Yukon Mining Exploration Program 2016
Report on the

SPY Project

Target Evaluation 16-030

VM 1-32: YE69339-YE69366
V 1-28: YC66812-YC66843
SPY 1-86: YE10801-YE10886
SPY 87-126: YF47275-YF47314

Kluane Ranges, near Destruction Bay, Yukon Territory
NTS map sheet 115G02
Whitehorse Mining District
61°08'N 138°45'W

February, 2017
Produced for Group Ten Metals Inc.
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1 Summary

This report describes a field exploration and geochemical sampling program carried out on the SPY property in 2016. The work was carried out by Midnight Mining Services Ltd. and funded by Group Ten Metals Inc. with assistance from YMEP. The work consisted of prospecting and sampling on the Spy Sill from September 16 to 22, 2017 for 18.5 man-days of work. This report was prepared to satisfy requirements for the Yukon Mineral Exploration Program (YMEP) reporting.

The Spy project is located approximately 13 km south of Destruction Bay, which is 267 km northwest of Whitehorse, Yukon Territory. The project area is on NTS map sheet 115 G02 and centered at a latitude of 61°08'N and a longitude of 138°45'W. The Spy project consists of 186 contiguous claims and covers an area of approximately 3812 hectares in the Whitehorse Mining District. The project is close to Kluane National Park and within the Kluane Wildlife Sanctuary in which exploration and mining are allowed. The project is within the traditional territory of the Kluane First Nation.

The Spy Project lies within the Wrangell Terrane in the northeastern portion of the accreted Insular Super Terrane, which consists of the Alexander and Wrangell Terranes. Regionally, the project is situated within the 600-km long Kluane Ultramafic Belt, which is characterized by Triassic aged mafic to ultramafic sills that are referred to as the Kluane mafic-ultramafic suite. The Kluane mafic-ultramafic suite hosts many magmatic nickel (Ni) - copper (Cu) - platinum group element (PGE) ±gold (Au) occurrences from Northern British Columbia through Yukon and into Alaska. The Kluane suite intrusions are sill-like bodies that preferentially intrude the country rock sequences at or near the contact between the Hasen Creek Formation and Station Creek Formation. Many of the ultramafic sills have marginal gabbro phases at their bases and upper contacts that appear to be preferentially mineralized. The Kluane Belt Ni-Cu-PGE occurrences are particularly enriched in the rarer platinum group elements osmium, iridium, ruthenium and rhodium.

The Wellgreen deposit represents the most advanced property within the Kluane Belt, with historic production (1972-1973) of 171,652 tonnes grading 2.23% Ni, 1.39% Cu, 0.073% Co, and 2.15 g/t Pt and Pd. As of February 2015 Wellgreen released a preliminary economic assessment with a measured and indicated resource of 5.5 Million ounces PGM+Au, 2.9 billion pounds Ni+Cu and an inferred resource of 13.8 million ounces of PGM+Au and 7 billion pounds Ni+Cu. Measured and indicated grades are 1.67 g/t platinum equivalent or 0.44% nickel equivalent. Inferred grades are 1.57 g/t platinum equivalent and 5% nickel equivalent (www.wellgreenplatinum.com). Wellgreen has the potential to become the second largest PGM and third largest nickel sulphide producer outside Russia or Africa. The Wellgreen deposit emphasizes the excellent potential for large tonnage nickel- copper-PGE deposits in the Kluane Ultramafic Belt.

The oldest rocks exposed on the Spy project are clastic sedimentary rocks of the Hasen Creek Formation and volcanic rocks of the Station Creek Formation. Both formations are intruded by the Kluane mafic-ultramafic suite including the Spy sill, which has been the target for exploration since it was discovered in

1972. Maple Creek gabbros intrude the Station Creek and Hasen Creek formations and the Kluane intrusions. The Hasen Creek Formation is overlain to the southwest by the Triassic Nikolai Group volcanic rocks, Triassic to Cretaceous clastic rocks of the Tatamagouche succession, Tertiary Amphitheatre Group sedimentary rocks and Wrangell Lavas.

The Spy sill is located in the southern half of the project and extends for 6-8 kilometres along a northwest trend. The sill is 75 to 100 metres thick and dip varies from 30 to 45^{o} to vertical. At the north end the sill intersects the Bock's Brook mafic-ultramafic intrusions. Ni-Cu-PGE mineralization on the property has historically been associated with the basal marginal gabbro phase of the Spy Sill. Intermittent sulphide showings have been found over a strike of 3.6 km along the base of the Spy sill, of which a 1.5km exposure on the Spy claims has received the most work. These sulphide showings have highly anomalous PGE grades along with significant Ni and Cu.

Recent work at the at the Wellgreen deposit have shifted attention from narrow, rich basal sulphides to bulk tonnage deposits contained in the entire sill and the adjacent country rock. Previous sampling programs at Spy did not include a large component of consistent chip samples across the sill and country rock. Most of the samples are grab samples with no length and work was focused on exploring and evaluating mineralization at the basal contact of the Spy sill and underlying footwall siltstone of the Hasen Creek formation.

The Spy sill is close to being ready for a drill program. The Ni-Cu-PGE values and the consistency of mineralization over the 1.5km exposure are sufficient, but the area needs more ground work to delineate drill targets. The bulk of work should take place on the Spy sill to delineate drill targets, and other work would include prospecting and investigation into prospective areas on the property. A budget of $181,100 including the following activities is proposed:

- Drone magnetic geophysics survey
- Chip sampling across the width of the sill and into the country rock.
- Trenching to uncover the sill in areas of low cover.
- Prospecting and mapping the other Kluane mafic-ultramafic intrusions and Skolai Group rocks from the north end of the Spy sill to the northwest end of the claim block.

2 Introduction

This report describes a field exploration and geochemical sampling program carried out on the SPY property in 2016. The work was carried out by Midnight Mining Services Ltd. and funded by Group Ten Metals Inc. with assistance from YMEP. The work consisted of prospecting and sampling on the Spy Sill from September 16 to 22, 2017 for 18.5 man-days of work. This report was prepared to satisfy requirements for the Yukon Mineral Exploration Program (YMEP) reporting.

3 Reliance on Other Experts

The author relied on information, maps, geochemical analysis results and interpretations produced by other experts in the fields of geology or geophysics during the preparation of this report. The 1995 Inco sampling program report includes copies of laboratory analysis certificates. The 2000 Santoy sampling program report does not include copies of certificates; instead values were entered into spreadsheets.

4 Project Description and Location

The Spy property is located approximately 13 km south of Destruction Bay, which is 267 km northwest of Whitehorse, Yukon Territory (Figure 1). The project area is on NTS map sheet 115 G02 and centered at a latitude of 61°08'N and a longitude of 138°45'W.

The Spy project consists of 186 contiguous claims and covers an area of approximately 3812 hectares in the Whitehorse Mining District (Figure 2). The claims are registered to Tom Morgan, Bill Harris and Group Ten Metals Inc. See claim map in figure 2 and Table 1 below.

The project is adjacent to Kluane National Park on the south and within 4 kilometres on the west side. It is within the Kluane Wildlife Sanctuary where exploration and mining are allowed. The project is within the traditional territory of the Kluane First Nation.

Table 1 - Claim List

Claims	Grant Number	No. of Claims	Registered owner	Recording Date	Expiry Date
VM 1-32	YE69339 – YE69366	32	Tom Morgan	21/02/2008	21/02/2017*
V 1-28	YC66812 – YC66843	28	Tom Morgan	18/08/2011	21/02/2017*
SPY 1-86	YE10801 – YE10886	86	Group Ten Metals Inc.	01/04/2015	01/04/2020
SPY 87-126	YF47275 – YF47314	40	Bill Harris	11/26/2015	11/26/2016*
Total		**186**			

*Assessment work is currently being filed and expiry dates will be extended.

4.1 Permit

A Mining Land Use (MLU) Permit is required to do exploration work on claims in Yukon except for low impact, grassroots activities that are classified as Class 1 activities as defined in the Quartz Mining Act.

Group Ten applied for a Class 3 permit, which was granted in July 5, 2016 and is in effect until July 4, 2021. Group Ten have met with the Kluane First Nation Chief and council and staff and keep them apprised of exploration activities in their traditional territory.

5 Accessibility, Climate, Local Resources, Infrastructure and Physiography

The best access to the property is by helicopter, which is available from Haines Junction on a year-round basis and if work warrants, may be based in Destruction Bay during the summer. Gravel roads extend from the Alaska Highway along Nines Creek, Bock's Creek and Congdon Creek, approaching within 2 km, 3.5 km and 6 km respectively of the property boundary. Travel along these roads isl be by truck or ATV, depending on road conditions, and then on foot from the end of the road. Suitable staging sites for helicopter access into the project area are available from the Talbot Arm Motel at Destruction Bay and at suitable locations along the access roads.

5.1 Camp

There have not been any camps on the Spy property from past exploration programs. Crews have stayed in nearby Destruction Bay and commuted to the site by helicopter and/or road. The valleys are not suitable for camps because they are active floodplains covered by large boulders. The MLU permit allows for term fly camps at higher elevations.

5.2 Physiography

The southeast end of the Spy Project starts at Congdon Creek within the Kluane Mountains of southwestern Yukon and extends northwest into the drainages of Nines Creek and Bocks Creek. It covers steep, craggy mountain peaks of the Front Ranges. Elevations range between 1400 and 2400 metres above sea level. The property is generally devoid of vegetation, dominated by barren talus slopes, rocky cliffs and mountain peaks, with buck brush along the valleys. Water is available from Nines Creek, Bock's Creek, Congdon Creek and their tributaries. Rock exposure on the project is good at higher elevations, but the valley bottoms and lower sides are typically filled with glacial material and talus fans. Glaciers cover some ground at higher elevations, but the ice has retreated in recent years exposing more bedrock.

Figure 1: Looking SE up Nines Creek.

