South Big Salmon Valley near the mouth of Martin Creek (Klassen and Morison, 1987). The prominent valley that diverts the westerly flow of Livingstone and Summit Creeks is an ice-marginal channel (Hughes et al, 1969).

Indicators of former ice flow direction, mapped by Hughes et al (1969) and Klassen and Morison (1987) suggest that glaciers flowed north along the low valleys that cross the Semenof Hills into the South Big Salmon River Valley in the Livingstone Creek area.

Bond and Church (2006) proposed a four-phase ice-flow history for the Big Salmon Range (Figure 6). This is briefly summarized as following:

Phase 1, a locally derived ice advance, marks the initial accumulation of ice at the onset of glaciation. Geological evidence of this phase is either eroded or buried by later glacial phases. General zones of ice accumulation are inferred from well-developed cirques.

Phase 2 occurred when Cordilleran ice advanced northwest and overtopped the Big Salmon Range at its glacial maximum. High-elevation ice-flow indicators suggest the Cassiar lobe of the Cordilleran ice sheet moved across the range virtually unobstructed by the underlying topography.

Phase 3 occurred when the Cassiar lobe retreated from the Big Salmon Range. With reduced ice thickness during glacial recession the Cassiar lobe became increasingly directed by underlying topography. East-flowing drainages in the Big Salmon Range experienced up-valley ice-flow as the Cassiar lobe maintained a regional northwest flow, while westward-oriented drainages would have been glaciated by down-valley flowing ice. Retreat of the Cassiar lobe to the east of the north-south trending drainage divide resulted in ponding of meltwater in the eastern drainages. This meltwater drained westward across mountain passes and flowed down the western drainages shortly after these were deglaciated. Meltwater erosion was significant enough in some valleys to erode through the surficial deposits and into bedrock, which would have completely reworked pre-existing placer deposits.

A late glacial re-advance of local alpine glaciers (Phase 4) was mapped in the Pelly Mountains further east, however in the Big Salmon Range; the glaciers are less abundant and generally restricted to less than 1 km in extent.

Placer Geology and Stratigraphy

Overall, the placer gold-bearing creeks in the Livingstone area are characterized by a sequence of interglacial stream gravels which are overlain by McConnell-age glaciolacustrine silts, glaciofluvial deltaic sandy gravel and boulder-rich glacial till (Levson, 1992). Within the interglacial gravels, concentrated fluvial and debris flow sedimentation likely occurred in response to unusually high storm or spring runoff events. The advance of a glacier down the South Big Salmon River valley resulted in damming of the channelized flows that deposited the underlying gravels. Ice-marginal lakes formed in each of the tributary valleys, and parallel-laminated clays, silts and sands were deposited in the ice-dammed lakes along with debris flow deposits derived mainly from the ice margin. At Summit Creek, a thick glaciofluvial delta complex developed in the lake ponded in that valley.

As the glacier in the South Big Salmon River valley expanded, the lakes diminished in size and debris flow sedimentation increased until the area was overridden by ice. Subsequently, a thick till was deposited at the base of the glacier. During deglaciation, a glaciofluvial complex developed along the ice margin. The series of meltwater channels that extend from south of Martin Creek to well north of Summit Creek, formed along the side of the South Big Salmon Valley in association with the ice-marginal deposits. Post-glacial river erosion incised through all of the overlying glacial deposits and re-exposed the placer gold bearing interglacial gravels.

The stratigraphy of Livingstone Creek in the lower reaches as described by Levson (1992) consists of approximately 5 metres (15 feet) locally-derived, coarse-grained, crudely-stratified, poorly-sorted and clast-supported gravels immediately overlying the bedrock. This is the main pay unit, and is interpreted as an interglacial (pre-McConnell) high energy stream channel and gulch sediments deposited by channelized fluvial flows and gravelly debris flows. This unit is overlain by up to 5 metres (15 feet) of parallel-laminated silts and clays with numerous erratic dropstones and pebble intrabeds. This unit is interpreted as proximal glaciolacustrine sediment, which would have formed when a glacier, flowing down the South Big Salmon River valley, blocked Livingstone Creek and other tributaries, causing small ice-marginal lakes to form. A thick, 15 metre (50 feet) matrix-supported diamicton with numerous striated clasts caps the sequence. This is interpreted as a glacial till, deposited directly by ice during the glacial maximum.

Early workers (Cairnes, 1910; Bostock and Lees, 1938) describe an “old boulder channel” on the south side of Livingstone creek, which was quite rich in placer gold. The “old channel” is described as being lower in gradient than the present channel, and within “half a mile” upstream of the canyon (800 m) is about 40 feet (12 metres) lower than the present channel and 1000 feet (300 metres) to the south. The present channel and the paleochannel are separated by a reef of bedrock which was tunneled through by the old timers. The placer gold was reported to lie on bedrock and in the crevices in it.

Cairnes (1910) reported that at some distance up the present creek channel, at a point across from the higher workings in the old, buried channel, a second buried channel is reported to have been discovered on the north side of the creek. An adit was run along it, but the results of that work were not known.

Subsequent placer miners are believed to have worked various parts of the south paleochannel, and gravels adjacent and north of the present creek by sniping under the overburden on the north bank.

Placer Gold and Heavy Mineral Characteristics

Cairnes (1910) reported that a third of the gold mined from the Discovery claim on Livingstone Creek was comprised of nuggets over an ounce in weight. The largest nugget reported at that time was said to be 39 troy ounces, recovered from Summit Creek. A few nuggets had rough surfaces and included fragments of quartz, but as a rule they were smooth. Magnetite was abundant and occurred as “grains and coarse lumps”, along with native copper, garnet, and cinnabar. LeBarge (2007) mentions that other heavy minerals include galena, pyrite, hematite and cassiterite.

The fineness on Livingstone Creek has been reported to be 880, although some miners (Max Fuerstner Jr., pers. comm.) have said that it is usually over 900. Very few other details have been reported about the nature, grade or distribution of the placer gold mined by modern placer miners on Livingstone Creek.

Plate 2 - Placer gold from Livingstone Creek, mined in 2000 by M. Fuerstner Jr. The smaller piece weighed 5 ounces. The other half is likely over 20 ounce

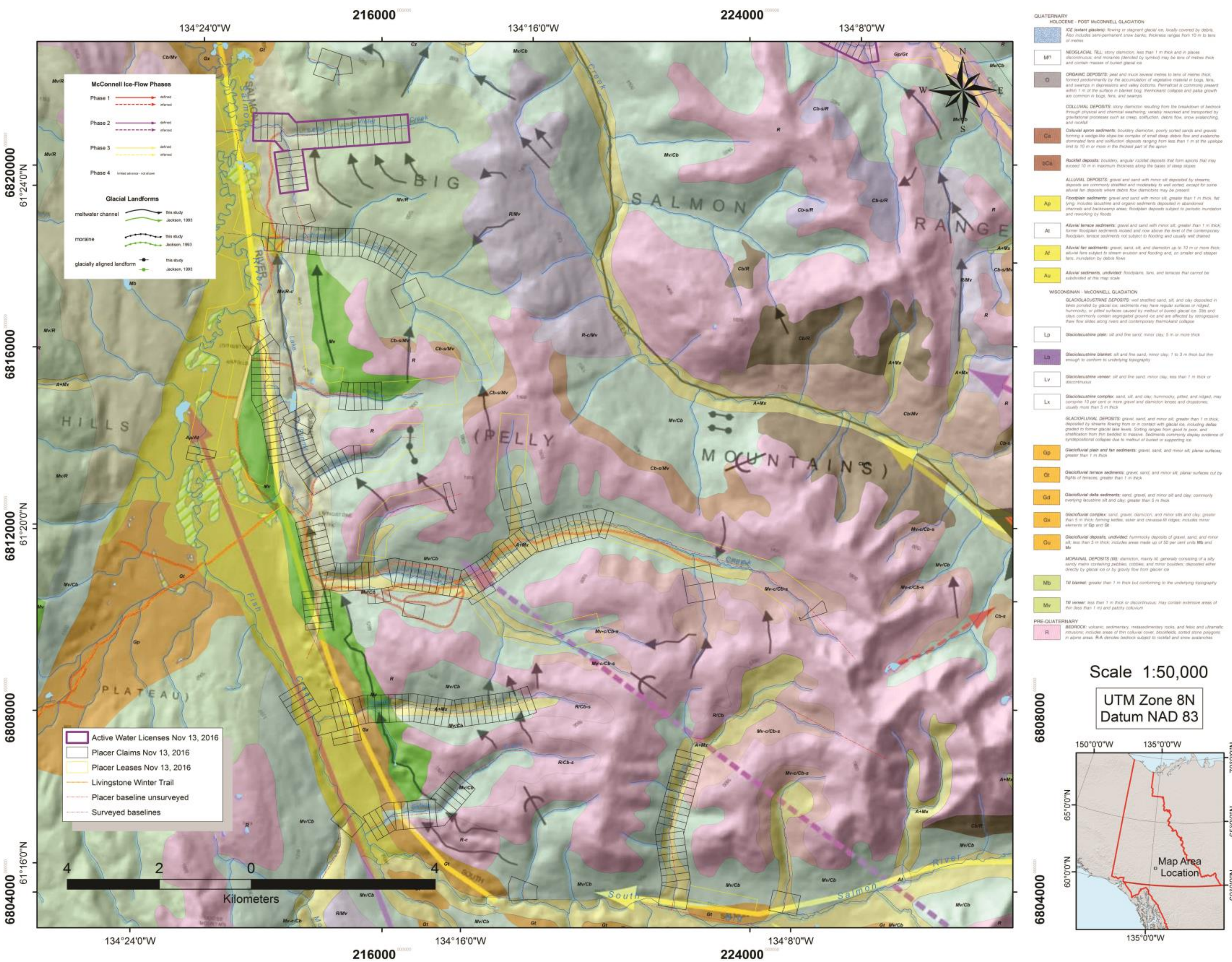


Figure 6 - Surficial geology and glacial features, Livingstone Creek area; after Klassen and Morison, (1987); and Bond and Church, (2006).

Rationale for Exploration Program

Although over 60,000 ounces of gold has been recovered from placers of the Livingstone Creek area since 1898 (LeBarge, 2007; Bostock and Lees, 1938); the bedrock source of gold has not been definitively identified. In addition, most of the Livingstone area has not seen methodical exploration for placer deposits using modern technology. It is likely that there is more than one mineral deposit type which may serve as a potential source for placer gold in Livingstone Creek and other area drainages.

Placer gold in Livingstone Creek typically occurs as coarse (>1 cm) nuggets and is commonly associated with magnetite. A nearby source is likely, and may be a skarn style of mineralization (Colpron, 2006). Stroink and Friedrich (1992) noted that quartz veins containing disseminated sulphide minerals occur as foliaform veins at the headwaters of the Livingstone district streams. They considered the veins as a potential source for some of the gold, however Colpron (2006) notes that the lack of magnetite and coarse gold in the veins argues against them being the major source for the placer gold. Colpron (2006) also offers that placer streams in the Livingstone camp generally occur around the large Early Mississippian metatonalite body that intrudes Snowcap complex in the western part of the area, which supports the skarn theory as a potential for a lode source for the placer gold. The high fineness (880 and over) and associated copper minerals (LeBarge, 2007) supports an intrusion-related bedrock source as described by Dumala and Mortensen (2002).

Bostock and Lees (1938) mention that the southern (left-limit) paleochannel in on the lower reaches of Livingstone lies about 1000 feet south of the modern creek as it tracks upstream, separated by a reef of bedrock. They also note that a northern (right-limit) paleochannel occurs on the upstream end of the workings of the time above the canyon. This demonstrates the potential for the existence of further paleochannels in the upstream reaches of Livingstone Creek.

Colpron (2006) notes that there is mineralization on D'Abbadie Creek; new showings were discovered there during the 2005 mapping season including a Pb-Ag vein occurrence and a pyrrhotite skarn. Bostock and Lees (1938) mention the presence of "old, pre-Glacial" gravels on upper D'Abbadie Creek; and that placer gold had been recovered by old timers working there. This further evidence demonstrates the potential for undiscovered bedrock mineralization and placer gold in the eastern part of the Livingstone district, outside of the traditionally-mined areas.

Bond and Church (2006) hypothesize four-phases of the last (McConnell) glaciation in the Big Salmon Range. It is apparent that although the upper part of the Livingstone drainage was parallel to sub-parallel to the regional ice-flow during Phase 2 glacial maximum (Figure 6), it is still possible that ice-marginal lake and deltaic sediments offered some protection from scouring of the deep, pre-glacial paleochannels. In addition, ice-flow during the Phase 3 advance, which followed valley topography and likely had a more erosive effect, is not mapped as having a trajectory along upper Livingstone Creek (Figure 6).

The above factors support the hypothesis that there is likely to be undiscovered placer gold throughout the Livingstone placer district, both within previously-mined drainages and in more peripheral drainages which have seen little exploration or mining.

2016 Placer Exploration Program, Summit Creek

Figure 7 shows the location of the 2016 Resistivity Surveys, Test Pits and Ground Penetrating Radar lines on both forks of Summit Creek.

Resistivity Geophysical Surveys

James Coates and Kieran O'Donovan of Kryotek Arctic Innovation Inc. conducted a total of four (4) geophysics surveys on August 18, 2016 on the Summit Creek placer prospecting leases. Two surveys were conducted on Prospecting Lease IW00484 for Geoplacer Exploration Ltd., and two surveys were conducted on Prospecting Lease IW00485 for Kryotek Arctic Innovation Inc.

Methodology

Resistivity was used for this area as the electrical properties of overburden, bedrock and mineralized fault systems are distinct and easily definable. A Lippmann 4- point Resistivity System was used. This system allows over 100 m of depth penetration. Data was collected and inverted using AGI Earth Imager 2D software. Noisy data points and electrodes with poor contact resistance were removed and data was filtered for spikes or depressions in resistivity. The software produced two- dimensional tomograms using a smoothed, least squares damped and robust inversion parameters. Preliminary interpretations were conducted on the processed data.

DC Electrical Resistivity Tomography

This technique injects a direct electrical current into the ground surface, and then measures the voltage that remains at a number of distances from the injection point. As different soils have different resistances to electrical current, a tomogram (subsurface diagram) of resistivity can be produced.

Data Interpretation

The images were interpreted by James Coates and features such as thawed regions, ice-rich permafrost, competent bedrock, degraded bedrock and top of bedrock contours were identified. James Coates has ten years of experience performing geophysics surveys in permafrost areas commercially and academically at the doctoral level. These are preliminary interpretations.