Figure 2: Project Location Map

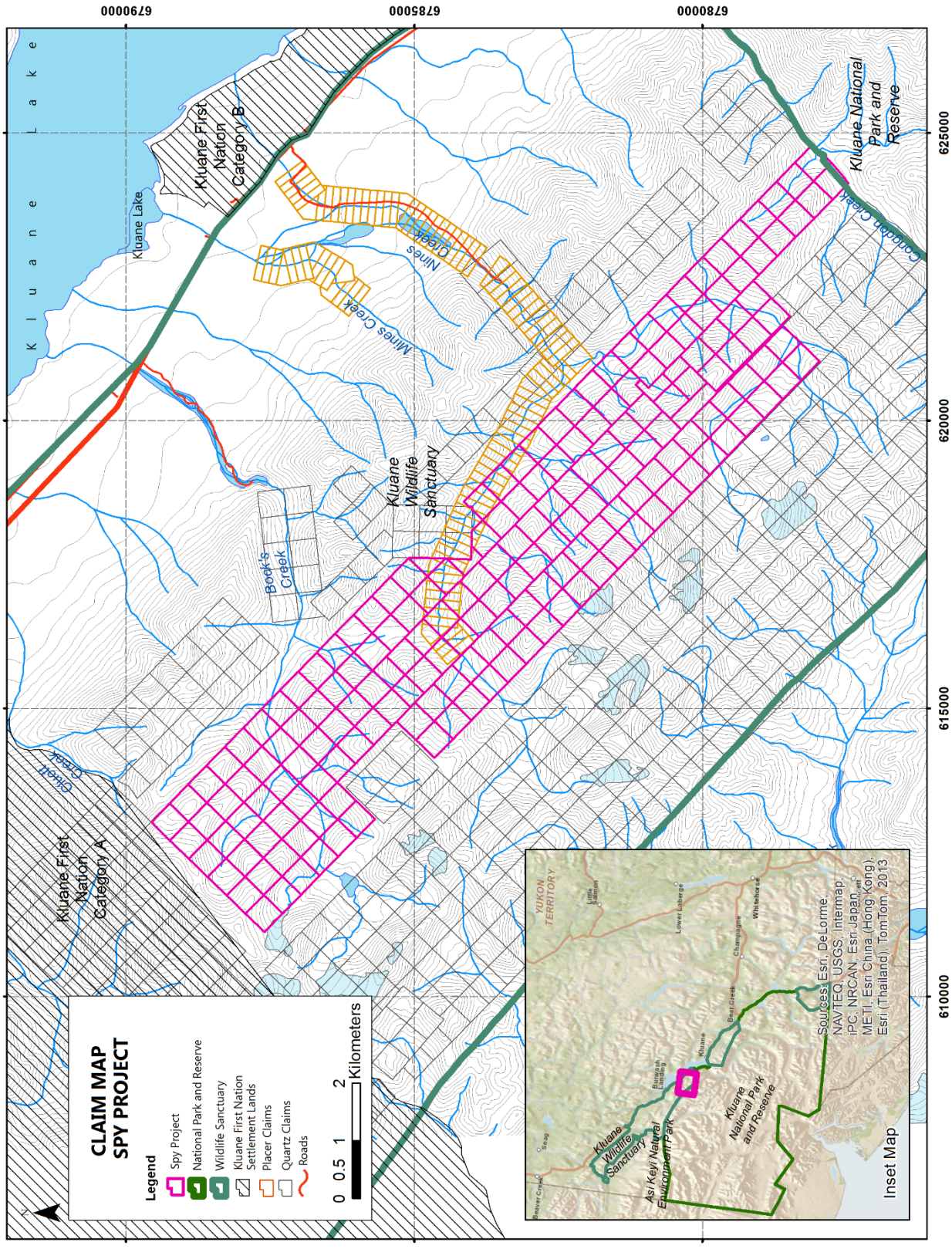

Figure 3: Claim Map

6 History

The Spy Project covers the Congdon (Spy) nickel-copper-PGE showing (Minfile 115G 003) and Bock showing (Minfile 115G 084) as documented by the Yukon Geology Program (Deklerk, 2009). A summary of previous work follows:

Year	Work	results
1953	Conwest stake the RAM claims over headwaters of Halfbreed and Lewis Creeks. Program of detailed geological mapping and prospecting.	Several minor showings of copper-nickel and copper found.
1953-54	Staked as Rawhide, Eagle, etc. in Apr-Oct/53 by P. Versluce, H. Versluce and C. Gibbons, who optioned the property in Apr/54 to R. Hide.	
1956	Restaked as Ram cl 1-6 (72751) in Aug/56 by M. McCallion	
1961	Restaked as Eva cl 1-4 (77040) in Oct/61 by D. Carnegie	
1967	Gypsum reported by GSC in 3 localities	Southernmost occurrence staked by AGIP in 1983
1972-73	Restaked as Spy cl 1-12 in Jul/72 by Nickel Syndicate (Canadian Superior Exploration Ltd, Aquitaine, Home Oil Ltd and Getty Mines Ltd). Geological mapping and geochemical sampling.	Discovery of chalcopyrite and nickeliferous pyrrhotite in gabbro at the base of the main (Spy) peridotite sill (*McLoughlin and Vincent, 1973*).
1986-87	Restaked in Aug/86 by Polestar Exploration Inc, and as Tony cl (YB5915) in Jul/87 by Walhalla Exploration Ltd, which carried out prospecting, mapping and sampling in 1988.	
1988-89	Polestar conducted geochemical surveying on the I claims in 1988 and optioned 50% of its interest to Hunter Gold Inc in Jan/89.	Outlined four gold and four platinum and palladium anomalies with values up to 920 ppb Au, 158 ppb Pt and 277 ppb Pd over the Spy ultramafic sill (*Giroux and Montgomery, 1988*)
1993	R.H.W. Temple staked the Ashley cl (YB37999) on Nines creek in Jun/93.	
1994-95	In Oct/94 Inco Ltd staked a block of 508 Klu claims. The claim block covered Minfile Occurrences #115G 003, 084, 098 and 099. Inco staked a second block of 18 Klu claims north of Congdon Creek in Aug/95.	
1994-97	Geological mapping, lithogeochemical, silt, heavy mineral sampling and soil sampling in 1994 and 1995 (*Bell, 1996*), an airborne EM and magnetics survey in 1996 (*McGowan, 1996*), followed up by geological mapping, prospecting and ground geophysical surveying in 1997 (*Hattie, 1997*), by Inco Ltd.	Delineated sulphide showings, with highly anomalous PGE grades and significant Ni and Cu, over a strike of 3.6 km along the base of the 6 km long Spy Sill. Maximum values from the gabbro at the lower contact include 3.1% Ni, 2.8% Cu, 0.2% Co, 3.1 g/t Pt, 1.4 g/t Pd and 1.0 g/t Au from grab samples.

Year	Work	results
2000	Santoy Resources Ltd optioned the property from Inco and carried out geological mapping, chip sampling, prospecting, silt and soil sampling.	The program outlined massive and disseminated Ni, Cu and PGE mineralization associated with a 950m strike length of the Spy sill (*Tulk, 2001*).
2005	Klu claims were acquired by Resolve Ventures. Re-processing of the 1996 airborne geophysics and a brief property visit sampling previously identified geophysical features was completed. The majority of the claim block lapsed in 2007.	Recommends drilling on the Spy sill, but more information needed to target holes, and blast trenching to uncover the basal contact. (*Liard and Lavigne, 2006*)
2008	Staked by Tom Morgan as VM claims, with V claims added. Reconnaissance program in 2008. Brief mapping and prospecting program in 2011.(*Pautler, 2012*)	Recommends deep auger sampling along contact areas and exposing fresh contact material by trenching *(Morgan, 2009).*
2013	Spy claims optioned by Ashburton Ventures	

6.1 Geophysics

An airborne magnetics and EM geophysical survey was conducted in 1996 by Inco and subsequently reprocessed in 2006 by Resolve Ventures. Digital datasets are not publicly available. Final products from the 2006 processing were georeferenced in 2014 and 2015 and used for geophysical reviews and interpretations.

Due to the severe terrain over much of the claim block, Inco used 100 m spacing between flight lines. The airborne geophysical survey outlined 3 coincident EM and magnetic conductors on the claim block. In 1997, Inco carried out follow-up ground magnetic and EM geophysical surveys on the three conductors. Two of the conductors were found to relate to black calcareous shale exposures. The third anomaly was interpreted to represent conductive overburden.

A small ground magnetic and UTEM survey was completed in 1996 just off the northwestern limit of the Spy property. No other records of historical ground geophysical surveys over the property.

6.2 Rock Samples

A section of the Spy sill has been intensively sampled in 1988 by Polestar and between 1994 and 2006 by Inco, Santoy and Resolve. Polestar set up a grid and collected approximately 450 rock samples. Inco analyzed 400 rock samples**:** the majority for whole rock by XRF/ICP and multi-element using a partial (AR) digestion ICP, the remainder with total digestion. Some additional lab work, including REE, and other trace elements was done on a limited number of samples. In the summer of 2000, Santoy Resources collected another 186 rock samples, which underwent multi-element, and where appropriate, precious metal, analyses using a partial digestion. The 26 samples taken by Resolve in 2005 were selected for lithogeochemical analysis rather than assay; therefore all were prepared using a near total (3-acid) digestion to liberate metals in silicate lattice.

Most of the samples are grab samples with no length unless they were chip samples collected on boulders or in talus. The Polestar samples do not seem to have attracted much attention or follow-up

work. Only grid coordinates are provided for their samples so locations derived from georeferencing grid maps will be approximate. Polestar's best PGE and gold anomalies were in the northwestern part of the Spy claim block, in areas which do not appear to have been revisited by Inco and Santoy. Inco and Santoy concentrated on sampling the higher grade, sulphide rich samples in the basal gabbro of the exposed Spy sill. A digital database is not available, but coordinates are either listed along with sample descriptions or can be pulled from maps of sample locations. Digitizing of sample information is ongoing.

7 Geological Setting and Mineralization

7.1 Regional Geology and Mineral Potential

The Spy Project lies within the Wrangell Terrane in the northeastern portion of the accreted Insular Super Terrane, made up of the Alexander and Wrangell Terranes. The Wrangell Terrane consists of Devonian to Permian arc volcanic, clastic and platform carbonate rocks overlain by Triassic oceanic rift tholeiitic basalt and carbonate rocks. The Wrangell Terrane is bounded by the DenaIi and the Duke River Faults. The Denali Fault is a large strike-slip fault, with a dextral sense of motion and an offset in the order of 350 km, that defines the Shakwak Valley and lies approximately 5 km northeast of the Spy property. The Duke River Fault, separating the Alexander and Wrangell Terranes, lies approximately 5 km southwest of the property.

Post accretionary units, overlapping Wrangell and Alexander Terranes, include Jura- Cretaceous sedimentary rocks of the Tatamagouche Group and Tertiary felsic to mafic volcanic rocks with interbedded terrestrial sedimentary rocks. Post accretionary intrusions include Jura-Cretaceous, mid Cretaceous and Neogene plutons. Thick Quaternary deposits and glaciers cover much of the region.

The Permian and Triassic rocks are faulted and folded about steep axial planes with shallow northwest trending axes. Faulting has occurred along bedding plane slip faults and strike slip faults which trend subparallel to the Denali Fault.

The Wrangell Terrane hosts the 600 km long Kluane Ultramafic Belt, which is characterized by Triassic aged mafic (gabbro to diorite) to ultramafic (commonly peridotite) sills known as the Kluane mafic-ultramafic suite. The Kluane mafic-ultramafic suite hosts a number of magmatic nickel (Ni) - copper (Cu) - platinum group element (PGE) ±gold (Au) occurrences from northern British Columbia, through Yukon and into Alaska.

The mafic-ultramafic intrusions are sill-like bodies that preferentially intrude the country rock sequences at or near the contact between the Hasen Creek Formation (tuffs, mafic volcanics, argillite and limestone) and Station Creek Formation (tuffs, pyritic black tuff, mafic volcanics and argillite), part of the Pennsylvanian (?) to Permian Skolai Group. Many of the ultramafic sills have marginal gabbro phases at their bases and upper contacts that appear to be preferentially mineralized. The Kluane Belt nickel-copper-PGE occurrences are particularly enriched in the rarer platinum group elements osmium, iridium, ruthenium and rhodium.

The Wellgreen deposit represents the most advanced property within the Kluane Belt, with historic production (1972-1973) of 171,652 tonnes grading 2.23% Ni, 1.39% Cu, 0.073% Co, and 2.15 g/t Pt and Pd. As of February 2015 Wellgreen released a preliminary economic assessment with a measured and indicated resource of 5.5 Million ounces PGM+Au, 2.9 billion pounds Ni+Cu and an inferred resource of 13.8 million ounces of PGM+Au and 7 billion pounds Ni+Cu. Measured and indicated grades are 1.67 g/t platinum equivalent or 0.44% nickel equivalent. Inferred grades are 1.57 g/t platinum equivalent and 5% nickel equivalent (www.wellgreenplatinum.com). Wellgreen has the potential to become the second largest PGM and third largest nickel sulphide producer outside Russia or Africa. The Wellgreen deposit emphasizes the excellent potential for large tonnage nickel- copper-PGE deposits in the Kluane Ultramafic Belt.