Limitations and Disclaimer

The electrical resistivity and induced polarizations method provide an estimate of subsurface conditions only at the specific locations where lines were conducted and only to the depths penetrated, and within the accuracy of the method. Data gathered represents a hemispherical cross-section extending downwards from the surface. Results are more accurate closer to the surface and become more general with increasing depths. The presence of permafrost is a major complicating factor and can cause changes in resistivity of up to several orders of magnitude. These data are indirect and the interpreted features subjective in nature, with identified anomalies based on a visual assessment of the characteristic signatures in the data coupled with information from nearby boreholes and test pits. Certain material types can be very similar in resistivity, resulting in ambiguous results. James Coates and Kryotek Arctic Innovation Inc. accept no liability whatsoever for any use or application of this information by any and all authorized or unauthorized parties.

Table 3 below lists the coordinates and claim locations of the resistivity geophysical lines which were surveyed on Summit Creek in August 2016.

Table 3 - Coordinates of the endpoints of resistivity geophysical lines on Summit Creek.

Endpoint	Claim location	Zone	UTM Northing	UTM Easting	Latitude DMS	Longitude DMS
SC1 start	Summit 1	8N	6802950	534737	61° 21' 32.461" N	134° 21' 1.379" W
SC1 end	Summit 1	8N	6803018	534779	61° 21' 34.628" N	134° 20' 58.517" W
SC2 start	Summit 2	8N	6802819	534801	61° 21' 28.199" N	134° 20' 57.181" W
SC2 end	Summit 2	8N	6802807	534858	61° 21' 27.780" N	134° 20' 53.326" W
SC3 start	Max 1	8N	6804301	533836	61° 22' 16.400" N	134° 22' 1.200" W
SC3 end	Max 2	8N	6804314	533893	61° 22' 16.800" N	134° 21' 57.300" W
SC4 start	Max 3	8N	6804114	533971	61° 22' 10.300" N	134° 21' 52.200" W
SC4 end	Max 3	8N	6804107	533890	61° 22' 10.100" N	134° 21' 57.700" W

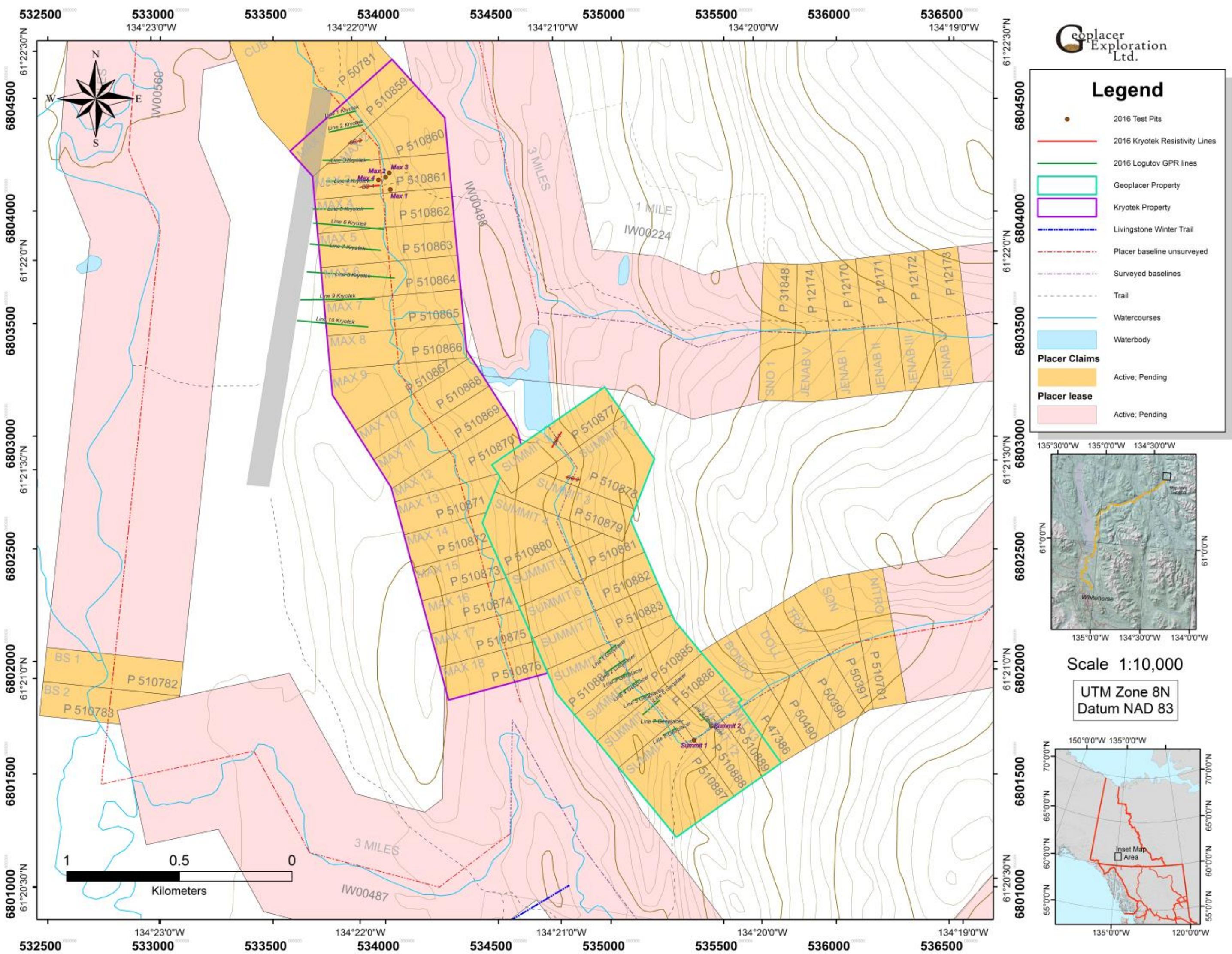


Figure 7 -Location of resistivity surveys, test pits and ground penetrating radar surveys, Summit Creek.

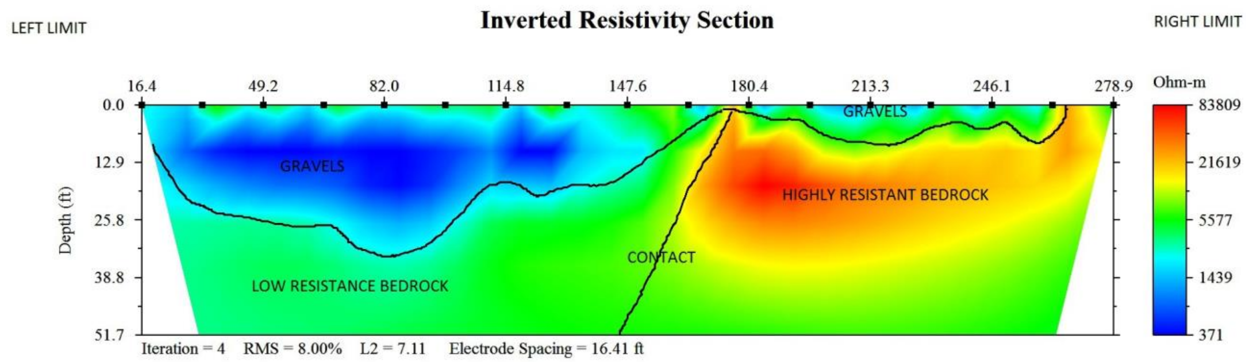


Figure 8 – Resistivity survey line SC1 on claim Summit 1. Bedrock was exposed in canyon walls at each end of the survey, and the valley bottom was flat and swampy with a potential bedrock rise in the valley center. Bedrock appeared to be a high and low resistivity zone (red and green coloured) in the center of the valley, indicating a fault. The main channel is closer to the left limit and is approximately 20 feet (6 m) deep and 60 feet (18 m) wide with indications of fluvial scouring and a small secondary channel 12 feet (3.7 m) deep on the right limit. The highly resistive bedrock on the right limit may be a quartz vein.

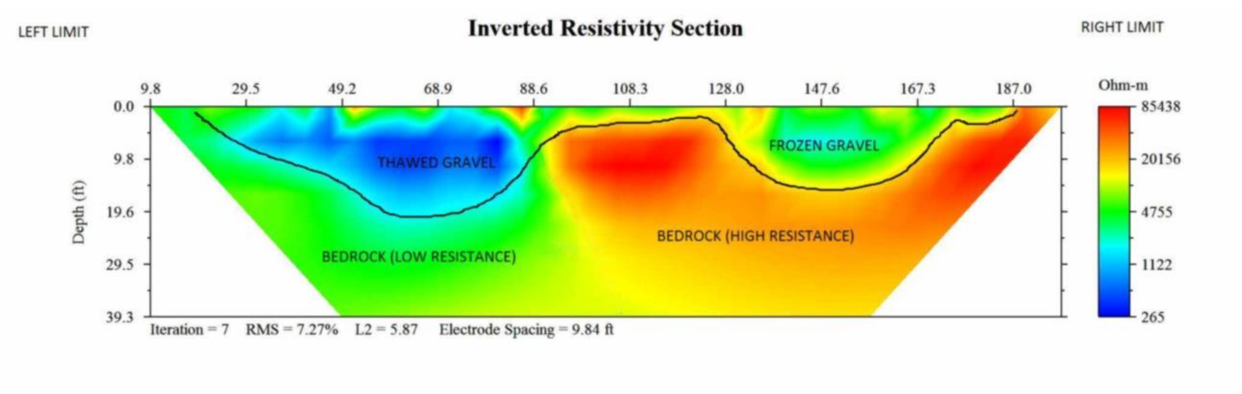


Figure 9 - Resistivity survey line SC2 on claim Summit 2. The valley walls are steep bedrock with canyon cliffs. Permafrost is present at the surface near the right limit. There are two well-defined channels, a thawed one 20 feet (6 m) deep on the left limit and a frozen channel 15 feet (4.6 m) deep on the right limit. The highly resistive bedrock on the right limit may be a quartz vein. There may be a thin layer of overlying silt 3 to 5 feet (0.9 – 1.5 m) thick.

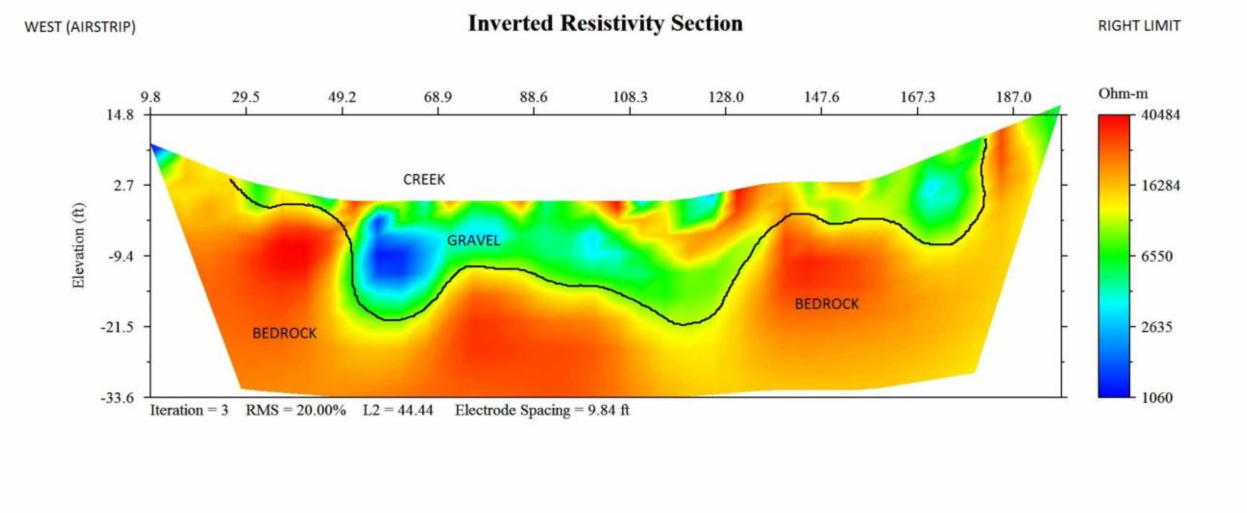


Figure 10 - Resistivity survey line SC3 on claim Max 2. The creek in this location runs at the base of a steep bedrock hill (right limit) and has the gravel floodplain of the South Big Salmon River as the left limit. Large boulders are found in the creek bed. Three well-defined channels are evident, two at roughly 20 foot (6 m) depths at 50 feet (15 m) and 120 feet (37 m) along the line and a shallow channel 10 feet (3 m) deep at 170 feet (52 m) from the start of the line.

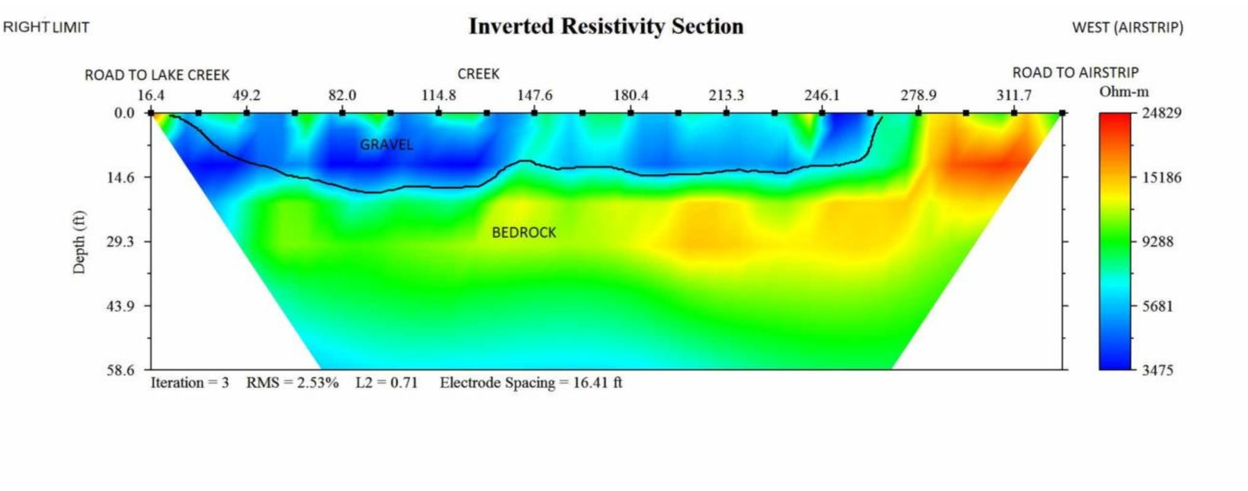


Figure 11 - Resistivity survey line SC4 on claim Max 3. This survey faces opposite to profile SC3 above, and runs east-west across Summit Creek along the Summit Creek road. The survey begins at a schist bedrock exposure in a road cut and parallels the road. Bedrock is level across the survey at a depth of 13 to 14 feet (4 -4.3 m), with a slightly deeper broad channel 14 to 16 feet (4.3-4.9 m) deep near the right limit.

Table 4 below lists the coordinates and claim locations of the test pits which were excavated on Summit Creek in August 2016.

Table 4 - Coordinates of Test Pits on Summit Creek.

Pit Number	Claim	Zone	UTM Northing	UTM Easting	Latitude DMS	Longitude DMS
Max 1	Max 3	8N	6804095	534020	61° 22' 9.700" N	134° 21' 48.900" W
Max 2	Max 3	8N	6804151	533999	61° 22' 11.500" N	134° 21' 50.300" W
Max 3	Max 3	8N	6804170	534015	61° 22' 12.100" N	134° 21' 49.200" W
Max 4	Max 3	8N	6804138	533968	61° 22' 11.100" N	134° 21' 52.400" W
Summit 1	Summit 11	8N	6801650	535368	61° 20' 50.237" N	134° 20' 19.817" W
Summit 2	Summit 12	8N	6801714	535446	61° 20' 52.292" N	134° 20' 14.539" W

Test pits

Max claims

Max #1

This pit was located on placer claim Max 3, shown on Figure 7. Materials consisted of a 20 cm layer of organic matter overlying a muddy gravel with a sandy bottom. The pit was 0.95 m long, 1 m wide and 1 m deep. Twenty (20) buckets of material equivalent to 0.4 m cubic meters was sluiced through a Keene Engineering long tom. The concentrates were panned with a Garret pan. Significant magnetite black sand was recovered along with 21 fine colours of gold.

Max #2

This pit was located on placer claim Max 3, shown on Figure 7. Materials consisted of a 10 cm layer of moss overlying a light brown sand with gravel at the bottom. The pit was 1 m long, 1 m wide and .95 m deep. Twenty (20) buckets of material equivalent to 0.4 m cubic meters was sluiced through a Keene Engineering long tom. The concentrates were panned with a Garret pan. A moderate amount of magnetite black sand was recovered along with 70 to 100 fine colours of gold.

Max #3

This pit was located on placer claim Max 3, shown on Figure 7. Materials consisted of a 10 cm layer of moss overlying 45 cm of organic rich sand and 45 cm of sandy gravel. The pit was 1 m long, 1 m wide and 1 m deep. Twenty (20) buckets of material equivalent to 0.4 m cubic meters was sluiced through a Keene Engineering long tom. The concentrates were panned with a Garret pan. A small amount of magnetite black sand was recovered along with 10 medium colours of gold.

Max #4

This pit was located on placer claim Max 3, shown on Figure 7. Materials consisted of a 20 cm layer of moss and organic soil overlying 50 cm of sandy gravel. The pit was 1.1 m long, 1 m wide and 0.70 m deep. Twenty (20) buckets of material equivalent to 0.4 m cubic meters was sluiced through a Keene Engineering long tom. The concentrates were panned with a Garret pan. A large amount of magnetite black sand was recovered along with 70 fine colours of angular, orange coloured gold.

Plate 3 - Test Pit Max #1 was located on claim Max 3, and encountered a muddy gravel with a sandy bottom contact.

Plate 4 - Test Pit Max #2 encountered a sand layer with gravel at the bottom.

Plate 5 - Test Pit Max #3 encountered an organic rich sand overlying a sandy gravel.

Plate 6 - Test Pit Max #4 encountered a sandy gravel under a thin layer of moss.

Summit Claims

Test Pit Summit #1

Pit located in the middle of anthropogenic fan adjacent to Summit creek, on claim Summit 11. The overlying tailings material was a poorly graded mix of boulders and cobbles with a sand matrix. There is no apparent sorting of materials. Little to no fines are present. Surface gravels were frozen and required extensive pick and mattock work to loosen material sufficiently for a pit. Freezing creek water complicated sluicing. The pit was 1.5 m long, 1 m wide and 50 cm deep. Twenty (20) buckets of material equivalent to 0.4 cubic metres was sluiced through a Keene Engineering long tom. The concentrates were panned with a Garret pan. Significant magnetite black sand was recovered (approximately 300 g). Two 1-2 mg gold flakes were recovered.

Plate 7 - Pit Summit # 1 was located in a tailings fan in the valley downstream from the Summit Creek waterfall.

Test Pit Summit #2

This pit was located in un-mined ground on the left limit of Summit Creek 75 m upstream of post #1 of claim Summit 12. Materials consisted of fluvial sands and gravels mixed with decomposed schist colluvium from the steep canyon wall upslope. The pit was 2 m long, 1 m wide and 60 cm deep. Twenty (20) buckets of material equivalent to 0.4 m cubic meters was sluiced through a Keene Engineering long tom. The concentrates were panned with a Garret pan. Significant magnetite black sand was recovered (approximately 250 g). One 2 mg gold flake and 2 small colours were recovered.

Plate 8 - Pit Summit #2 was located in an unmined area on the left limit of Summit Creek, on claim Summit 12.

Ground Penetrating Radar Surveys

The contractor that conducted the ground penetrating radar surveys was Boris Logutov of 47129 Yukon Inc.

Max Claims

Ten (10) lines were surveyed on the Max claims on Summit Creek. The total length of the 10 lines is 2120 m; the distances between lines varied from 80 to 150 m. The location of the surveyed lines is shown on the map on Figure 7. The coordinates and claim locations of the surveyed lines are shown in Table 5.

Table 5 - Coordinates and claim locations of ground penetrating radar survey endpoints, Max claims, Summit Creek.

Line #	Claim location	Points of survey	Coordinates of the "start" and "end" points		Elevation of the points (m)
1	Max 1	Start	61 22 20	134 22 07	808
	Max 1	End	61 22 21	134 21 59	816
2	Max 1	Start	61 22 18	134 22 07	809
	Max 1	End	61 22 19	134 21 57	812
3	Max 2	Start	61 22 14	134 22 09	813
	Max 2	End	61 22 14	134 21 55	813
4	Max 3	Start	61 22 11	134 22 08	818
	Max 3	End	61 22 11	134 21 54	812
5	Max 4	Start	61 22 07	134 22 12	819
	Max 4	End	61 22 07	134 21 54	814
6	Max 4	Start	61 22 05	134 22 12	819
	Max 4	End	61 22 04	134 21 51	815
7	Max 5	Start	61 22 02	134 22 13	820
	Max 5	End	61 22 01	134 21 52	820
8	Max 6	Start	61 21 58	134 22 14	820
	Max 6	End	61 21 57	134 21 48	819
9	Max 6	Start	61 21 54	134 22 16	820
	Max 7	End	61 21 54	134 21 54	822
10	Max 7	Start	61 21 51	134 22 17	819
	Max 7	End	61 21 50	134 21 56	822

The electro-magnetic survey was conducted by using the GPR "EasyRad PRO+" equipped with antenna by working frequency 100 MHz with resolution 0.2m; the results of the survey were analyzed using software «Prism 2.5». The actual depth of the effective survey is estimated up to 19 m. The results of the conducted surveys showed the main lithological units as: Overburden - thickness 1.2-8.3 m; Alluvial-thickness 1.0-4.3 m; and Bedrock surface – at the depth of up to 16 m.

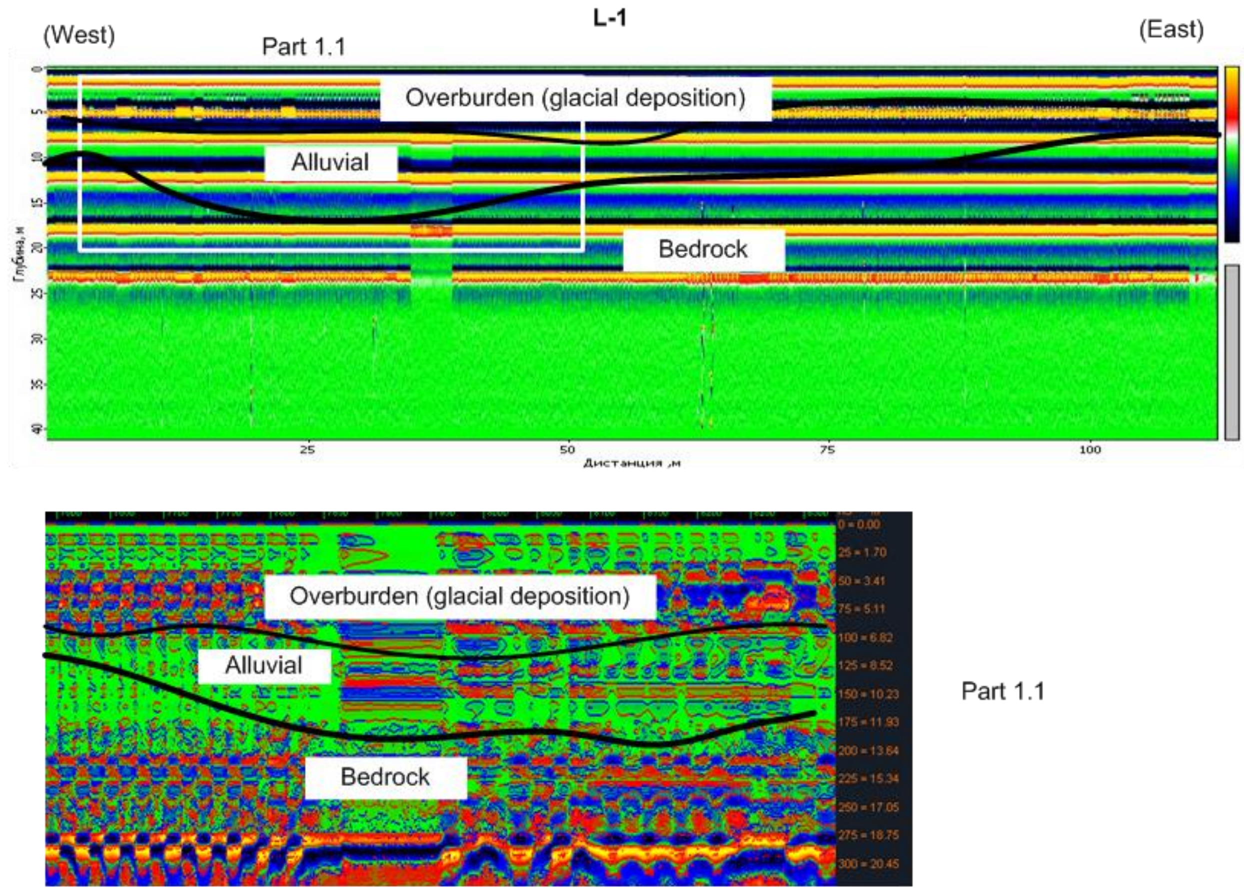


Figure 12 - Ground penetrating radar line L-1 on Max 1 appeared to have a paleochannel on the west with bedrock interpreted at 16 m.

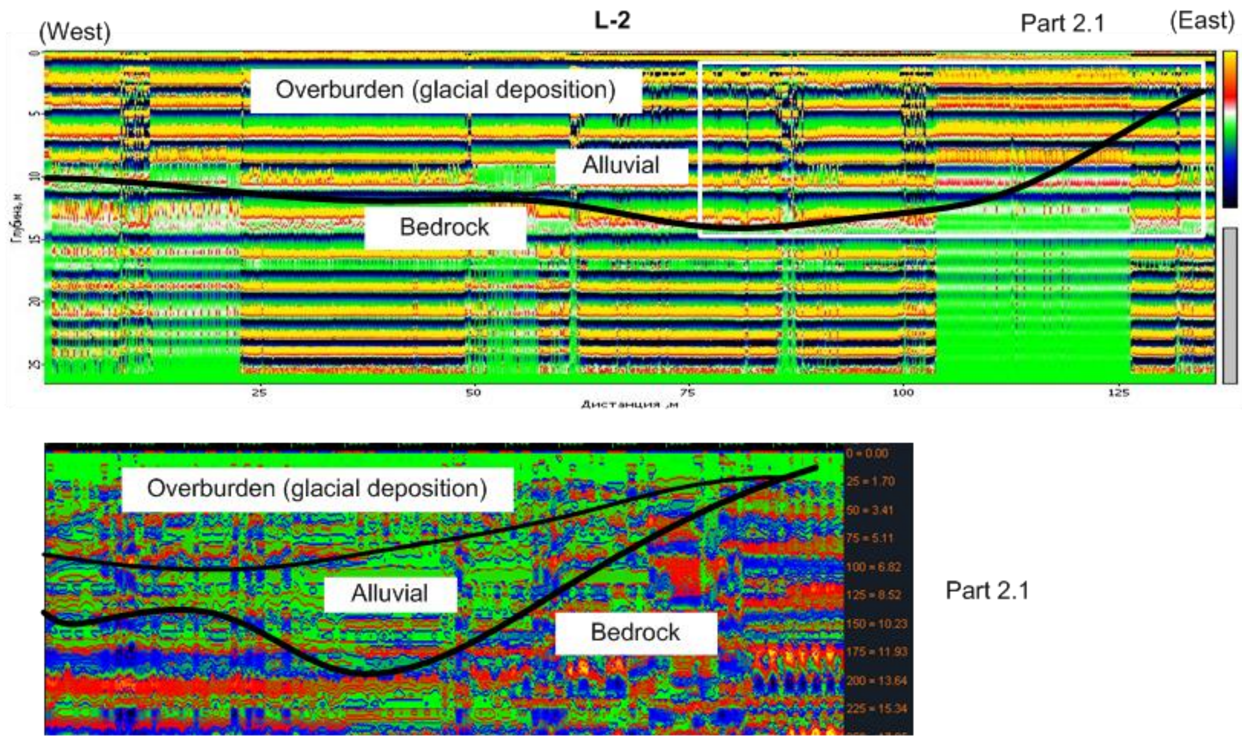


Figure 13 - Ground penetrating radar line L-2 on Max 1 had several possible paleochannels with bedrock at up to 15 m below surface.