7.2 Property Geology

Property geology is summarized from reports by Jackson, 2014, Pautler, 2012, Tulk, 2001 and Bell, 1996. Figure 3 and the accompanying legend in figure 4 illustrate property scale geology map and is derived from YGS regional mapping. Unit descriptions are in the table of formations below.

The oldest rocks exposed on the Spy property are clastic sedimentary rocks of the Hasen Creek Formation and Station Creek Formation, both Pennsylvanian to Lower Permian Skolai Group and exposed along the length of the claim block. The strata trend northwest and dip at an average of 40° southwest. The Hasen Creek Formation is intruded by Late Triassic mafic to ultramafic sills of the Kluane mafic-ultramafic suite, including the Spy sill. A significant band of limestone within the Hasen Creek Formation is mapped below the Spy sill and additional similar limestone bands occur above the sill. Maple Creek gabbros intrude the Station Creek formation and ultramafic rocks.

The Hasen Creek Formation is overlain by the Triassic Nikolai Group volcanic rocks, Jurassic to Cretaceous clastic rocks of the Tatamagouche succession, Tertiary Amphitheatre Group sedimentary rocks and Wrangell Lavas. The Wrangell Lavas which dominate in the southwest of the property consist of rusty, red-brown basaltic andesite flows, interbedded with felsic tuff. On the northwestern edge of the project is the semi-circular Bock's Brook stock, a Wrangell Suite intrusion of diorite to gabbro composition.

The Spy sill is in the southern half of the claim block and intrudes Hasen Creek siltstone for 6-8 kilometres along a northwest trend, extending off the property at the south end. The sill is 75 to 100 metres thick. Dip is variable, interpretation of magnetic data suggest it ranges from 30 to 45^{o} at the Spy Showing to vertical at the southeast and northwest ends(Bell, 1996). Contacts with the country rock are sharp and often sheared, accompanied by local hornfelsing, silicification and sulphide mineralization. At the north end the sill intersects the Bock's Brook mafic-ultramafic intrusions. The northern 4 km of sill are more diffuse than the southern portion and are dominated by gabbro.

The Spy sill is composed of peridotite, gabbro and anorthositic gabbro members, which form sub-parallel moderately dipping units. Peridotite forms the central phase of the sill and measures approximately 35 to 60 metres in thickness. It is generally unserpentinized, fine to medium grained, black, and feldspathic. Marginal gabbro, between 2 to 50 metres thick, occurs at the top and base of the peridotite unit and

varies in composition between gabbro and melagabbro. The contact between the marginal gabbro and the peridotite is generally gradational over several metres. Both the marginal gabbro and peridotite units are intruded by an anorthosite to anorthositic gabbro which occurs locally as a 10 to 15 m thick, concordant to cross-cutting sill with gabbroic margins. The anorthositic gabbro is light grey, fine to medium grained and generally contains 2 to 4% finely disseminated pyrite and pyrrhotite. Thin anorthosite seams within peridotite have also been noted south of the Spy showing and highlight small scale block faulting.

Maple Creek gabbro sills intrude the Spy sill and occur stratigraphically above and below it. The most continuous Maple Creek gabbro sill occurs 230 metres down-section from the base of the peridotite and is up to 160 metres thick. This sill is intermittently exposed over a 10-kilometre strike. The northwestern end of the Spy sill is cut by a 200-metre thick section of Maple Creek gabbro. Elsewhere, smaller bodies of Maple Creek gabbro also cut and form lens shaped bodies within the peridotite. Maple Creek gabbros are typically barren of mineralization.

The Bock's Brook intrusions are in the northern half of the claim block and are only partly covered by Spy claims. The southernmost intrusion is the largest peridotite intrusion on the property, measuring 500m at its thickest extent. The thickness may be exaggerated by repeated fault slices, but there appears to be at least one smaller sill below the main sill. The peridotite is serpentinized and fault bounded along the northern contact.

The Lewis intrusions are located at the northwest end of the claim block. There are three intrusions of relatively unserpentinized peridotite to pyroxenite composition intruding Hasen Creek Formation sediments. Only part of one intrusion is covered by the Spy claims. They are in an extremely rugged area which has made exploration difficult.

All the above units are locally overlain by Quaternary unconsolidated glacial, glaciofluvial and glaciolacustrine deposits and ice.

7.3 Structure

Quaternary material in the valley bottoms of Nines Creek, Bock's Brook and Lewis Creek obscures much of the structure, but it appears to consist of several fault bounded slices of folded Paleozoic and Mesozoic strata, overlain by gently dipping Tertiary rocks. Bounding faults trend northwest, parallel to the regional Denali Fault and appear to have a steep dip. Axial planes of folds are also northwest with a steep dip; axes are assumed to be near horizontal.

Table of Formations

Q – Quaternary	Unconsolidated alluvium, colluvium and glacial deposits.
NW1 Miocene to Pliocene Wrangell Lavas	Extensive volcanic unit, volumetrically significant but not associated with mineralization. Suture unit, joining Wrangellia and Alexander Terranes. Can form thick piles 400-1000m thick. Rusty red, brown phyric and non-phyric basalt and andesite flows, interbedded with felsic tuff, volcanic sandstone and conglomerate. Associated granodiorite and diorite intrusions.

MW Mid to late Miocene Wrangell Suite	Intrusions of granodiorite and diorite with lesser gabbro. Associated subvolcanic felsic intrusions.
OA Paleocene to Oligocene Amphitheatre Formation	Tertiary freshwater clastic rocks 60 to 575 metres thick with a limited occurrence. Clastic rocks, minor carbonaceous shale and thin coal seams, mostly fluvial and lacustrine deposits.
uTrKT upper Triassic Tatamagouche Formation	Dark to light grey phyllite, medium to coarse grained sandstone, minor greywacke and pebble to cobble conglomerate
LTrK late Triassic Kluane Ultramafic Suite.	Preferentially intrudes at or near the Hasen Creek-Station Creek contact. LTrK2 – Maple Creek Gabbro; fine to coarse grained gabbro sills and dykes. LTrK1 - peridotite, dunite and clinopyroxenite, layered intrusions, locally with gabbroic chilled margins.
uTrC upper Triassic Chitistone Formation	Thin interbedded argillaceous limestone and argillite; massive limestone, limestone breccia, well-bedded limestone; gypsum and anhydrite.
uTrN upper Triassic Nikolai Formation	uTrN2 – dark green to maroon amygdaloidal basalt and basaltic andesite flows, locally pyroxene and plagioclase phyric. uTrN1 – basal conglomerate.
CP Pennsylvanian to lower Permian Skolai Group	CPH1- Hasen Creek Formation – dark to light grey/brown siltstone turbidites, siliceous argillite, chert and minor volcaniclastics sandstone and tuffs CPH2- Hasen Creek formation - buff to gray bioclastic limestone, local cherty interbeds CPS5 – Station Creek Formation - Dark to light green volcanic breccia, crystal tuff and tuffaceous sandstone; breccia clasts consist of basalt within tuffaceous matrix; minor basalt flow. CPS1 – undivided Skolai Group

7.4 Mineralization

The Spy property covers the Congdon/Spy 115G003 mineral occurrence and two of three locations for the Bock 115G084 minfile occurrence as documented by the Yukon Geological Survey. The Congdon/Spy occurrence is the Spy Sill and the Bock occurrences were originally gypsum showings, but have been reclassified as Ni-Cu-PGE (Au) showings.

Ni-Cu-PGE (Au) mineralization is associated with the basal marginal gabbro phase of the Spy Sill, a northwest trending sill which contains the original Spy Showing. Intermittent sulphide showings occur over a strike of 4 km along the base of the 6-8 km long sill. These sulphide showings have anomalous PGE grades along with significant Ni and Cu.

Most Ni-Cu-PGE mineralization is associated with the basal contact of the Spy Sill and the footwall Hasen Creek siltstone, but disseminated lower grade mineralization is also found throughout the entire sill and into the country rock on either side. Numerous mineral occurrences have established the presence of both narrow massive sulphide lenses and disseminated mineralization within the contact zone. Host rocks include gabbro and peridotite phases of the sill as well as footwall siltstone. Several showings of

massive and disseminated mineralization occur intermittently over a strike length of 1.5km between the 99 and Sweet 16 showings. Between Nines Creek and Congdon Creek, the Solo and South Spy showings suggest that mineralization continues at the south end, but steep terrain makes access difficult and this area has not received much work. A description of the Spy sill showings follows, listed in order from northwest to southeast. See figure 8 for the locations of showings. No significant Ni-Cu-PGE showings on Group Ten claims have been found at intrusions other than the Spy Sill although only a limited amount of work has been done elsewhere.

Claim Post

The Claim Post showing is one of several pyrrhotite-magnetite horizons found above the Spy Sill. At Claim Post a 4m thick pyrrhotite horizon is hosted by silicified siltstone and capped by magnetite and gabbro. Minor magnetite and chalcopyrite occur within the pyrrhotite. Copper values from historic samples were in the 0.1 to 0.3% range, cobalt values were 33-640 ppm. Nickel values reached a maximum of 520ppm and PGE values were low (Bell, 1996).

Sweet 16

The Sweet 16 showing is located northwest of the Taz Showing and consists of one small outcrop and several small pits over a 100m area. Extensive talus cover extends between the Taz and Sweet 16 showings. Mineralization is disseminated net-mesh textured pyrrhotite>pyrite>chalcopyrite in a marginal gabbro at or above the siltstone contact. The best result was a 1.2m chip containing 1.850 g/t Pt, 1.554 g/t Pd, 1.071 g/t Au, 0.12 % Cu and 0.03% Ni. Several grab and chip samples collected by Santoy and Inco in the area contain values ranging from 0.5-2.1 g/t combined PGE+Au, but a lack of outcrop has limited understanding of the extent of mineralization. This showing was revisited in 2016.

21 Again

The 21 Again showing is a semi-massive pyrrhotite skarn up to 3 m occurring at the contact of limestone, limey shales and gabbro, located between the Sweet 16 and Taz showings and approx. 230m upsection in an overlying gabbro unit. It may be part of the same horizon as Claim Post. The mineralization was traced for over 50 metres and then into talus cover. A composite chip was taken by Santoy, but contained only 77 ppb Pt, 68 ppb Au and 604 ppm Cu.

Taz

The Taz showing consists of strongly malachite altered siltstone downsection of the gabbro contact. Thick scree in the area covers the gabbro contact. A hand trench over the siltstone was sampled for its entire 5.5 metre length with the most significant mineralization being a 1.5m chip that returned 1.324 g/t Pt, 0.701 g/t Pd, 0.489 g/t Au, 0.25% Cu and 0.38% Ni. The Taz was revisited in 2016

Wylie

At the Wylie showing mineralization occurs in sulphide net textured marginal gabbro, malachite-stained, footwall siltstone with disseminated chalcopyrite and pyrite, and massive sulphide veins in marginal gabbro. A 4.4m chip sample returned a weighted average of 1.01 g/t PGE+Au, 1.17% Cu and 0.23% Ni. Between the Wylie and Bug showings, mineralization is common but not continuous.

Figure 4: Looking SE along the Spy Sill from the Taz Showing towards the Wylie Showing.

Bugs

The Bugs showing is located approximately 200 metres northwest of the Spy showing and consists of two outcrops of silicified gossanous siltstone in contact with mineralized marginal gabbro. The siltstone is strongly malachite stained and hosts 10 cm wide massive chalcopyrite-pyrrhotite veins in several orientations. The best grab sample was 3.954 g/t Pt, 1.248 g/t Pd, 0.342 g/t Au, 3.66% Cu and 1.44% Ni over 0.9m. Santoy collected a continuous chip over 2.8m with a weighted average of 2.613 g/t PGE+Au, 1.60% Cu and 0.77% Ni.

Spy

The Spy showing consists of massive chalcopyrite-pyrrhotite lenses, up to 2.0 by 0.25 metres, occurring in sediments at the base of the Spy sill. The host siltstone is weakly altered, but highly fractured with chalcopyrite-pyrrhotite mineralization occurring along the fractures. Inco took a grab sample that returned spectacular values of 75.8 g/t Pt, 7.9 g/t Pd, 7.0 g/t Au, 10.4% Cu and 2.6% Ni, but this sample has not been replicated. Santoy's best sample returned 7.07 g/t Pt, 1.33 g/t Pd, 0.693 g/t Au, 0.45% Cu and 0.16% Ni over 1.0m, open in all directions, but there is a question as to whether Santoy relocated the Spy showing previously sampled by Inco.

Spy South-Central

This is an area not a specific showing. It refers to the strike extension of the Spy sill south of the Spy Showing into the southern Nines Creek valley. The area is extremely rugged and difficult to access. The sill can be seen in outcrop trending across the cliff. Two new showings were prospected in this area in 2016, the 99 Showing and Solo Showing.

99 Showing

The 99 Showing occurs in talus and subcrop of rusty peridotite with 10% net textured or fracture controlled and vug-filling sulphides (pyrrhotite>pentlandite>chalcopyrite) 10m above the basal gabbro contact. Downslope is another medium grained gabbro unit with 2-5% pyrrhotite/pentlandite, minor chalcopyrite and local malachite and azurite. The best samples from 2016 contained 0.587 g/t PGE+Au, 5122 ppm Cu, 469 ppm Ni, and 43 ppm Co and 0.302 g/t PGE+Au, 2047 ppm Cu, 1263 ppm Ni and 163 ppm Co. Fifty metres to the east the sill is buried under talus.

Inco collected a grab sample approximately 120m upslope from this area which returned 4.750 g/t Pt, 1.910 g/t Pd, 2.610 g/t Au, 0.28% Cu and 2.91% Ni. Santoy were not able to locate the sample. Interestingly, the sample was taken at a gabbro-siltstone contact above the peridotite from an underexplored horizon.

Solo Showing

The Solo Showing is on the east side of Nines Creek in a fault zone perpendicular to the contact between the Spy sill and Hasen Creek sediments. Mineralization is found in the peridotite, gabbro, sediments and contact hornfels. The ultramafic has been altered to a listwanite with carbonate veining, and trace Cu oxides. Gabbro lenses within the ultramafic are mineralized with blebs of pyrrhotite, pentlandite, and chalcopyrite with limonite staining. Sediments are rusty, altered and fractured with minor Cu oxides and disseminated sulphides. The best samples ran 1.542 g/t PGE+Au, 3130 ppm Cu, 7636 ppm Ni and 276 ppm Co and 2.182 g/t PGE+Au, 1694 ppm Ni, 1367 ppm Ni and 74 ppm Co.

Outside of Main Spy Sill

Spy North

Spy North covers the sill from the Claim Post showing northwest to its intersection with the Bock's Brook intrusions. The sill kinks north in this section and heads down into the Nines Creek valley where it can be traced through scattered outcrops. Part of this area was prospected and sampled in 2015 and 2016. There is some evidence that a parallel gabbro sill continues directly northwest from where the sill kinks. A subtle discontinuous trend of moderate conductivity parallel to the sill suggests the presence of gabbro that continues northwest parallel to the strong linear magnetic high that defines the sill. In 2015, a prospecting traverse along a ridge that intersected this trend passed through Nikolai basalts and andesite dykes.

Bock's Brook Intrusion

Previous work needs to be researched and compiled for this area, but the amount of work and number of samples is limited. The ruggedness of the terrain and the higher results from the Spy sill have diverted attention away from this area. INCO collected samples from three intrusions and country rock in this area. The southernmost intrusion extends onto the Spy claims and contained the best overall sample of the three intrusions at 674 ppm Ni, 289 ppm Cu, 65 ppm Co, 15 ppb Pt, 26 ppb Pd and tr Au. Santoy

spent one day in the area and collected no anomalous PGE samples, but did find one sample of float with 20% pyrite and chalcopyrite that assayed 0.85% Cu. No bedrock source was located.

Lewis Intrusions

The Lewis Intrusions at the northwest end of the claim have also not received much work. INCO collected 12 samples from two intrusions in this area. All samples were collected outside the current spy claim area. The best sample assayed 1585 ppm Ni, 4360 ppm Cu, 105 ppm Co, 580 ppb Pt, 296 ppb Pd and Au from the westernmost intrusion. Limited sampling on the eastern intrusion which extends onto the SPY claims returned Ni in the 59-361 ppm range, Cu in the 59-361 ppm range, Co in the 35-99 ppm range and trace PGE values.

Bock minfile

The original Bock minfile occurrences were originally recorded as gypsum showings from 1967. The deposit type was later updated to Gabbroid Ni-Cu once the focus of investigation changed. Bell, 1995 records fault slices containing gypsum along the tributary creek below on the Bock's Brook ultramafic intrusions and 2m by 3m by 1m rafts of gypsum in Nikolai basalt north of the ultramafic intrusion. This area corresponds roughly with the recorded location of 115G084C.