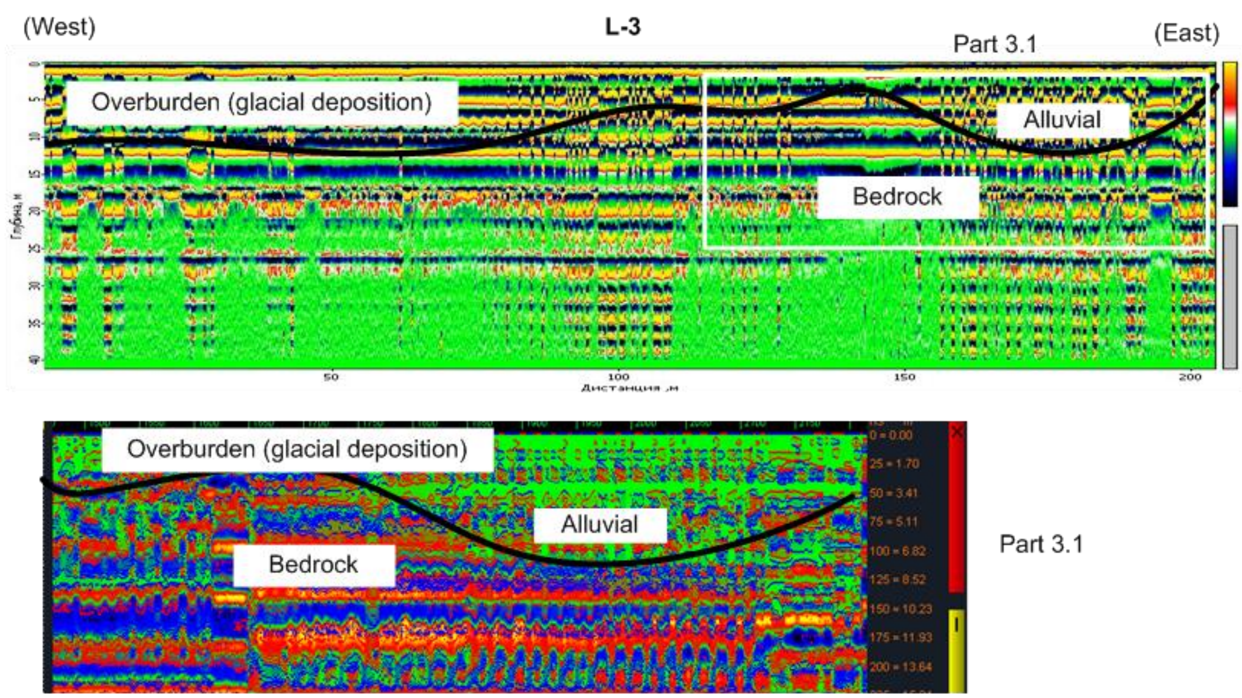


Figure 14 - Ground penetrating radar line L-3 on Max 2 had two possible paleochannels with bedrock interpreted at 11 m.

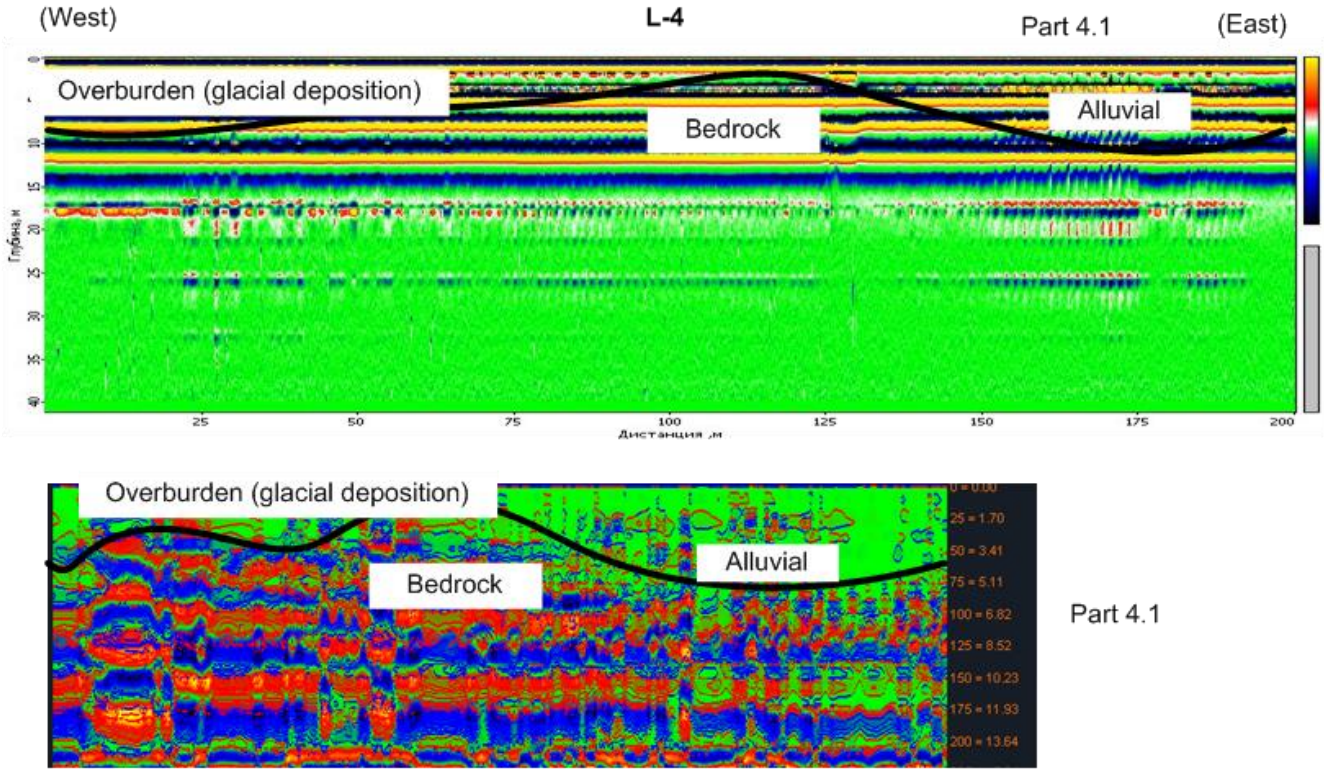


Figure 15 - Ground penetrating radar line L-4 on Max 3 had a possible paleochannel at 175 m, approximately 10 m below surface.

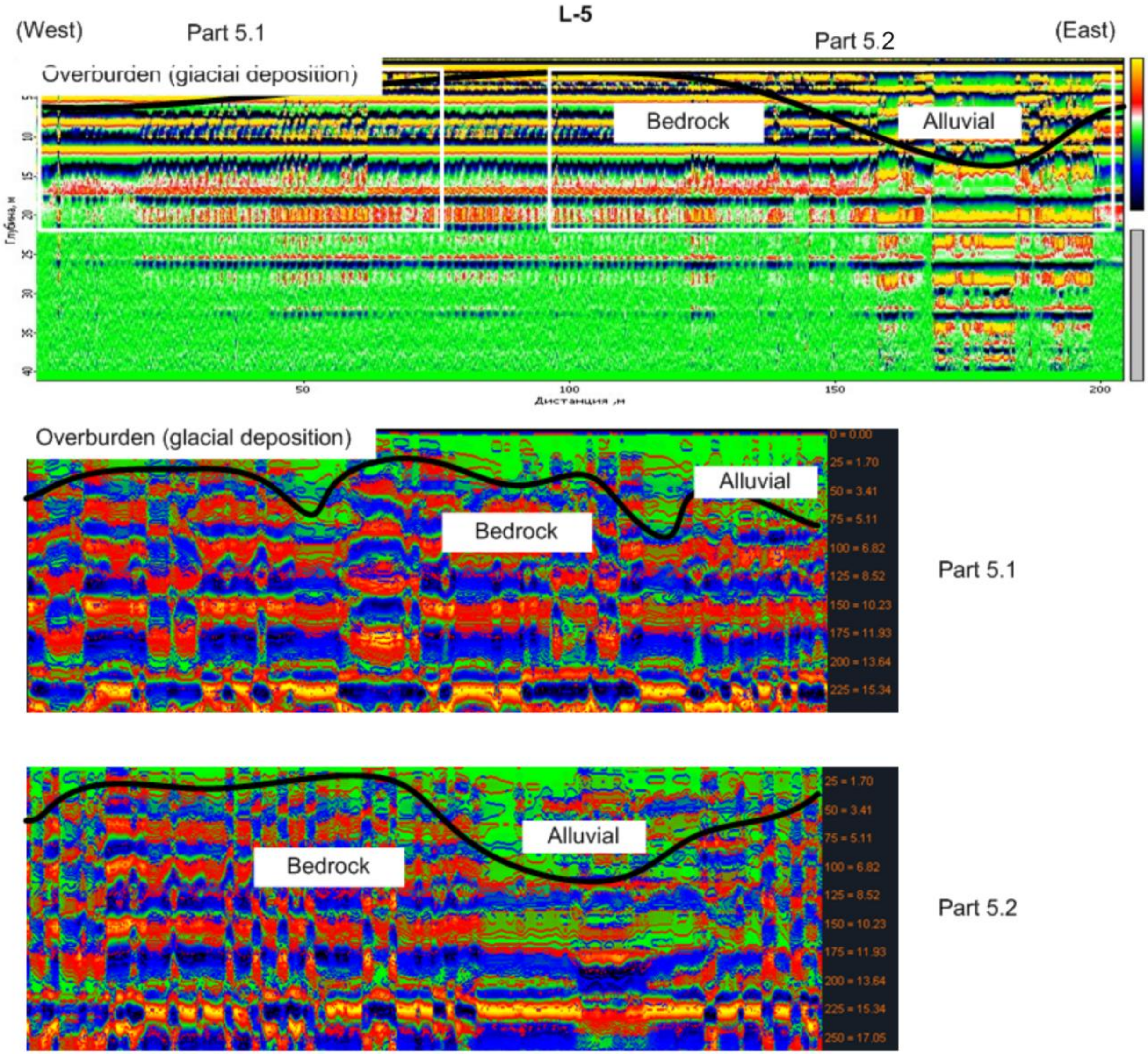


Figure 16 - Ground penetrating radar line L-5 on Max 4 had an undulating bedrock surface with a possible paleochannel at 175 m, approximately 14 m below surface.

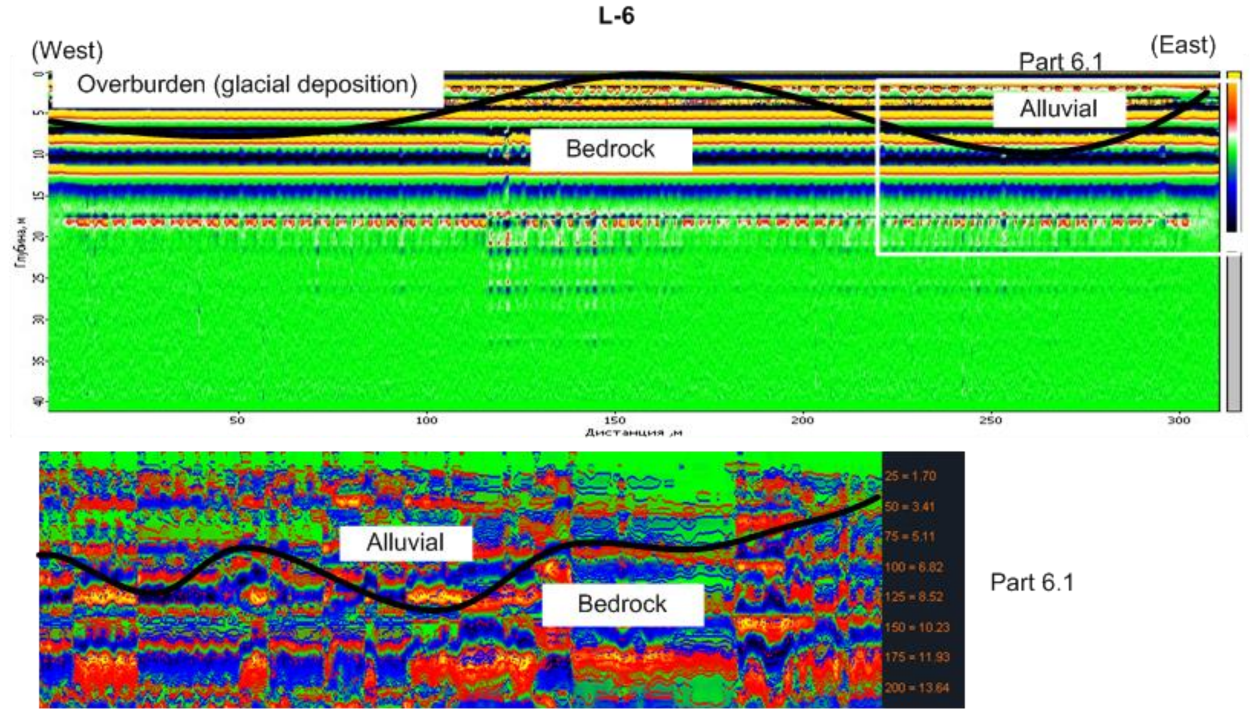


Figure 17 - Ground penetrating radar line L-6 on Max 4 had a possible paleochannel at 260 m, approximately 10 m below surface.

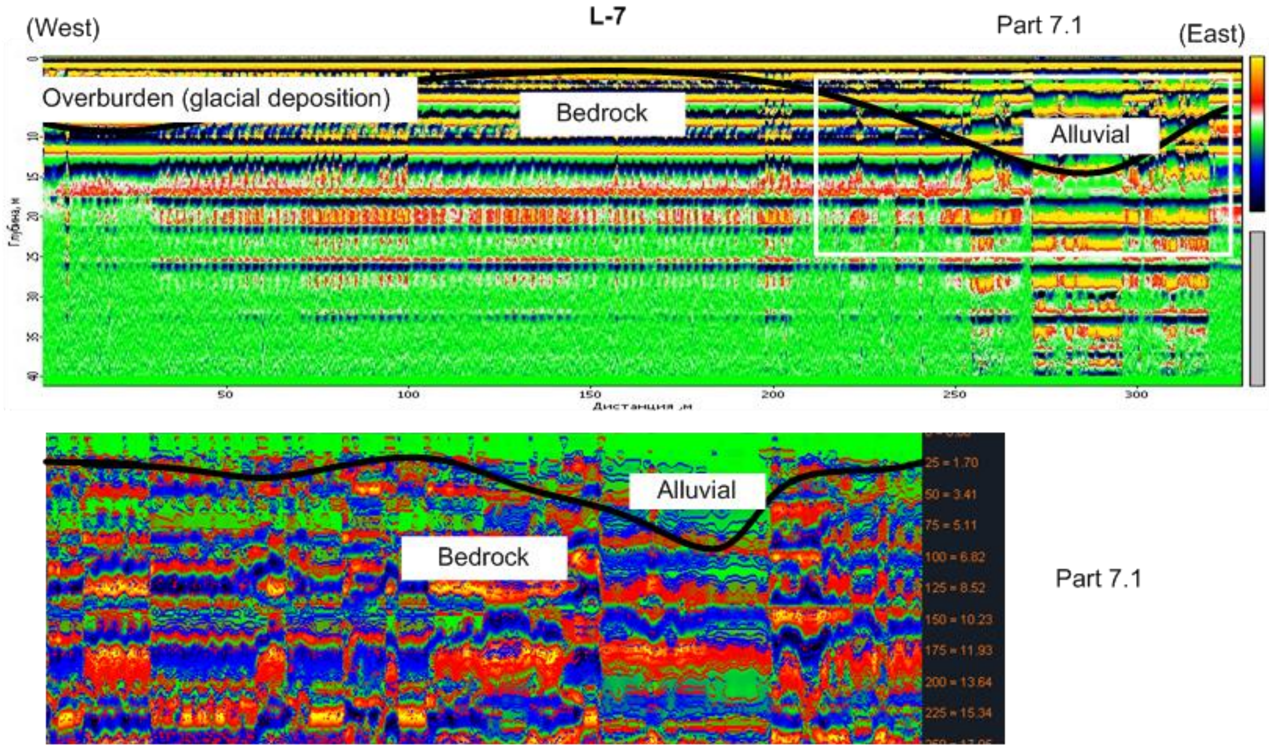


Figure 18 - Ground penetrating radar line L-7 on Max 5 had a possible paleochannel at 275 m, approximately 15 m below surface.