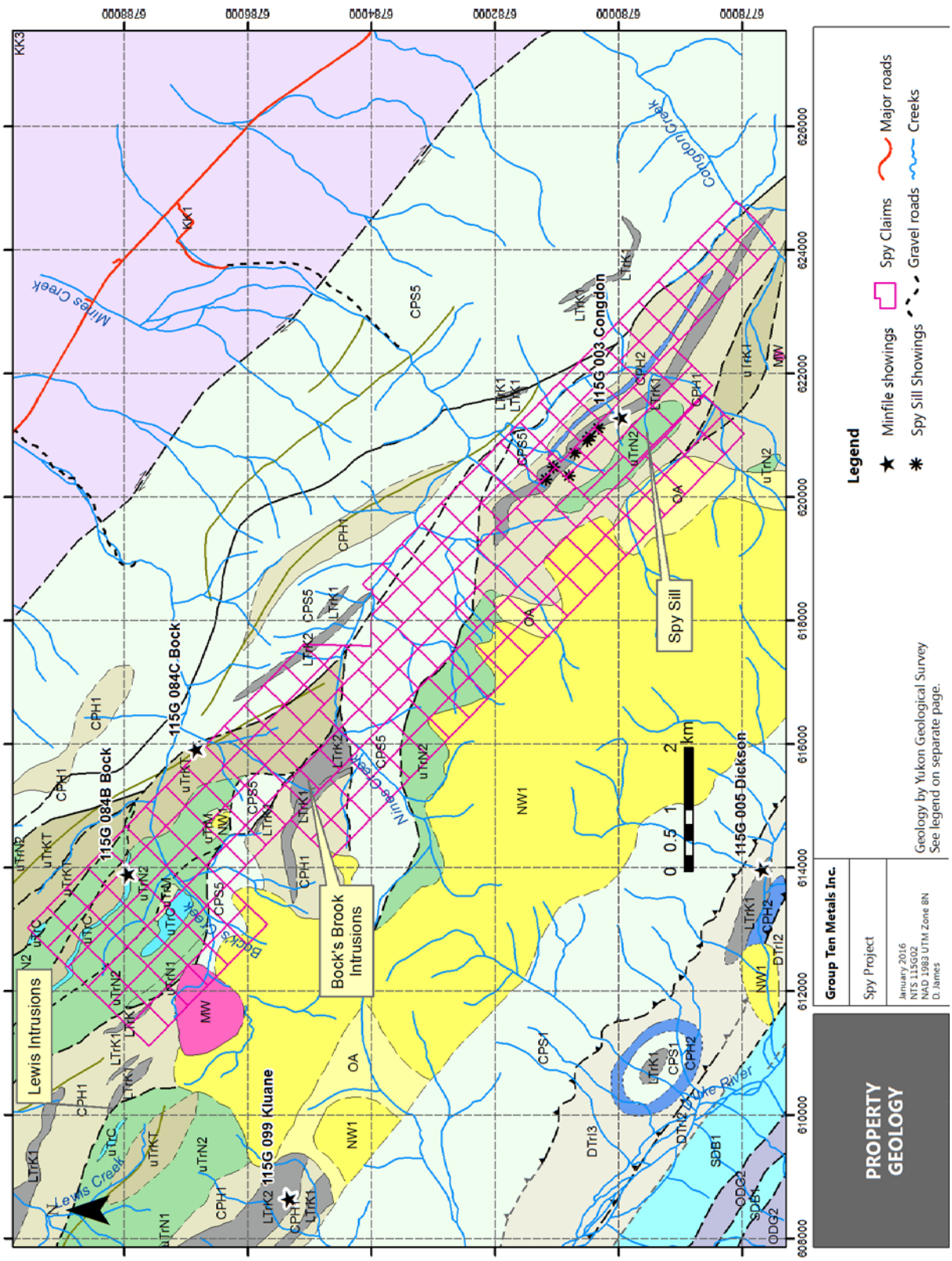

Figure 5: Property Geology Map

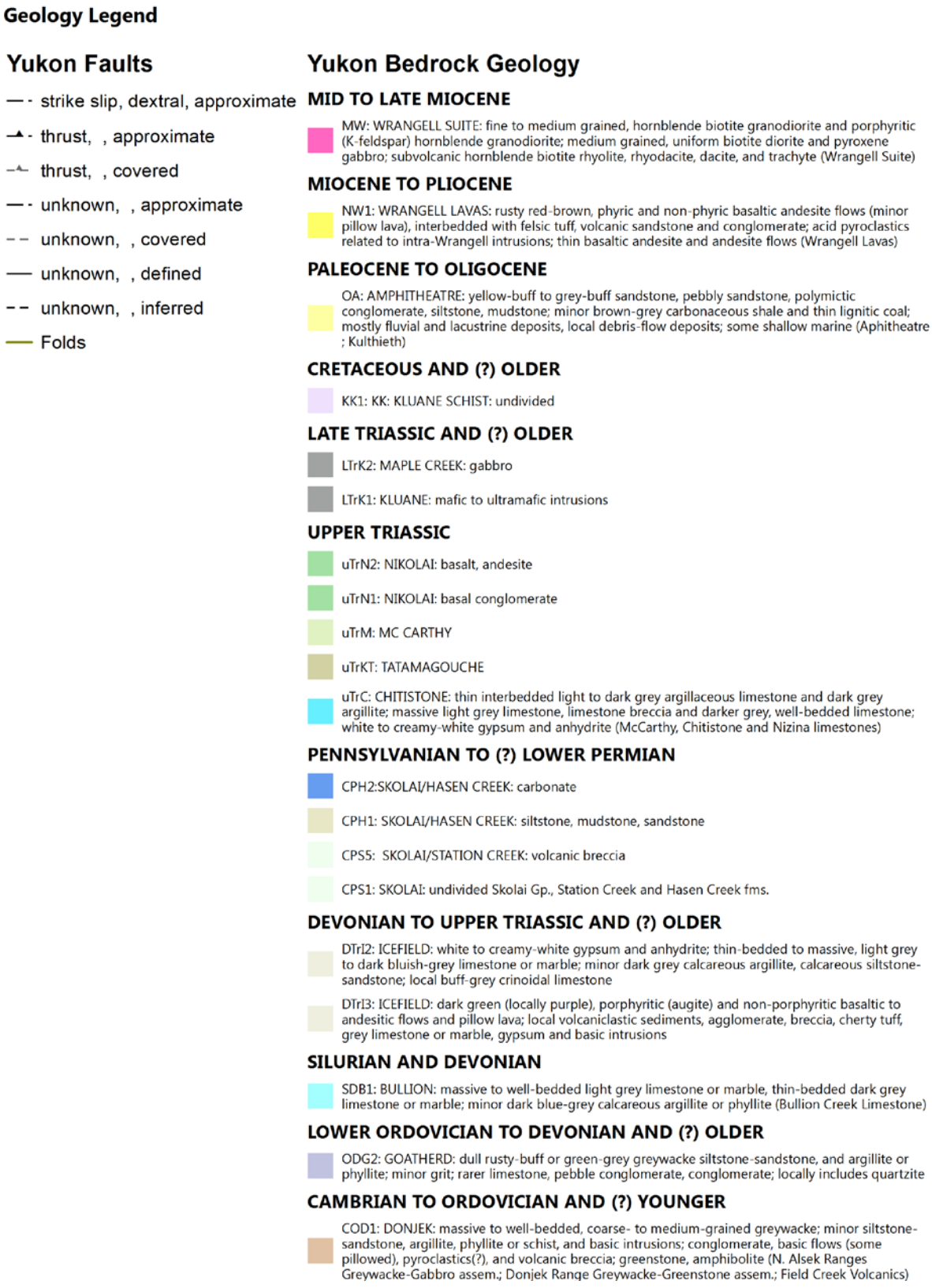

Figure 6: Geology map legend

8 Deposit Types

The Congdon/Spy occurrence is classified by the YGS as Gabbroid Ni-Cu-PGE (Au) a term roughly synonymous with magmatic Ni-Cu-PGE and USGS model 7a synorogenic-synvolcanic Ni-Cu (Page). The same model, with local variations, is applicable to all ultramafic associated mineralization within the Kluane belt.

Gabbroid Ni-Cu-PGE (Au) deposits are characterized by basal massive sulphide lenses and matrix and disseminated sulphides in small to medium sized gabbroic intrusions in orogenic belts of metamorphosed volcanic and sedimentary rocks. The intrusions were emplaced during an orogeny or simultaneously with basalt volcanism. Typical mineralogy is pyrrhotite, pentlandite, chalcopyrite ± pyrite, ± Ti-magnetite ± Cr-magnetite ± graphite and by-product cobalt, platinum group elements and gold.

In the Kluane Belt Ni-Cu PGE + Au mineralization is spatially associated with ultramafic sills or lenses that zone outwards from a dunite core to peridotite and pyroxenite and finally to a gabbroic margin. The intrusions are preferentially located at the contact between the Station Creek and overlying Hasen Creek formations. Massive sulphide mineralization occurs at the base of the sill and sometimes at the top. Net and mesh textured sulphides are found in the marginal gabbro. Hydrothermal and skarn type mineralization may occur in the Hasen Creek sediments above the contact, especially where there are carbonate beds.

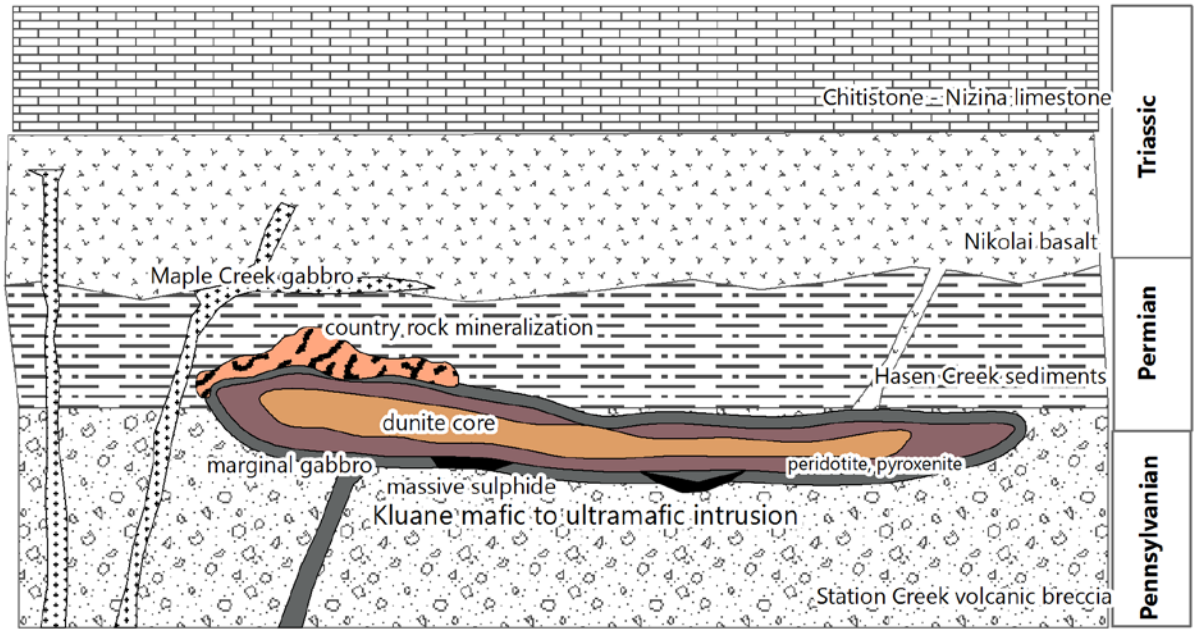

Figure 7: Deposit model for Ni-Cu-PGE mineralization in the Kluane Ultramafic Belt (modified from Hulbert, 1997)

There is potential for copper occurrences in the overlying Nikolai basalt and andesite. These rocks have a high copper background which is remobilized and redeposited as native copper and copper oxides in

amygdules, veinlets and joint plants. Additionally, polymetallic vein deposits can be found that have formed in a similar manner in the Nikolai basalts. The Skolai Group (Hasen Creek and Station Creek formations) and the Nikolai volcanics and related rocks have the potential to host volcanogenic massive sulphide (VMS). These deposit types will not be discussed further because they are not the current target.

9 Exploration

This section covers work done by Group Ten Metals Inc. (previously called Ashburton Ventures) since optioning the Spy claims in 2013. Previous work is covered in section 6.

9.1 2016 Program

The work in 2016 was undertaken by Midnight Mining Services Ltd. and funded by Group Ten Metals Inc. with assistance from YMEP. Crew member were: Bill Harris, Manager, Debbie James, Geologist/GIS, Graham Davidson, Geologist, Jean Pautler, Geologist and Ron Berdahl, Prospector. The work consisted of prospecting, sampling and collection of XRF readings. Kluane Helicopters from Destruction Bay provided flight services. The program ran from September 16 to 22, 2017 for 18.5 man-days of work. Field work was carried out on the 17th, 18th, 20th and 21st and the 19th was a weather/office day.

9.1.1 Prospecting and Sampling

Prospecting and sampling were carried out at and near showings on the main part of the Spy Sill. Two new showings were identified. XRF readings were collected from outcrops and from samples sent for assay to characterise rock types and reduce the number of samples sent for assay.

99 Showing

The 99 Showing is the strike extension of the Spy sill south of the Spy Showing towards southern Nines Creek. The area is extremely rugged and difficult to access. The sill can be seen in outcrop trending across the cliff, but had been lightly sampled by previous operators, most likely due to the difficulty of access. Previous values (see table below) were low except for 224271, collected by Inco approximately 120m upslope from this area which returned 4.750 g/t Pt, 1.910 g/t Pd, 2.610 g/t Au, 0.28% Cu and 2.91% Ni. This sample has not been relocated since originally sampled. Interestingly, the sample was taken at a gabbro-siltstone contact above the peridotite from an underexplored horizon.

At the 99 showing, samples 135670, 71 and 74 were collected of rusty peridotite with 10% net textured or fracture controlled and vug-filling sulphides (pyrrhotite>pentlandite>chalcopyrite) 10m above gabbro contact. Forty metres downslope, is a medium grained gabbro with 2-5% pyrrhotite/pentlandite, minor chalcopyrite, local malachite and azurite. The showing is a good trenching target and trenching should continue to the east where the outcrop is buried under talus.

Sample	Ni (ppm)	Cu (ppm)	Co (ppm)	PGE+Au (g/t)	Rock	description
1353670	**1263**	**2047**	**163**	0.302	peridotite	subcrop of rusty peridotite with 10% net textured sulphide (pyrrhotite, 4% pentlandite, 1% chalcopyrite),with trace

Sample	Ni (ppm)	Cu (ppm)	Co (ppm)	PGE+Au (g/t)	Rock	description
						malachite and azurite in one spot; about 10m above contact with gabbro
1353671	**1481.6**	**1441.1**	**193**	**0.573**	peridotite	grab of rusty peridotite with 10% net textured sulphide (pyrrhotite, 4% pentlandite, 1% chalcopyrite), about 10m above contact with gabbro
1353672	697.4	824.3	94.7	**0.547**	gabbro	medium grained gabbro with fracture controlled 5% pyrrhotite/pentlandite, minor chalcopyrite
1353673	469	**5122**	43	**0.587**	gabbro	rusty weathering medium grained gabbro with 2% fracture controlled and vug filling chalcopyrite and pyrrhotite/pentlandite, malachite and azurite staining
1353674	559	**1027.6**	53.4	0.414	peridotite	medium grained peridotite with fracture controlled and some disseminated sulphide - 3% sulphide with definite pentlandite, some pyrrhotite, 1% chalcopyrite
182532	**1704**	819	130	94 ppb	gabbro	Anorthositic gabbro layers with some gossanous horizons in more mafic gabbro ~-4m wide, gossanous horizons to 30 cm.
222611	**1560**	420	125	116 ppb	peridotite	1.5m chip of gossanous spotted o/c, mod magnetic, fine to med grained, no serp. 2-3% net textured pyrrhotite.
222726	997	75	75	na	gabbro	o/c. Light gray brown on weathered, light grey on fresh surface. Massive, fine to med grained. Trace diss. Pyrrhotite.
222728	**1330**	276	83	na	peridotite	o/c. Feldspathic peridotite, dark gray brown on weathered, dark gray-green on fresh. Massive, 1mm grain size, magnetic. Trace pyrrhotite.
222729	28	123	23	na	gabbro	o/c. Med gray brown on weathered, light grey on fresh. Massive, 1.5-2.0 mm grain size
224271	**2840**	**29100**	120	**9.27**	siltstone	Chert or silicified siltstone at basal contact with gabbro sill. Sill is 60m thick. Pyrite and pyrrhotite droplets up to 3cm in diameter, up to 8% sulphide in sample.
222609	65	60	40	38 ppb	gabbro	Med grained, reddish brown on weathered, dark gray-black on fresh. 2-4% diss. pyrrhotite (magnetic).

Table of results from 99 Showing. Samples 1353670-74 were collected in 2016, the rest are from previous operators.

Figure 8: The 99 Showing. A good trenching target.

Solo Showing

The Solo Showing is on the east side of Nines Creek in a fault zone perpendicular to the contact between the Spy sill and Hasen Creek sediments. Mineralization is found in the peridotite, gabbro, sediments and contact hornfels. The ultramafic has been altered to a listwanite with carbonate veining, and trace Cu oxides. Gabbro lenses within the ultramafic are mineralized with blebs of pyrrhotite, pentlandite, and chalcopyrite with limonite staining. Sediments are rusty, altered and fractured with minor Cu oxides and disseminated sulphides. The best samples ran 1.542 g/t PGE+Au, 3130 ppm Cu, 7636 ppm Ni and 276 ppm Co and 2.182 g/t PGE+Au, 1694 ppm Ni, 1367 ppm Ni and 74 ppm Co.