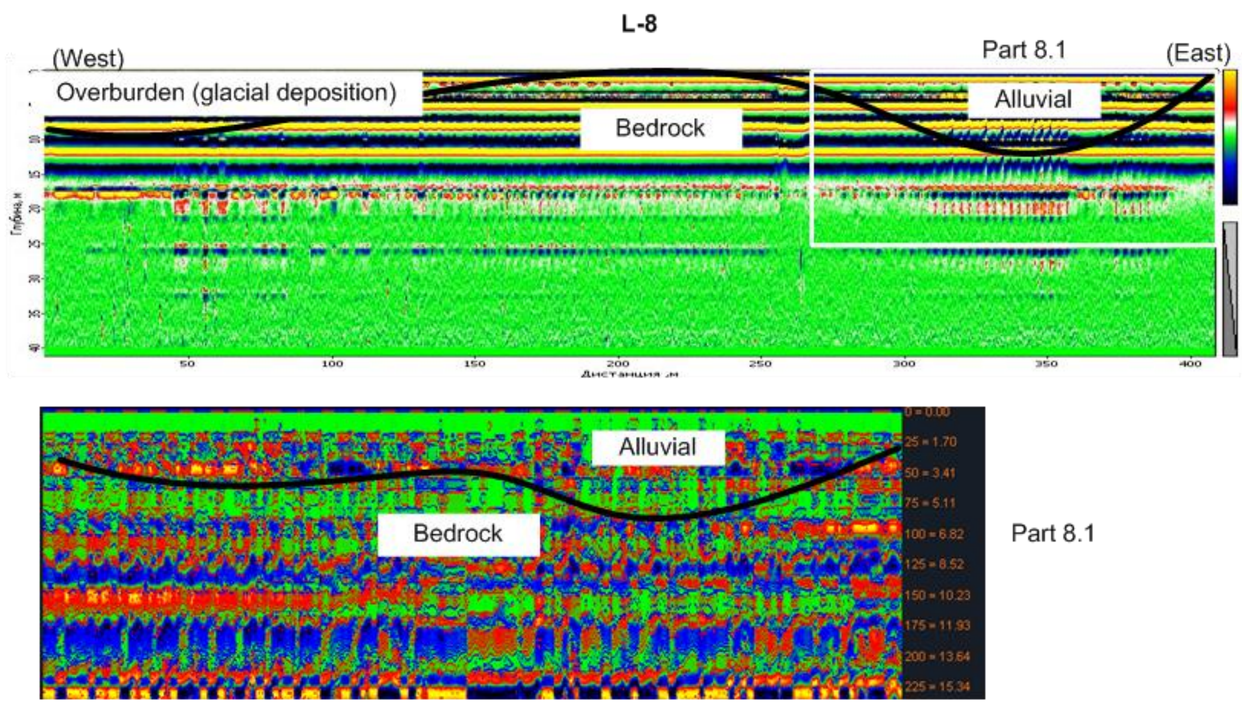


Figure 19 - Ground penetrating radar line L-8 on Max 6 had a possible paleochannel at 350 m, approximately 11 m below surface.

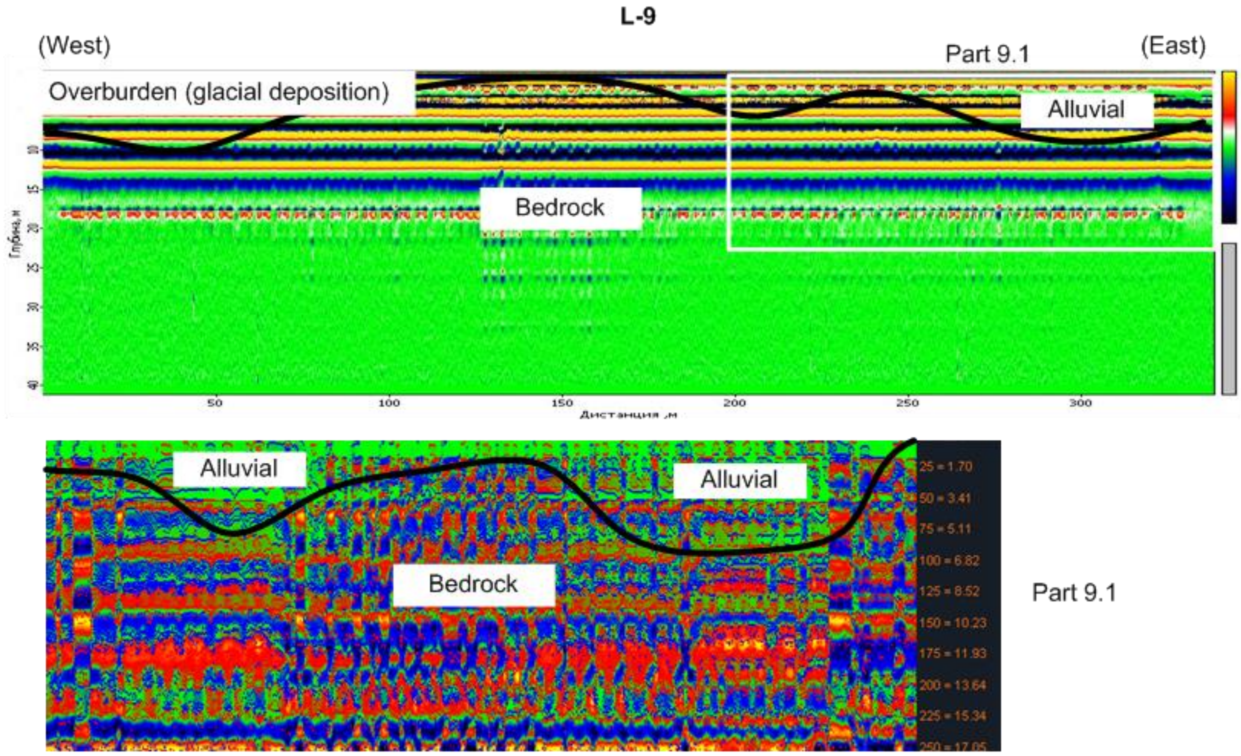


Figure 20 - Ground penetrating radar line L-9 on Max 6 had a possible paleochannel at 300 m, approximately 10 m below surface.

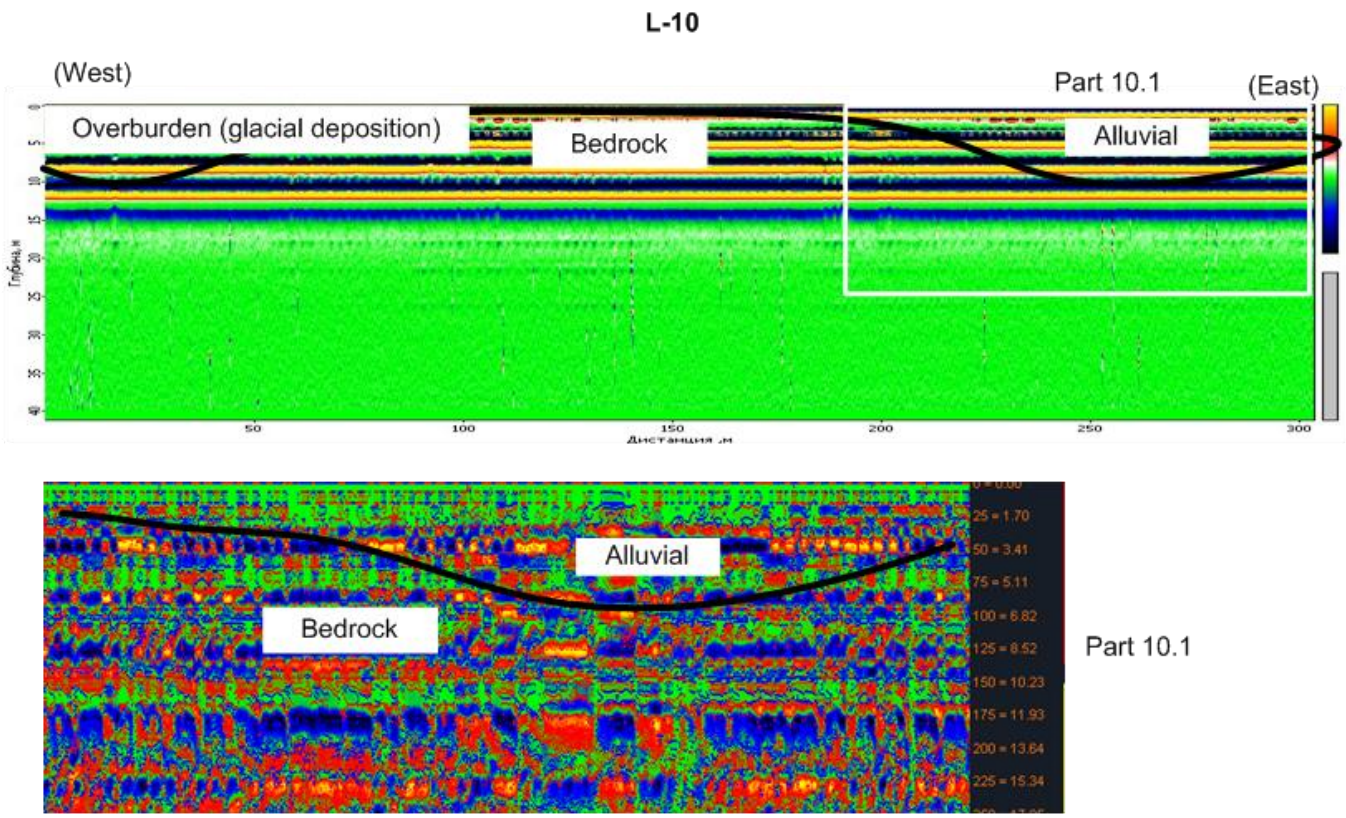


Figure 21 - Ground penetrating radar line L-10 on Max 7 had a possible paleochannel at 260 m, approximately 11 m below surface.

Summit Claims

Nine (9) GPR lines were surveyed on the Summit claims on Summit Creek. The total length of the 9 lines is 2790 m; the distances between lines varied from 100 to 200 m. The location of the surveyed lines is shown on the map on Figure 7. The coordinates and claim locations of the surveyed lines are shown in Table 6.

Table 6 - Coordinates and claim locations of ground penetrating radar survey endpoints, Summit claims, Summit Creek.

Line #	Claim locations	Points of survey	Coordinates of the "start" and "end" points		Elevation of the points (m)
1	Summit 8	Start	61 21 02	134 20 48	925
	Summit 8	End	61 21 04	134 20 43	921
2	Summit 8	Start	61 21 00	134 20 46	930
	Summit 8	End	61 21 02	134 20 40	927
3	Summit 8	Start	61 20 59	134 20 44	930
	Summit 9	End	61 21 00	134 20 39	932
4	Summit 9	Start	61 20 57	134 20 42	941
	Summit 9	End	61 20 59	134 20 36	943
5	Summit 9	Start	61 20 56	134 20 38	939
	Summit 9	End	61 20 57	134 20 33	949
6	Summit 10	Start	61 20 54	134 20 35	947
	Summit 10	End	61 20 56	134 20 30	960
7	Summit 10	Start	61 20 53	134 20 32	948
	Summit 10	End	61 20 53	134 20 28	949
8	Summit 11	Start	61 20 51	134 20 29	950
	Summit 11	End	61 20 52	134 20 25	956
9	Summit 12	Start	61 20 52	134 20 14	1000
	Summit 12	End	61 20 54	134 20 18	1003

The electro-magnetic survey was conducted by using the GPR "EasyRad PRO+" equipped with antenna by working frequency 100 MHz with resolution 0.2m; the results of the survey were analyzed using software «Prism 2.5». The actual depth of the effective survey is estimated up to 11 m.
The results of the surveys showed the main lithological units as: Overburden- thickness 0.6-2.9 m; Alluvial- thickness 1.0-4.9 m; and Bedrock surface – at depths of up to 7.8 m.

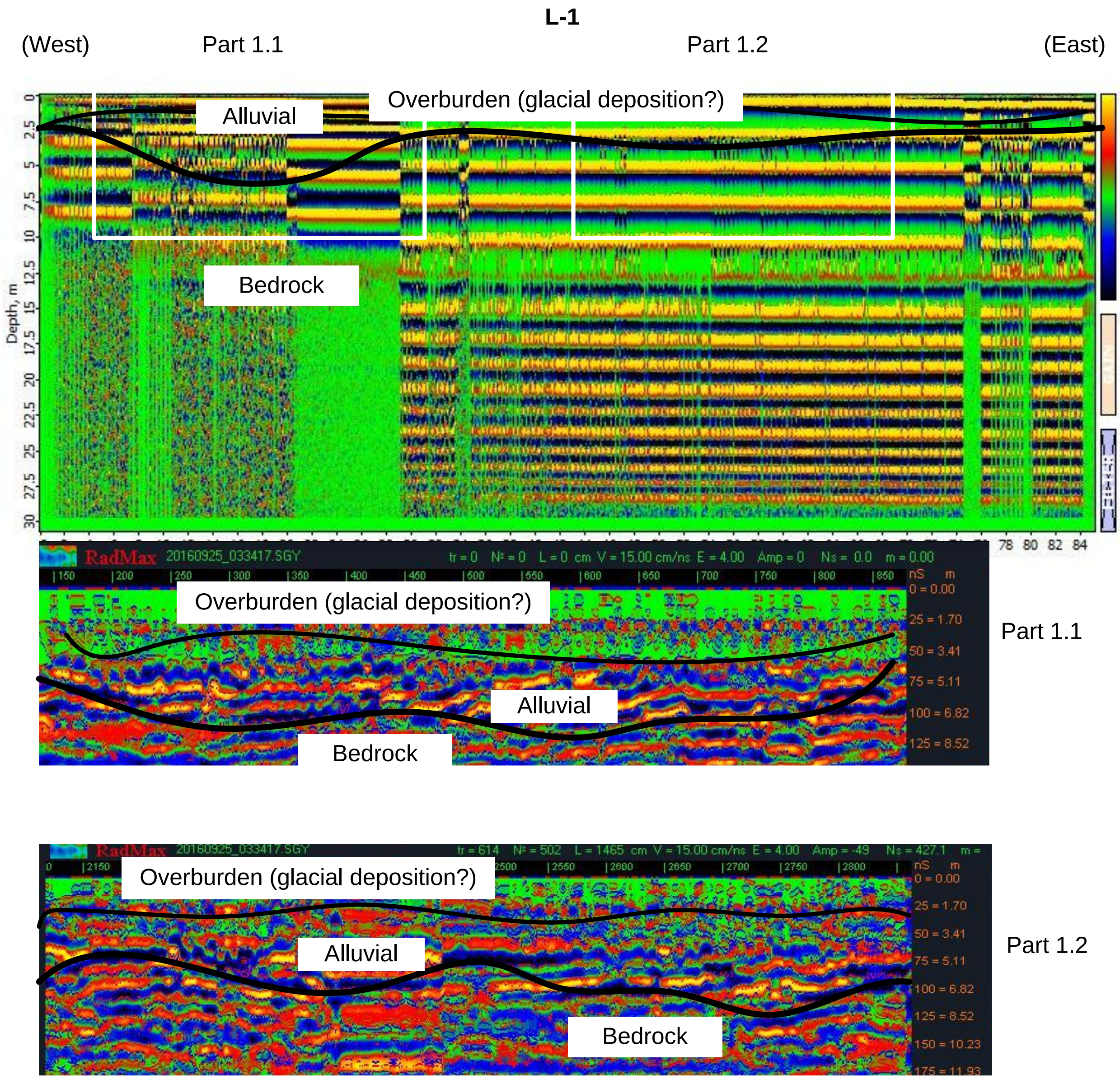


Figure 22 - Ground penetrating radar line L-1 on claim Summit 8 appeared to have a paleochannel on the west with bedrock interpreted at 6 m, and a less distinctive paleochannel on the east.