Sample	Ni (ppm)	Cu (ppm)	Co (ppm)	PGE+Au (g/t)	Rock	description
615819	983.4	136.4	88.7	0.054		
615820	**1087.6**	149.7	97.3	0.037		
615821	**7636**	**3130**	**276**	**1.542**	gabbro	narrow gabbro lens in um at contact with argillite. Sulphide blebs, limonitic staining. Located at footwall of um sill.
1501264	**1503.7**	133.94	141.8	59 ppb	Soil	
1501265	**1367**	**1694**	74	**2.182**	sediments	altered rusty, fractured sediments with minor Cu stain and diss. sulphides. Within 3-5m of um contact. Cu rich, oxide and sulphide <<5%
1501266	1042	507	107	0.405	peridotite	rusty subangular talus within peridotite. >5% sx approx 5m from footwall contact

Sample	Ni (ppm)	Cu (ppm)	Co (ppm)	PGE+Au (g/t)	Rock	description
1501267	59	155.45	40.4	38 ppb	soil	
222732	40	130	128	na	gabbro	
222613	**1345**	151	102	Na	peridotite	
225698	637	**4180**	56	**0.860**	gabbro	Marginal gabbro
225697	737	**1180**	114	0.340	peridotite	Up to 10% net textured sulphide

Table of results from Solo Showing. Samples 615819 down to 1501267 were collected in 2016, the rest are from previous operators.

Sweet 16 Showing

Seven rock samples were collected from the Sweet 16 Showing area. The best values were from sample 615813 and 615815 100m along strike in the same horizon as the Sweet 16 Showing. This area has been well sampled by previous operators so along with familiarization of the showing, the purpose was to prospect upslope and downslope of the showing and scout for trenching sites. As can be seen in figure 9, the talus slopes would be good trenching targets because the mineralized horizon probably continues under the talus to the left of the rusty outcrop.

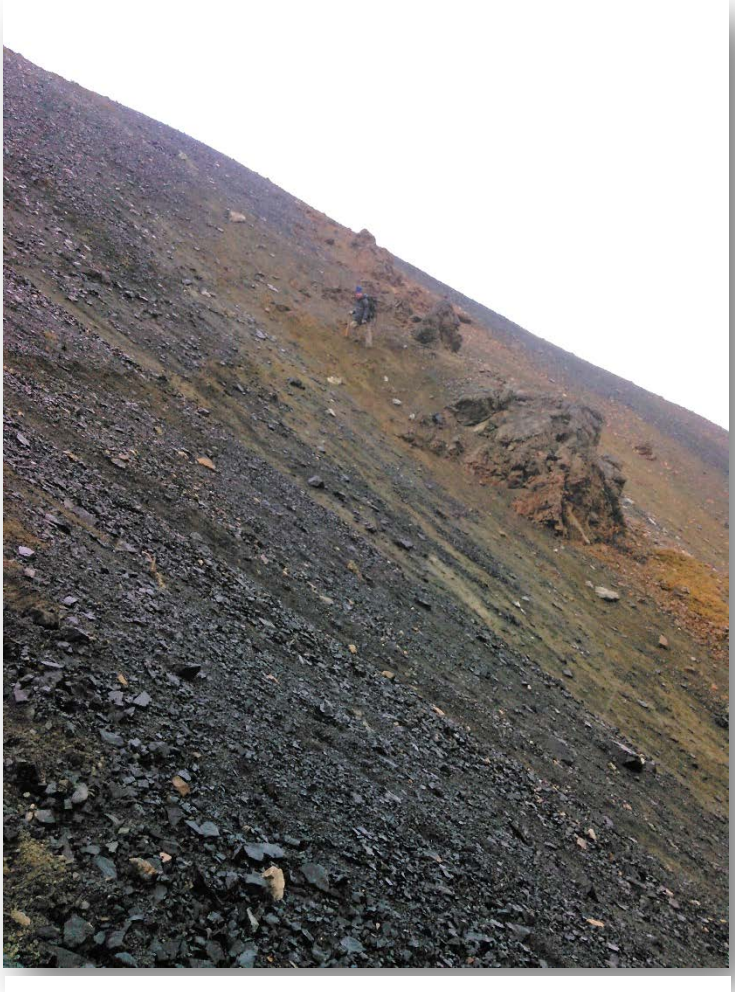

Figure 9: Looking north towards the mineralized horizon that is a continuation of the Sweet 16 Showing. Rusty outcrop is site of samples 615814 and 615815. Black talus in foreground is Spy Sill peridotite.

Sample	Ni (ppm)	Cu (ppm)	Co (ppm)	PGE+Au (g/t)	Rock	description
615810	145.9	583.8	41.3	0.057	gabbro	limonitic gabbro near siltstone contact
615811	27.2	152.3	28.5	0.020	hornfels	disseminated to locally net textured sx (cpy, po, py, pn?) in siliceous gabbro or siltstone. In contact zone.
615812	98.7	880.9	123.3	0.017	siltstone	sx pod in siltstone at gabbro contact. 15-20% sx (py, cpy) as fine dissem and blebs.
615813	564.5	**1254**	62.4	**0.961**	hornfels	Taz Showing horizon. Gabbro or silicified siltstone at contact. Dissem sx.
615814	41.2	94.4	9.3	0.009		listwanitic alteration in o/c
615815	**2645.3**	**4900.6**	**191.6**	**1.285**	hornfels	Sweet 16 Showing horizon. Mineralized gabbro and strongly oxidized siltstone with 10-15% sx
615816	85.4	**6025**	**250**	0.024	siltstone	massive sulphide pod in silicified siltstone.

Table of 2016 results from the Sweet 16 Showing.

Taz Showing

The Taz Showing and ground towards the Wylie Showing were prospected and sampled. Attention was paid to the area west of Taz, looking for continuity down towards Sweet 16.

Figure 10: Trench at the Taz Showing.

Sample	Ni (ppm)	Cu (ppm)	Co (ppm)	PGE+Au (g/t)	Rock	description
615817	**2108.8**	756.3	143.5	0.351		2-5% net textured py and po. Limonitic weathering, manganese, malachite staining
615818	496.5	**8882.2**	33.6	**1.144**	hornfels	argillite at gabbro contact. Gossan, oxide material, malachite, azurite, cpy. Old trench. TAZ showing
1353661	**2168.3**	**1086.1**	115	0.472	gabbro	medium grained gabbro with 2% pyrrhotite, minor chalcopyrite, as patchy rusty weathering talus over 5m area
1353662	**1484**	**8150.4**	125.3	**2.006**	gabbro	very rusty, malachite stained medium grained gabbro with 5% pyrrhotite/some pentlandite?, 1% chalcopyrite as net textured sulphides, in talus over 10m area, below second peridotite sill; argillite below this;
1353663	**2241.9**	729.6	157.8	0.244		talus. 10% sx
1353664	**2413.8**	483.8	162.7	0.315	peridotite	bit rusty, medium grained peridotite with 3% pyrrhotite/some pentlandite?, minor chalcopyrite as net textured sulphides.
1353665	24.3	250.8	16.6	0.008	siltstone	strong rusty, brecciated and hornfelsed limy siltstone, trend 090/moderate S
1353666	**1033.7**	639.7	133.6	0.332	gabbro	strong rusty, medium grained gabbro with 6% pyrrhotite/some pentlandite?, minor chalcopyrite as net textured sulphides, just N of peridotite contact
1501251	**2108.2**	791.1	**161.6**	0.224		sx +/- 5%, magnetic with Fe stain on fractures
1501252	29	67.4	22.9	0.007	Argillite	rusty, calcareous argillite near linestone (grey) contact, 5-10% sx or vuggy rust
1501254	148	457.28	**181.6**	5 ppb	soil	
1501255	575.7	344.17	79.8	41 ppb	Soil	
1501256	496.3	181.64	69.5	65 ppb	Soil	
1501257	609.7	229.21	81.7	54 ppb	Soil	
1501258	800.4	443.48	80.2	50 ppb	Soil	
1501259	639.9	211.75	73	44 ppb	Soil	
1501260	608	553.76	81.1	47 ppb	Soil	
1501261	150.6	122.29	44.1	30 ppb	Soil	
1501262	231.8	562.48	65.3	110 ppb	Soil	
1501263	**1587.1**	**7239.74**	102.3	**3407 ppb**	soil	

Table of 2016 results from the Taz Showing.

Other Samples

Eight samples were collected at the south end of the Spy claims close to Congdon Creek. Values generally low except for 2242 ppm Cu in 615801.

Sample	Ni (ppm)	Cu (ppm)	Co (ppm)	PGE+Au (g/t)	Rock	description
615801	18.4	**2242.3**	**159.3**	0.012	**chert**	orange weathered, limonitic chert on SW side of creek.
615802	310.4	123.9	46.4	0.065	**gabbro**	
615803	**1394.8**	201.8	106.3	0.064	**ultramafic**	near top of blowout
615804	7.7	14.9	13.4	0.003	**gabbro**	gabbro around rim of blowout
615805	**1371.5**	326	121.6	0.056	**ultramafic**	15 m upslope from 615806
615806	467.5	86.8	117.8	0.031	**ultramafic**	
615807	11.6	15.2	14.4	0.001	**gabbro**	
615808	74	61	23.9	0.017	**ultramafic**	o/c. sample piece has qtz vein with silvery sx.
615809	503.1	80.4	116.5	0.024	**ultramafic**	sample near base of outcrop

Table of 2016 results from the south end of the Spy Sill near Congdon Creek.

An area 1 km northwest of the Claim Post Showing where the Spy Sill is broken up was prospected. Four samples were collected but results were low.

Sample	Ni (ppm)	Cu (ppm)	Co (ppm)	PGE+Au (g/t)	Rock	description
1353667	32.3	108.2	26.5	0.027	siltstone	strong rusty hornfelsed siltstone with 7-8% pyrrhotite
1353668	117.4	181.3	18	0.030	hornfels	strongly limonitic, pyrrhotite hornfels with 2% pyrrhotite, well fractured
1353669	88.5	99.5	11.9	0.022	argillite	black, variably sooty argillite with strong rusty, limonitic (after pyrite) beds
1501253	32.1	258.1	11.2	0.007		

Table of 2016 samples from northwest of the Claim Post showing.

All samples were delivered by Midnight Mining staff to the Bureau Veritas preparation laboratory in Whitehorse. Soils were analysed by method AQ251-EXT, an ultratrace aqua regia digest on a 15 g sample split giving results for 39 elements. Rocks were analysed by method AQ270, an aqua regia digest with expanded detection limits that gives results for 34 elements. Gold, platinum and palladium were analysed separately by a 30g fire assay. See appendix 2 for preparation and method descriptions, complete results and assay certificates.

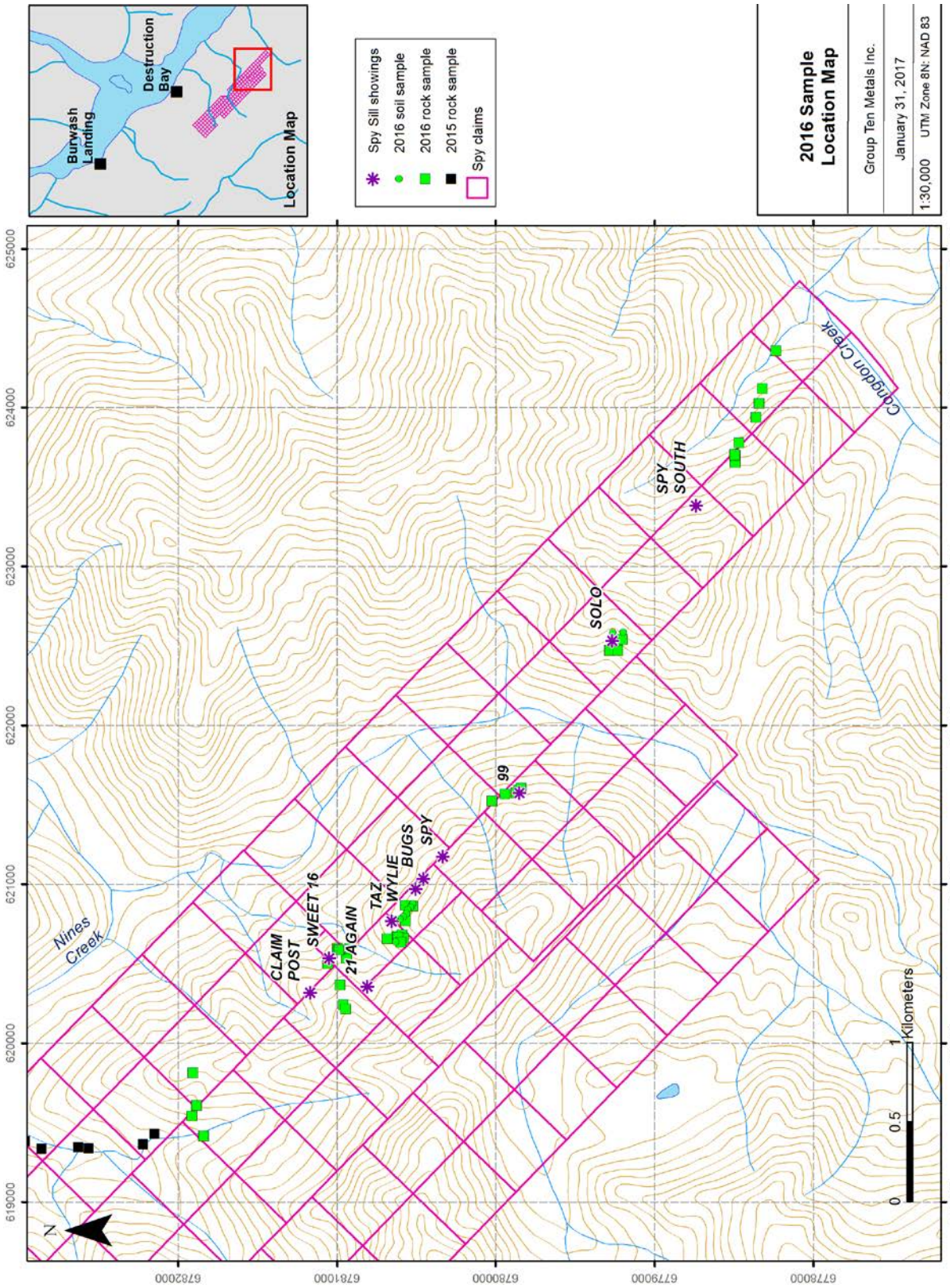

Figure 11: Sample location map. See Appendix 4 for detailed maps.

9.2 Previous Work 2013-2015

9.2.1 2015

Forty new claims were staked at the southern end of the claim block extending into the Congdon Creek drainage, in the headwaters of Bock's Creek and to the northwest end of the claim block. Three areas were prospected and one sample collected from each area during staking.

Thirty two samples were collected, mostly outcrop samples, from outcrops along Nines Creek, Bock's Creek and their tributaries. Chip samples ranging from 0.5 to 5m long were collected from larger gabbro outcrops mostly in the Spy North area.

Data Compilation. Digitizing of geological maps from the 2001 report by Tulk for Santoy Resources Ltd. (assessment report 094164) was started.

A geophysical data compilation and review was conducted using the 2015 regional airborne survey and the 2006 property airborne survey. The scope of work was geophysical data compilation, grid filtering and review/interpretation on both the 2015 Kluane West airborne magnetic survey and data images from the 1996 MAG/EM Survey. The data review consisted of a first pass look at the Spy sil magnetic characteristics and documentation of magnetic regional lineaments as they relate to the sill. Lineaments and trends were interpreted manually and through automated routines. A variety of data filtering processes were applied and images produced for discussion and interpretation. The review is a sampling of geophysical work that could be undertaken in combination with geological interpretation.

9.2.2 2013-2014

In 2013 and 2014, a geophysical review accompanied by a petrophysical study was conducted on the property (Jackson, 2014). The petrophysical study was completed on surrounding lithological units to establish which physical properties of the mineralized zones could be readily differentiated from surrounding lithological units.

The petrophysical analysis indicated, as expected, that the ultramafic units have a consistent and high magnetic susceptibility. Moderately high susceptibility is also observed in the massive sulphides, the Nikolai group and gabbroic samples. The petrophysical analysis can be used to guide future exploration, with magnetic susceptibility, resistivity and chargeability providing an identifiable geophysical signature to the mineralization encountered on the property. The resistivity and chargeability results clearly identify all samples with noted massive sulfides regardless of whether they are within highly magnetic ultramafic assemblages or associated with the more moderate magnetic signature of the gabbroic units. A single peridotite sample with serpentine coated fractures is the only sample not associated with any mineralization to exhibit these same characteristics. While these are encouraging results they also indicate that false positive anomalies from altered ultramafics will likely be common in the surrounding area.

10 Adjacent Properties

Quartz claims surround the Spy claim block but most have recently expired and no significant work been recorded. There are five minfile occurrences in the vicinity of the Spy claim block: Dickson (115G005), Destruction (115G006), Windgap (115G009), Tony (115G098), and Kluane (115G099). All are Ni-Cu-PGE showings with the exception of Windgap which is a coal showing. Dickson was sold to the crown in 1978 and is now within Kluane National Park. The Destruction showing was last worked in 1953 and is on Kluane First Nation settlement land. Tony and Kluane were part of the original INCO Klu claim block staked in 1994, but no work has been recorded since 2001.

To the northwest of Spy are the Category A Settlement Lands of the Kluane First Nation. The nation has been actively exploring their lands since 2014. So far exploration has bee early stage, but KFN were part of a consortium that commissioned an airborne geophysics survey along the west side of Kluane Lake.

There are placer operation along Nines and Mines Creek. Placer claims along the Lower reaches of Nines Creek and all the Mines Creek placer claims are registered to Ming Lee. Claims on the upper reaches of Nines creek are registered to Ralph Keefe and the latest recorded work was in 2010 (Galambos, 2010).

11 Interpretation and Conclusions

Although the Spy Sill has been intensively sampled, recent drill hole results at the at the Wellgreen deposit have shifted attention from narrow, rich basal sulphides to the possibility of bulk tonnage deposits contained in the entire sill and the adjacent country rock. Previous sampling programs did not include a large component of consistent chip samples across the sill and country rock. Most of the samples are grab samples with no length and work was focused on exploring and evaluating mineralization at the basal contact of the Spy sill and underlying footwall siltstone of the Hasen Creek formation. Stacked, repeated sequences of gabbro, ultramafic and sediments above and below the known outcrop of the Spy Sill are future exploration targets, e.g. the gabbro horizon upslope from the 99 Showing.

The bulk of INCO and Santoy's exploration work was focused on exploring and evaluating the nickel, copper and platinum group element mineralization known to exist at the basal contact of the Spy Sill and underlying footwall siltstone of the Hasen Creek formation. Showings discovered by Inco and Santoy extended massive and disseminated Ni, Cu and PGE mineralization at the Spy showing to over 950 m in strike length. Although other areas outside of the Spy sill were briefly examined, the Spy is currently the only area that appears to possess any economic potential.

12 Recommendations

The Spy sill is close to being ready for a drill program. The Ni-Cu-PGE values and the consistency of mineralization over the 1.5km exposure are sufficient, but the area needs more ground work to delineate drill targets. The bulk of work should take place on the Spy sill to delineate drill targets, and

other work would include prospecting and investigation into prospective areas on the property. Activities include:

- Drone magnetic geophysics survey
- Chip sampling across the width of the sill and into the country rock.
- Trenching to uncover the sill in areas of low cover.
- Prospecting and mapping the other Kluane mafic-ultramafic intrusions and Skolai Group rocks from the north end of the Spy sill to the northwest end of the claim block.

The Spy project can be broken into three areas that require similar work. Area 1 covers the 5.5 km section of the Spy sill from the Claim Post showing southeast to Congdon Creek. It contains the 1.5km exposed section between the Sweet 16 and 99 Showings and is the area of the property closest to being a drill target. This area will receive the most intensive work.

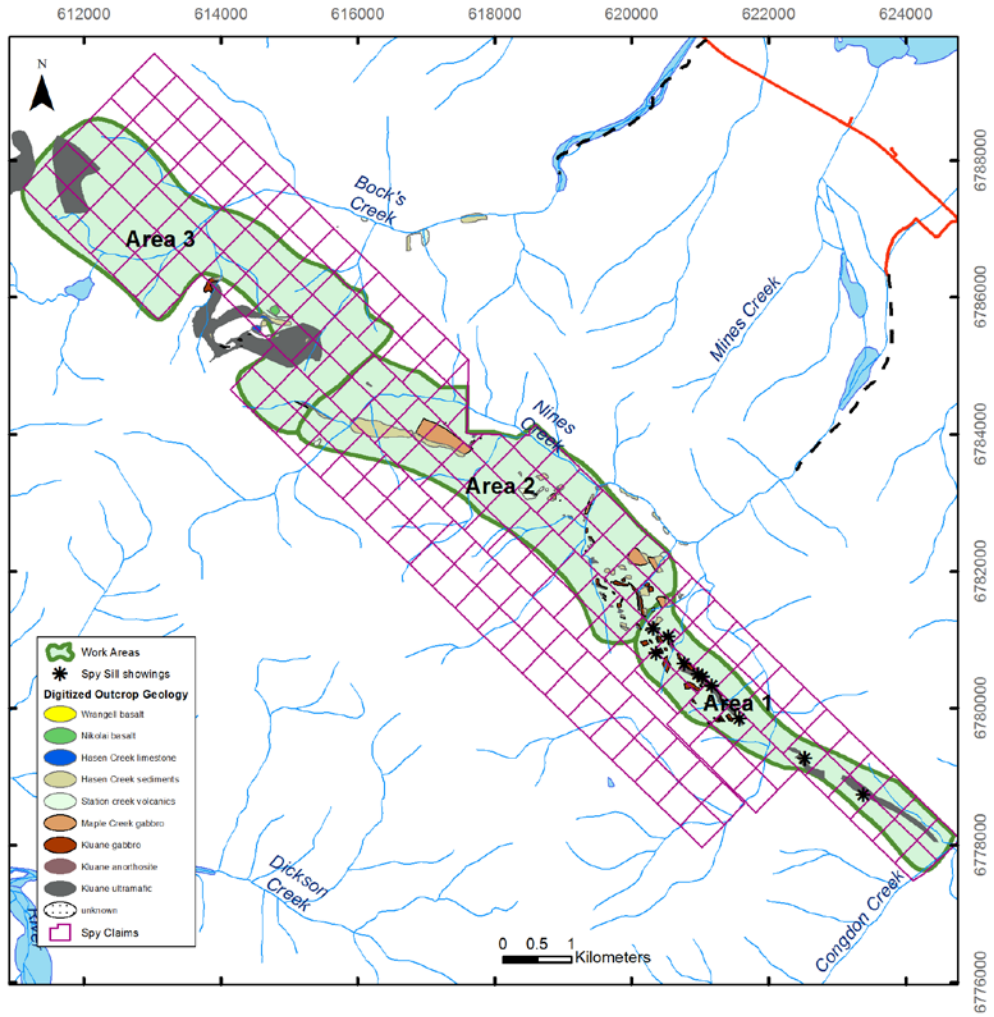

Figure 12: Work Areas

Area 2 continues from the end of Area 1 northwest for approx. 6km, stopping north of Nines Creek. In the southern half of Area 2 the Spy sill kinks north but ultramafic rocks have been mapped by Polestar and Pautler (2011) continuing straight northwest. Polestar also report anomalous rock samples from grid sampling over this area. The 1996 airborne geophysics clearly traces the sill as a linear magnetic high that turns north at 619500E, but subtle, secondary conductive features associated with patchy magnetic highs parallels the Spy sill to the northwest.