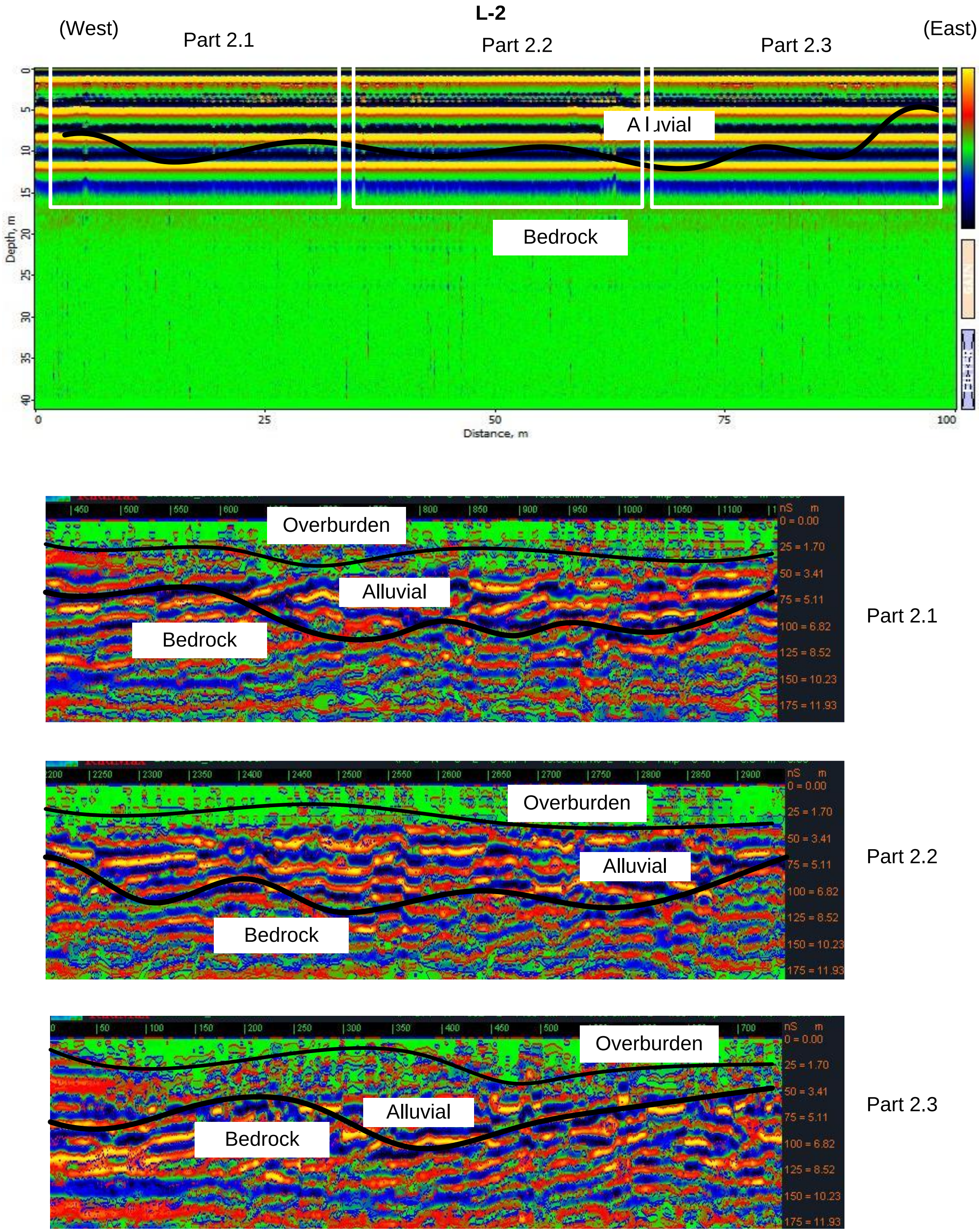
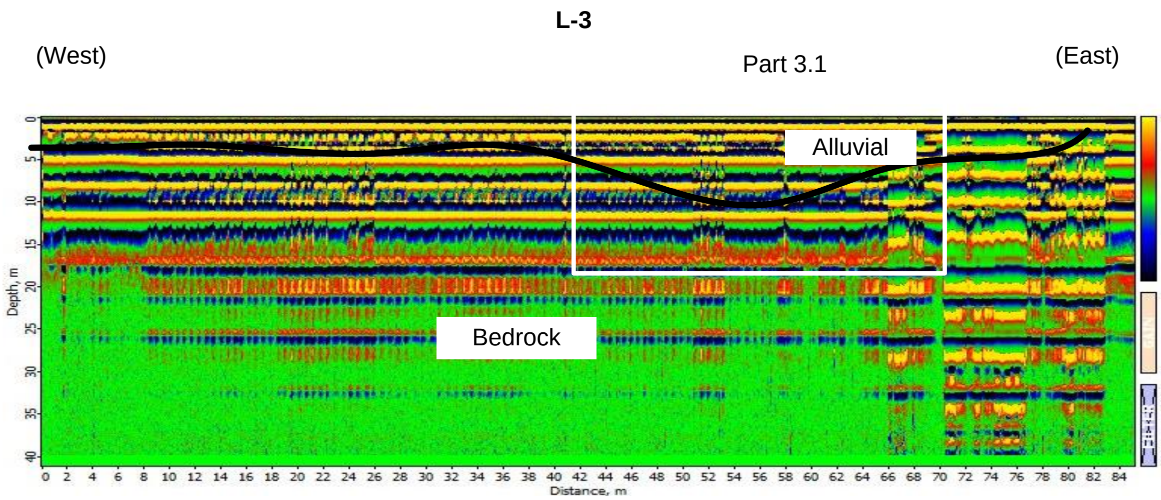


Figure 23 - Ground penetrating radar line L-2 on claim Summit 8 had several possible paleochannels with bedrock at 11 m below surface.



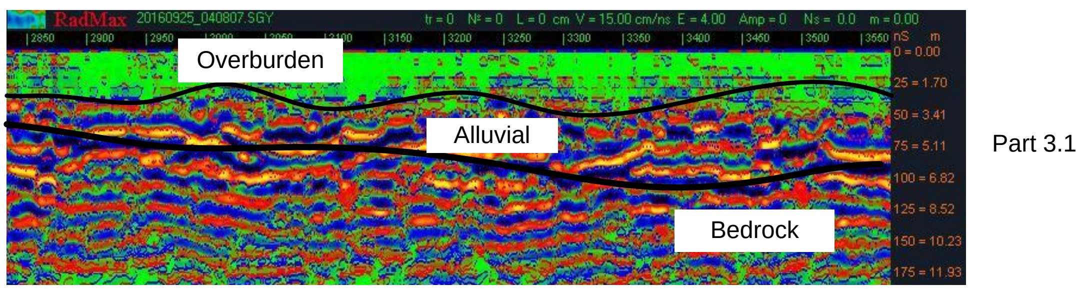


Figure 24 - Ground penetrating radar line L-3 on claim Summit 9 had a possible paleochannel at approximately 55 m with bedrock interpreted at 10 m.

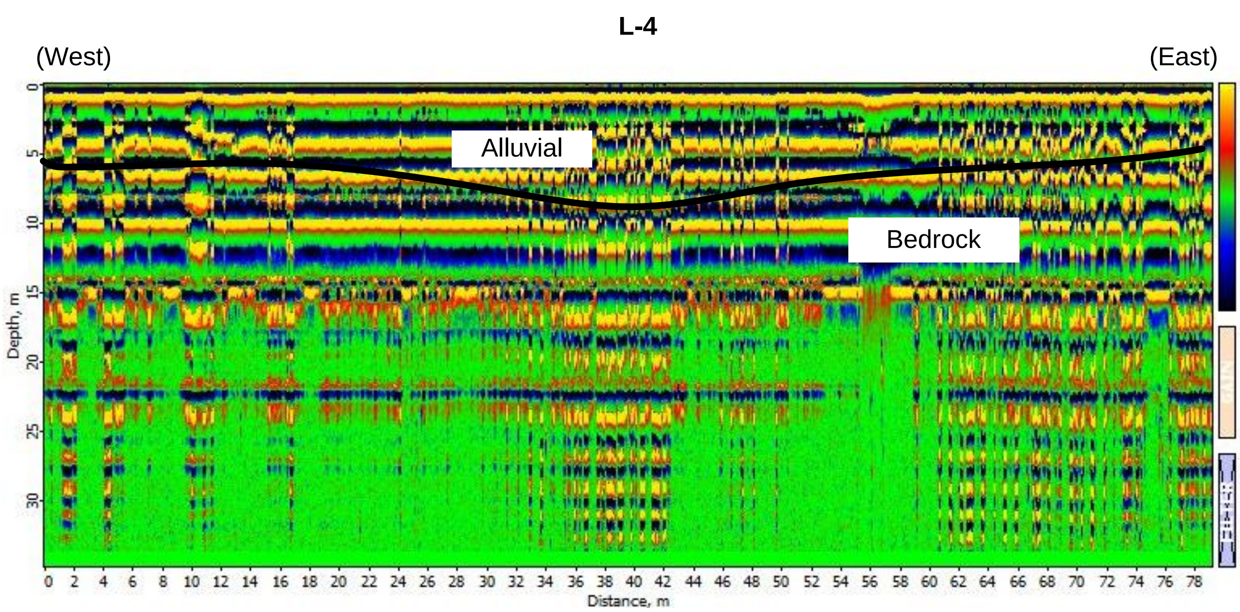


Figure 25 - Ground penetrating radar line L-4 on claim Summit 9 had a possible paleochannel at 40 m, approximately 10 m below surface.

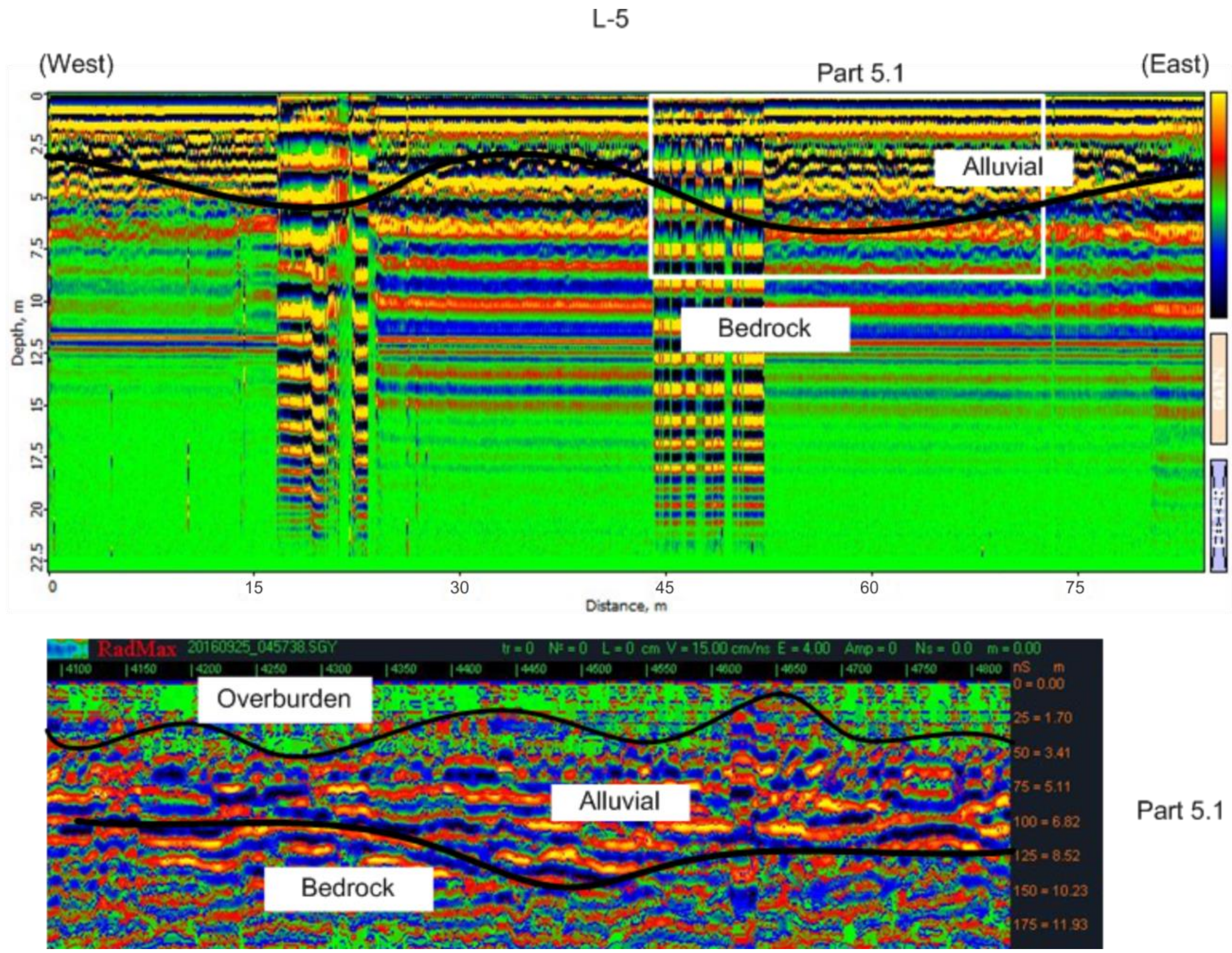


Figure 26 - Ground penetrating radar line L-5 on claim Summit 9 had possible paleochannels at 20 m and 60 m, approximately 7 m below surface.

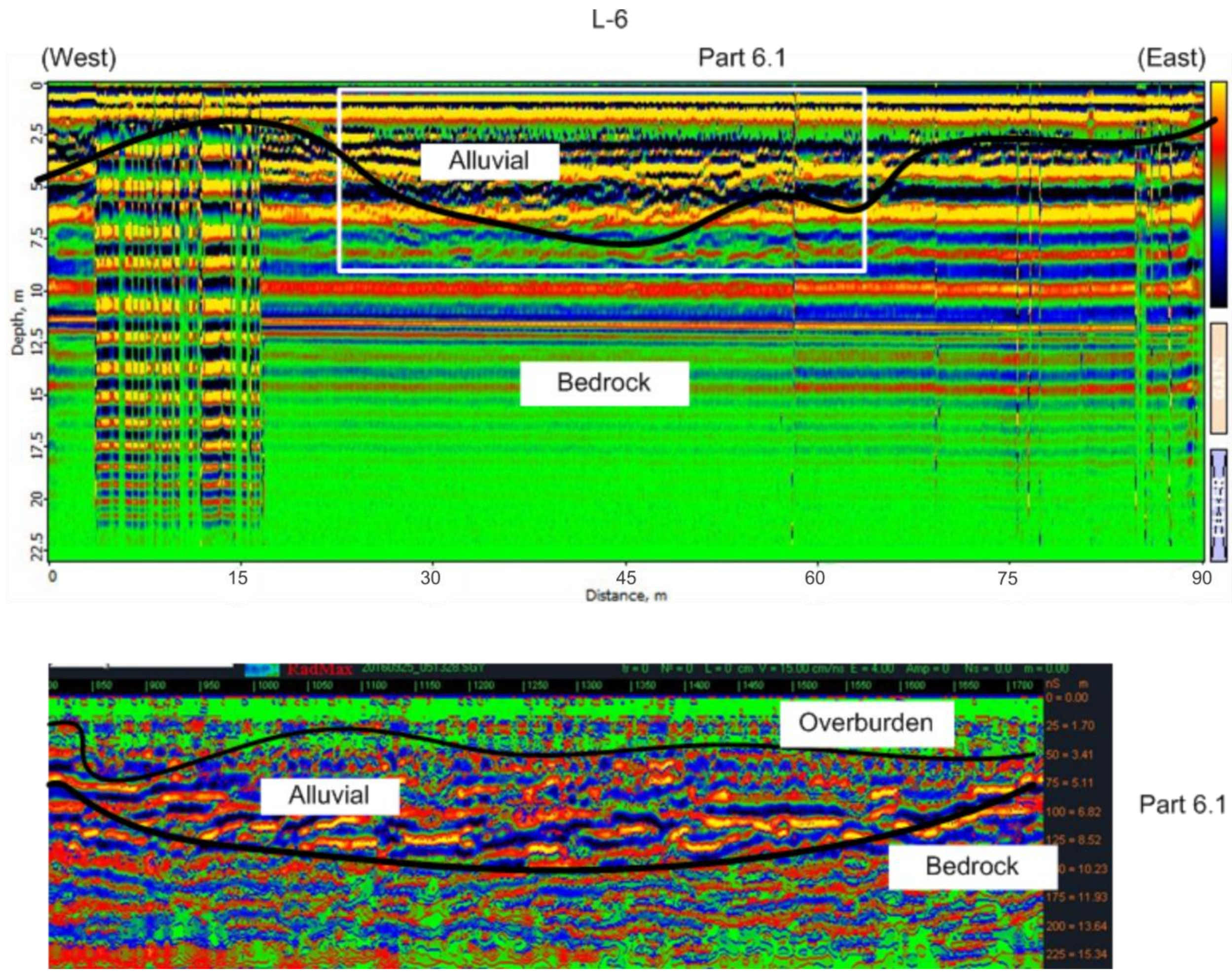


Figure 27 - Ground penetrating radar line L-6 on claim Summit 10 had a possible paleochannel at 45 m, approximately 7.5 m below surface.

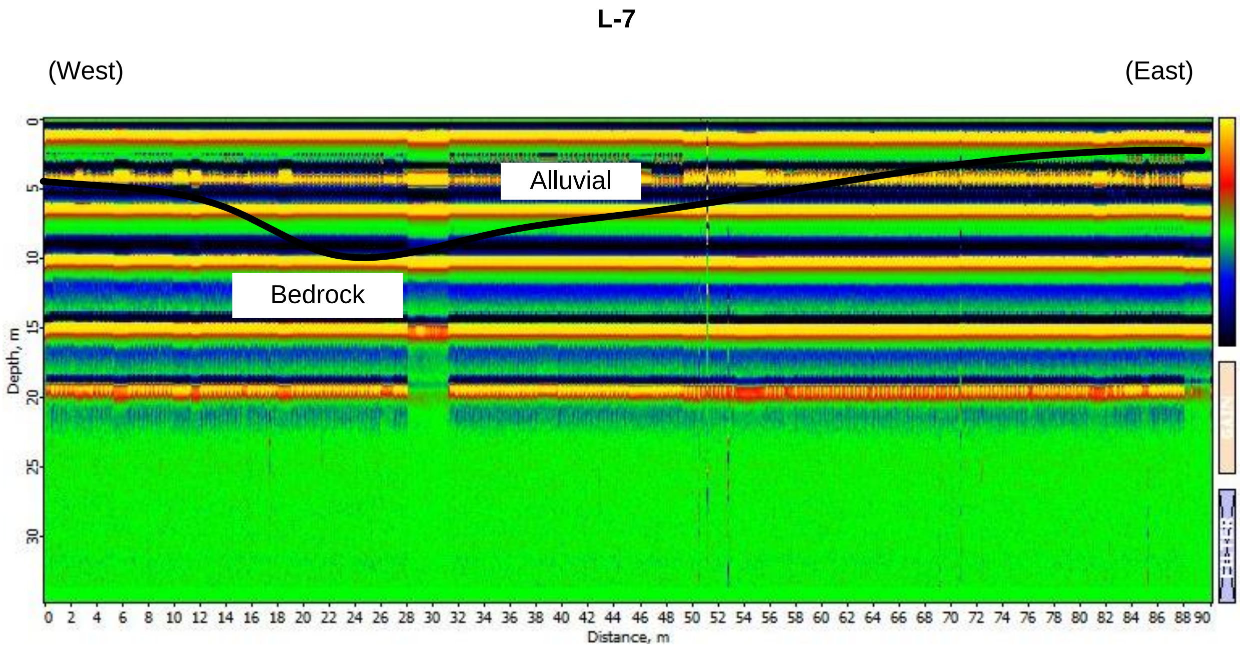


Figure 28 - Ground penetrating radar line L-7 on claim Summit 10 had a possible paleochannel at 25 m, approximately 10 m below surface.

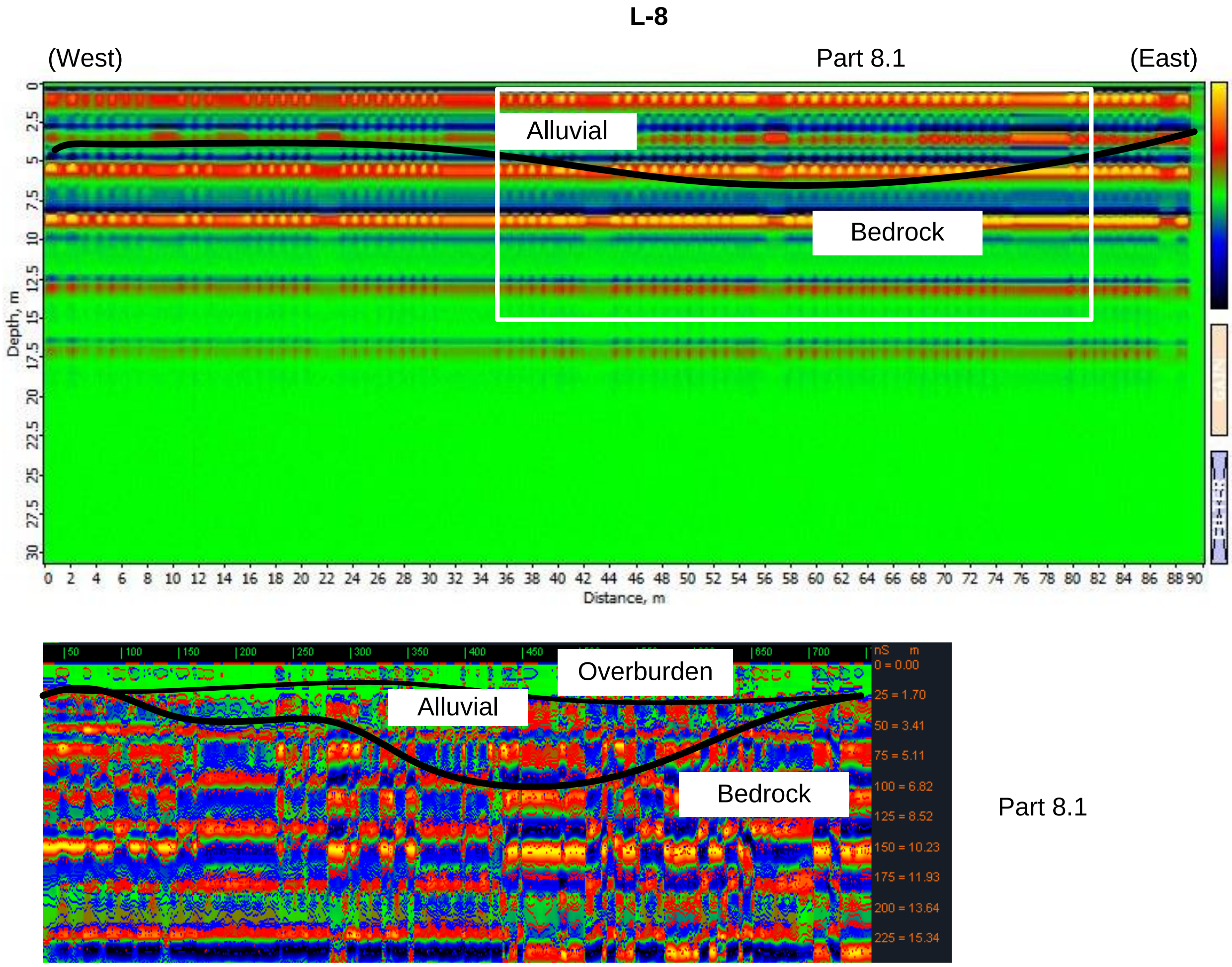


Figure 29 - Ground penetrating radar line L-8 on claim Summit 11 had a possible paleochannel at 62 m, approximately 7 m below surface.

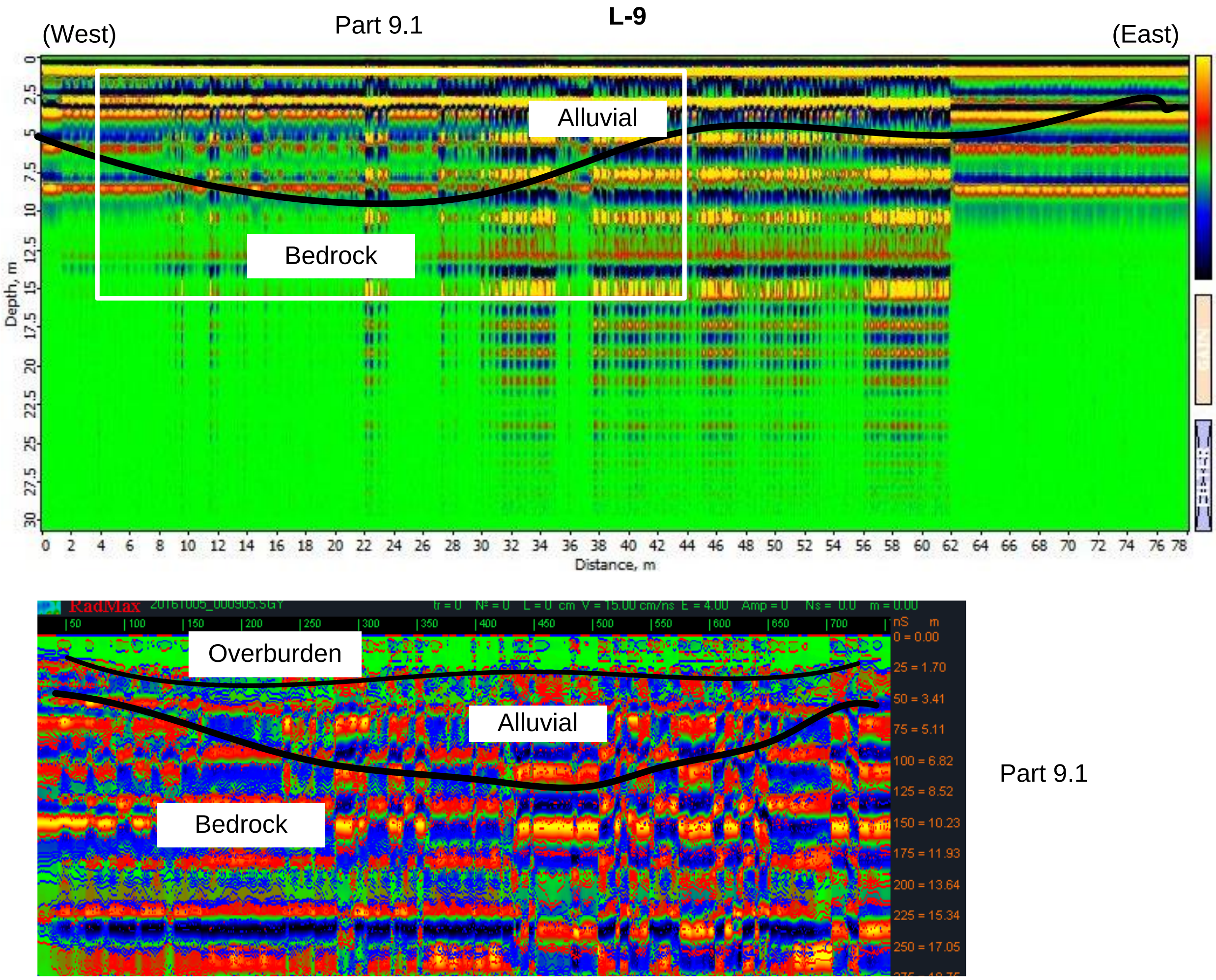


Figure 30 - Ground penetrating radar line L-9 on claim Summit 12 had a possible paleochannel at 22 m, approximately 10 m below surface.

Conclusions and Recommendations

The resistivity geophysical surveys appeared to show distinctive channels on both the Max claims and the Summit claims on Summit Creek. Calibration was enabled by the presence of bedrock outcrops at or near the endpoints of the surveys. Bedrock was interpreted from the resistivity surveys to be 4 to 6 metres deep on the Summit claims, and 5 to 6 metres on the Max claims.

In contrast, the ground penetrating radar surveys on the Max claims appeared to indicate paleochannels at depths of 11 m to 16 m below surface. The ground penetrating radar surveys on the Summit claims were more correlative to the resistivity results, with indicated paleochannels at depths from 7 m to 11 m below surface. The locations of the resistivity and ground penetrating radar surveys were not overlapping, so this would have affected the ability to directly correlate these methods with each other.

Regardless, these results indicate relatively shallow targets which are promising locations to test for placer gold.

Although the test pitting was very limited in scope and size on both the Max claims and the Summit claims, significant amounts of fine gold were encountered, along with associated magnetite and other heavy minerals.

The association of magnetite with placer gold values indicates that a ground magnetometer survey would be useful in identifying paleochannels along the valley, so this is recommended. This should be followed up by excavator test-pitting or drilling of magnetic anomalies, especially where these may coincide with paleochannels that have been indicated by the ground penetrating radar surveys.

Samples processed should be at least 10 cubic metres in volume each, and taken at progressively deeper intervals until reaching the bedrock contact. Should favourable results be obtained in the bulk testing phase, full-scale mining should be initiated.

Statement of Costs for 2016 Summit Creek Placer Exploration Program

Table 7 – Statement of Costs for 2016 Placer Exploration Program, Summit Creek

2016 Placer Exploration Program Summit Creek	Rate	Subtotal	GST	Total
Kryotek Arctic Innovation Inc. – Resistivity on Geoplacer leases	As per invoice GE2016A	$2000.00	$100.00	$2100.00
Kryotek Arctic Innovation Inc. – Resistivity on Kryotek leases	As per invoice KR2016A	$2000.00	$100.00	$2100.00
Kryotek Arctic Innovation Inc. – Flight support for Geoplacer leases	As per invoice GE2016D	$413.44	included	$413.44
Kryotek Arctic Innovation Inc. – Flight support for Kryotek leases	As per invoice KR2016D	$413.44	included	$413.44
Kryotek Arctic Innovation Inc. – Staking of leases to claims Geoplacer	As per invoice GE2016C	$2835.00	$141.75	$2976.75
Kryotek Arctic Innovation Inc. – Staking of leases to claims Kryotek	As per invoice KR2016B	$3335.00	$166.75	$3501.75
Kryotek Arctic Innovation Inc. – Test Pitting on Summit claims	As per invoice GE2016B	$2035.00	$101.75	$2136.75
Kryotek Arctic Innovation Inc. – Test Pitting on Max claims	As per invoice KR2016C	$2050.00	$102.50	$2152.50
47129 Yukon Inc. – Ground Penetrating Radar on Summit claims	As per invoice #5	$2000.00	$100.00	$2100.00
47129 Yukon Inc. – Ground Penetrating Radar on Max claims	As per invoice #6	$2000.00	$100.00	$2100.00
Geoplacer Exploration Ltd. – Final YMEP Report	As per invoice 2016-004IN	$2500.00	n/a	$2500.00
Total				$22494.63

Statement of Qualifications

William LeBarge

I, William LeBarge, of 13 Tigereye Crescent, Whitehorse, Yukon, Canada, DO HEREBY CERTIFY THAT:

1. I am a Consulting Geologist with current address at 13 Tigereye Crescent, Whitehorse, Yukon, Canada, Y1A 6G6.
2. I am a graduate of the University of Alberta (B.Sc., 1985, Geology) and the University of Calgary (M.Sc., 1993, Geology – Sedimentology)
3. I am a Practicing Member in Good Standing (#37932) of the Association of Professional Engineers and Geoscientists of British Columbia (APEGBC).
4. I have practiced my Profession as a Geologist continuously since 1985.
5. I am President and sole shareholder of Geoplacer Exploration Ltd., a Yukon Registered Company.

Dated this 23rd day of December, 2016

William LeBarge, P. Geo.

Boris Logutov

Mr. Boris Logutov (born in Perm, Russia, in 1966) is a geophysicist/geologist post-graduate (Master) at Perm State University (Russia). Since 2012 he has been the president of 47129 Yukon Inc., an exploration company based in Whitehorse and operating throughout the Yukon. His geophysical work has been utilized by several placer mining companies operating in the Klondike.

Boris Logutov

James Coates

I, James Coates of 173-108 Elliott Street, Whitehorse, Yukon, Canada DO HEREBY CERTIFY THAT:

1. I am a Consulting Geomorphologist with current address at 173- 108 Elliott Street, Whitehorse, Yukon, Canada, Y1A 6C4.
2. I am a graduate of the University of Calgary (B.Sc., 2004, Geography) and the University of Ottawa (M.Sc., 2008, Geography)
3. I have practiced my Profession as a Geomorphologist continuously since 2008.
4. I am President and shareholder of Kryotek Arctic Innovation Inc., a Yukon Registered Company.

References

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Yukon Minfile, 2014. Digital Database of mineral occurrences, Yukon Geological Survey.

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Appendix A - Receipts

Kryotek Arctic Innovation Inc.
173-108 Elliott Street
Whitehorse YT Y1A6C4
8673361597
agrawehr@kryotekinc.com
http://www.darksidedrilling.ca
GST Registration No.: 817746712

INVOICE

INVOICE TO
BIll LeBarge
Geoplacer Exploration Ltd.
13 Tigereye Crescent
Whitehorse Yukon Y1A

INVOICE # GE2016A
DATE 13-09-2016
DUE DATE 13-10-2016
TERMS Net 30

DETAILS	LOCATION	PROJECT NAME
Resistivity Geophysics	Summit Creek, Livingstone Area	Placer Investigations

ACTIVITY	QTY	RATE	TAX	AMOUNT
Geophysics Surveys ($800 each)	2	800.00	GST	1,600.00
Interpretation and Reporting ($400 lump sum)	1	400.00	GST	400.00

Payment is due October 13, 2016. 2% interest will be charged on accounts later than 30 days.

SUBTOTAL	2,000.00
GST @ 5%	100.00
TOTAL	2,100.00
BALANCE DUE	**$2,100.00**

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INVOICE

INVOICE TO
Kryotek Inc.
Whitehorse YT

INVOICE # KR2016A
DATE 13-09-2016
DUE DATE 13-10-2016
TERMS Net 30

DETAILS	LOCATION	PROJECT NAME
Resistivity Geophysics	Summit Creek, Livingstone Area	Placer Investigations

ACTIVITY	QTY	RATE	TAX	AMOUNT
Geophysics Surveys ($800 each)	2	800.00	GST	1,600.00
Interpretation and Reporting ($400 lump sum)	1	400.00	GST	400.00

Payment is dueOctober 13, 2016. 2% interest will be charged on accounts later than 30 days.

SUBTOTAL	2,000.00
GST @ 5%	100.00
TOTAL	2,100.00
BALANCE DUE	**$2,100.00**

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173-108 Elliott Street
Whitehorse YT Y1A6C4
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agrawehr@kryotekinc.com
http://www.darksidedrilling.ca
GST Registration No.: 817746712

INVOICE

INVOICE TO
Geoplacer Exploration Ltd.
13 Tigereye Crescent
Whitehorse Yukon Y1A

INVOICE # GE2016D
DATE 17-10-2016
DUE DATE 16-11-2016
TERMS Net 30

DETAILS	LOCATION	PROJECT NAME
Aircraft Charges	Summit Creek, Livingstone	Placer Investigations

ACTIVITY	QTY	RATE	TAX	AMOUNT
50% of total cost to fly to Livingstone, return to Whse for Geophysics	1	413.44	Exempt	413.44

Payment is due November 16, 2016. 2% interest will be charged on accounts later than 30 days.

SUBTOTAL	413.44
TOTAL	413.44
BALANCE DUE	**$413.44**

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http://www.darksidedrilling.ca
GST Registration No.: 817746712

KRYOTEK

INVOICE

INVOICE TO
Kryotek Inc.
Whitehorse YT

INVOICE # KR2016D
DATE 17-10-2016
DUE DATE 16-11-2016
TERMS Net 30

DETAILS	LOCATION	PROJECT NAME
Flight Charges	Max Claims, Livingstone	Placer Investigations

ACTIVITY	QTY	RATE	TAX	AMOUNT
50% of costs for flight to Livingstone, return for Geophysics	1	413.44	Exempt	413.44

Payment is due November 16, 2016. 2% interest will be charged on accounts later than 30 days.

SUBTOTAL	413.44
TOTAL	413.44
BALANCE DUE	**$413.44**

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KRYOTEK

INVOICE

INVOICE TO
Geoplacer Exploration Ltd.
13 Tigereye Crescent
Whitehorse Yukon Y1A

INVOICE # GE2016C
DATE 17-10-2016
DUE DATE 16-11-2016
TERMS Net 30

DETAILS	LOCATION	PROJECT NAME
Staking	Summit Creek, Livingstone	Placer Investigations

ACTIVITY	QTY	RATE	TAX	AMOUNT
Staking	1	1,300.00	GST	1,300.00
Aircraft	1	485.00	GST	485.00
Camp	1	100.00	GST	100.00
Helicopter	1	950.00	GST	950.00

Payment is due November 16, 2016. 2% interest will be charged on accounts later than 30 days.

SUBTOTAL	2,835.00
GST @ 5%	141.75
TOTAL	2,976.75
BALANCE DUE	**$2,976.75**

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INVOICE

INVOICE TO
Kryotek Inc.
Whitehorse YT

INVOICE # KR2016B
DATE 17-10-2016
DUE DATE 16-11-2016
TERMS Net 30

DETAILS	LOCATION	PROJECT NAME
Staking	Max Claims, Livingstone	Placer Investigations

ACTIVITY	QTY	RATE	TAX	AMOUNT
Staking	1	1,800.00	GST	1,800.00
Aircraft	1	485.00	GST	485.00
Camp	1	100.00	GST	100.00
Helicopter	1	950.00	GST	950.00

Payment is due November 16, 2016. 2% interest will be charged on accounts later than 30 days.

SUBTOTAL	3,335.00
GST @ 5%	166.75
TOTAL	3,501.75
BALANCE DUE	**$3,501.75**

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KRYOTEK

INVOICE

INVOICE TO
Geoplacer Exploration Ltd.
13 Tigereye Crescent
Whitehorse Yukon Y1A

INVOICE # GE2016B
DATE 17-10-2016
DUE DATE 16-11-2016
TERMS Net 30

DETAILS	LOCATION	PROJECT NAME
Assessment Work	Summit Creek, Livingstone	Placer Investigations

ACTIVITY	QTY	RATE	TAX	AMOUNT
Prospecting & Soil Sampling	1	1,000.00	GST	1,000.00
Aircraft	1	485.00	GST	485.00
Camp Fees	1	100.00	GST	100.00
Truck Fuel	1	50.00	GST	50.00
Sampling Equipment	1	200.00	GST	200.00
Reporting	1	200.00	GST	200.00

Payment is due November 16, 2016. 2% interest will be charged on accounts later than 30 days.

SUBTOTAL	2,035.00
GST @ 5%	101.75
TOTAL	2,136.75
BALANCE DUE	**$2,136.75**

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KRYOTEK

INVOICE

INVOICE TO
Kryotek Inc.
Whitehorse YT

INVOICE # KR2016C
DATE 17-10-2016
DUE DATE 16-11-2016
TERMS Net 30

DETAILS	LOCATION	PROJECT NAME
Assessment Work	Max Claims, Livingstone	Placer Investigations

ACTIVITY	QTY	RATE	TAX	AMOUNT
Prospecing & Soil Sampling	1	1,000.00	GST	1,000.00
Aircraft	1	500.00	GST	500.00
Camp Fees	1	100.00	GST	100.00
Truck Fuel	1	50.00	GST	50.00
Sampling Equipment	1	200.00	GST	200.00
Reporting	1	200.00	GST	200.00

Payment is due November 16, 2016. 2% interest will be charged on accounts later than 30 days.

SUBTOTAL	2,050.00
GST @ 5%	102.50
TOTAL	2,152.50
BALANCE DUE	**$2,152.50**

Invoice # 5

Date October 5, 2016 Whitehorse, Yukon

47129 Yukon Inc
2-1908 Centennial Street
Whitehorse, YT, Y1A 3Z5
Tel. 867-333-9928
E-mail: perm193xp@gmail.com

Sold to : Geoplacer Exploration Ltd.

Date Shipped October 5, 2016

Terms: Due to pay November 5, 2016

Name of goods / services	Quantity of the Units/ Services	Price at unit	Amount
1. Geophysical penetration radar survey including geological report	10 geophysical lines	200.00	2000.00
GST 5%			100.00
Total:			**2100.00**

Director 47129 Yukon Inc

Boris Logutov

Invoice # 6

Date October 5, 2016 Whitehorse, Yukon

47129 Yukon Inc
2-1908 Centennial Street
Whitehorse, YT, Y1A 3Z5
Tel. 867-333-9928
E-mail: perm193xp@gmail.com

Sold to : Kryotek Arctic Innovation Inc.

Date Shipped October 5, 2016

Terms: Due to pay November 5, 2016

Name of goods / services	Quantity of the Units/ Services	Price at unit	Amount
1. Geophysical penetration radar survey including geological report	10 geophysical lines	200.00	2000.00
GST 5%			100.00
Total:			**2100.00**

Director 47129 Yukon Inc

Boris Logutov

Geoplacer Exploration Ltd.

Statement of Work

13 Tigereye Crescent, Whitehorse, Yukon Y1A 6G6

December 23, 2016
2016-004IN

Work completed by:

William LeBarge, Director, Geoplacer Exploration Ltd.

Work completed for:

Geoplacer Exploration Ltd.

Project:

Livingstone Creek YMEP Project

Description of work:	Days	Rate/Details	Subtotal
Final YMEP report, Livingstone Project	5.0	$ 500.00	$ 2,500.00
Subtotal			$ 2,500.00

Total Value	$ 2,500.00