Area 3 covers the northwest end of the claim block. It covers a large area of territory, approx. 1000 hectares that has received very little work. INCO mapped the area, but sampling was limited and there do not appear to be any chip samples. Kluane suite mafic-ultramafic intrusions occur within this area – the Bock's Brook and Lewis intrusions, including the thick (up to 500m) southern Bock's Brook sill that is thickened by fault repetition. There is a large area of prospective Skolai Group mapped in Area 3, although Quaternary cover obscures much of the area.

12.1 Proposed Activities

12.1.1 Data retrieval and compilation

Complete digitizing of the detailed historic geology maps and create a geochemical database from all samples collected on the property since the 1988 Polestar work.

12.1.2 Drone Magnetic Survey

Group Ten attempted to retrieve a digital copy of the 1996 INCO geophysics survey, but were unsuccessful. A drone magnetic survey is proposed along the length of the sill that will extend 300 to 500m on either side. The purpose is to delineate those areas of magnetic complexity that have proven successful at Wellgreen in highlighting mineralization. Also, the survey may pick out other mineralized horizons above and below the main Spy sill. Further, in steep, inaccessible areas, a camera mounted on the drone could substitute for human eyes. The survey would start in Area 1 and depending on budget would be extended into areas 2 and 3.

12.1.3 Trenching

Use hand and blast trenching to expose the sill where it is covered by overburden. In some areas slope stability and the size and amount of talus may preclude blasting. Key places for trenching are where the Spy sill is buried on either side of the Sweet 16 showing and in the 99 showing area. Deep auger sampling with a backpack motorized drill may be used to sample the sill and to drill holes for blasting.

12.1.4 Chip Sampling

Chip sample across the width of the sill and into the country rock in the exposed area between the Taz and Congdon/Spy showings. Relocate Santoy's chip samples and extend sampling up and down section, concentrating on upsection. Santoy focused on the basal contact but the main body of the peridotite, the upper marginal contact and the overlying country rock should be tested. Hand or blast trenches may be needed to expose the sill for sampling. Drill pad locations will be scouted for and may be constructed while the blasters are on site.

12.1.5 Prospecting & Sampling

Prospecting and sampling will be done over the northern part of the project). Detailed historic mapping will be used as a guide, but Group Ten will also prospect for Skolai outcrops.

12.2 Schedule

This section outlines a field program described above. Depending on weather conditions, field work would begin in early August.

Pre –Field Program

- Finish geochemical sample database from Inco, Santoy and Resolve rock sample descriptions, maps and assay certificates.
- Review 1988 Polestar rock sampling and digitize all or some of the information.
- Review ultramafic fingerprinting efforts from Inco and Resolve.

Field Program

Area 1 – Spy Sill drone survey, chip sampling and trenching

- Drone magnetic survey over Spy Sill, done before rest of program so that results can be incorporated into geological field work.
- Chip sampling and trenching across Spy sill in the 1.5km stretch with known showings.
- Trenching to expose Spy sill outside of the known showings where it is covered with overburden.

Area 2 - North end of Spy sill

- Drone magnetic survey, dependent on budget.
- Investigate and prospect the area where the Spy sill kinks to the north.
- Follow up Polestar rock sample anomalies and ultramafic outcrops.
- Map and sample area.

Area 3 - North end of claims

- Drone magnetic survey, dependent on budget.
- Investigate and prospect mapped locations of ultramafic rock and Skolai formation, minfile occurrences.

12.3 Budget

Costs and assumptions used in budget on the following page:

Travel to site: Budget is for combination of truck and helicopter travel. Depending on the state of the Nines Creek placer crews should be able to drive partway to site. From the end of the road crews will be airlifted to work sites. Depending on the distance and terrain crews may be able to walk back to trucks at the end of the day.

Camp: Crew will stay in a rental house or motel in Destruction Bay. A fly camp above the Spy sill may be used when working in that area.

Trenching: The best method for trenching will not be known until on site investigation has occurred. Budget includes blasting, but hand trenching and possibly deep auger sampling will also be used.

Fuel: $200 per day includes vehicles and helicopter.

Rare PGEs: Selected high grade platinum and/or palladium pulps or rejects will be rerun for the rare platinum group elements: Osmium, Iridium, Ruthenium and Rhodium. The actual number of samples to be analyzed will not be known until regular assay results are received. This analysis is expensive (~$150) so is a separate line item from regular analysis.

Spy project budget

First Phase - geochemical database, drone magnetic survey

		amount	time	unit cost	total
	geologist	1	3	500	$1,500
	GIS technician	1	8	350	$2,800
	Drone magnetic survey				$10,000
	helicopter	1	4	1,600	$6,400
	total				**$20,700**

Area 1 - Spy sill chip sampling and trenching - 12 days

Geochemistry	rock samples	300		45	$13,500
	soil samples	100		35	$3,500
	rare PGEs assay	10		150	$1,500
Labour	senior geologist	1	12	500	$6,000
	jr geologist	1	12	400	$4,800
	field technician	2	12	350	$8,400
	blaster	1	6	400	$2,400
	blaster's assistant	1	6	275	$1,650
Camp, travel, logistics	camp costs	1	60	150	$9,000
	fuel		12	200	$2,400
	truck	2	12	50	$1,200
	helicopter	1	10	1600	$16,000
Supplies	blasting - powder, b-line, amex, caps				$3,000
total cost area 1					**$73,350**

Area 2 - North end of Spy sill exposure to Bock's Brook intrusion - 5 days

Geochemistry	rock samples	50		45	$2,250
	soil samples	50		35	$1,750
Labour	senior geologist	1	5	500	$2,500
	junior geologist	1	5	400	$2,000
	field technician	2	5	350	$3,500
Camp, travel, logistics	camp costs	1	20	150	$3,000
	fuel	1	5	200	$1,000
	truck	1	5	50	$250
	helicopter	1	10	1600	$16,000
total cost area 2					**$32,250**

Area 3 - North end of claim block - 3 days

Geochemistry	rock samples	75		45	$3,375
	soil samples	50		35	$1,750
Labour	senior geologist	1	3	500	$1,500
	prospector	1	3	350	$1,050

	jr geologist	1	3	400	$1,200
Camp, travel, logistics	camp costs	1	12	100	$1,200
	fuel		3	200	$600
	truck	1	3	50	$150
	helicopter	1	10	1600	$16,000
total cost area 3					**$26,825**

Subtotal - field	**$153,125**
contingency 15%	$22,969
Field Total	$176,094
Report Writing and GIS	$5,000

Entire program	**$181,094**

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Appendix 1 Claim List

GRANT NUMBER	STATUS	LABEL	OWNER	STAKE DATE	RECORDED	EXPIRY DATE
YC66812	Active	VM 1	Tom Morgan - 100%	2008-02-19	2008-02-21	2018-02-21
YC66813	Active	VM 2	Tom Morgan - 100%	2008-02-19	2008-02-21	2017-02-21
YC66814	Active	VM 3	Tom Morgan - 100%	2008-02-19	2008-02-21	2017-02-21
YC66815	Active	VM 4	Tom Morgan - 100%	2008-02-19	2008-02-21	2018-02-21
YC66816	Active	VM 5	Tom Morgan - 100%	2008-02-19	2008-02-21	2017-02-21
YC66817	Active	VM 6	Tom Morgan - 100%	2008-02-19	2008-02-21	2017-02-21
YC66818	Active	VM 7	Tom Morgan - 100%	2008-02-19	2008-02-21	2017-02-21
YC66819	Active	VM 8	Tom Morgan - 100%	2008-02-19	2008-02-21	2017-02-21
YC66820	Active	VM 9	Tom Morgan - 100%	2008-02-19	2008-02-21	2017-02-21
YC66821	Active	VM 10	Tom Morgan - 100%	2008-02-19	2008-02-21	2017-02-21
YC66822	Active	VM 11	Tom Morgan - 100%	2008-02-19	2008-02-21	2017-02-21
YC66823	Active	VM 12	Tom Morgan - 100%	2008-02-19	2008-02-21	2017-02-21
YC66824	Active	VM 13	Tom Morgan - 100%	2008-02-19	2008-02-21	2017-02-21
YC66825	Active	VM 14	Tom Morgan - 100%	2008-02-19	2008-02-21	2017-02-21
YC66826	Active	VM 15	Tom Morgan - 100%	2008-02-19	2008-02-21	2017-02-21
YC66827	Active	VM 16	Tom Morgan - 100%	2008-02-19	2008-02-21	2017-02-21
YC66828	Active	VM 17	Tom Morgan - 100%	2008-02-19	2008-02-21	2017-02-21
YC66829	Active	VM 18	Tom Morgan - 100%	2008-02-19	2008-02-21	2017-02-21
YC66830	Active	VM 19	Tom Morgan - 100%	2008-02-19	2008-02-21	2017-02-21
YC66831	Active	VM 20	Tom Morgan - 100%	2008-02-19	2008-02-21	2017-02-21
YC66832	Active	VM 21	Tom Morgan - 100%	2008-02-19	2008-02-21	2017-02-21
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YC66835	Active	VM 24	Tom Morgan - 100%	2008-02-19	2008-02-21	2017-02-21
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YC66839	Active	VM 28	Tom Morgan - 100%	2008-02-19	2008-02-21	2017-02-21
YC66840	Active	VM 29	Tom Morgan - 100%	2008-02-19	2008-02-21	2017-02-21
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YC66842	Active	VM 31	Tom Morgan - 100%	2008-02-19	2008-02-21	2017-02-21
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YE10802	Active	SPY 2	Group Ten Metals Inc. - 100%	2015-03-19	2015-04-01	2020-04-01
YE10803	Active	SPY 3	Group Ten Metals Inc. - 100%	2015-03-19	2015-04-01	2020-04-01
YE10804	Active	SPY 4	Group Ten Metals Inc. - 100%	2015-03-19	2015-04-01	2020-04-01
YE10805	Active	SPY 5	Group Ten Metals Inc. - 100%	2015-03-19	2015-04-01	2020-04-01
YE10806	Active	SPY 6	Group Ten Metals Inc. - 100%	2015-03-19	2015-04-01	2020-04-01
YE10807	Active	SPY 7	Group Ten Metals Inc. - 100%	2015-03-19	2015-04-01	2020-04-01
YE10808	Active	SPY 8	Group Ten Metals Inc. - 100%	2015-03-19	2015-04-01	2020-04-01

GRANT NUMBER	STATUS	LABEL	OWNER	STAKE DATE	RECORDED	EXPIRY DATE
YE10809	Active	SPY 9	Group Ten Metals Inc. - 100%	2015-03-19	2015-04-01	2020-04-01
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YE10811	Active	SPY 11	Group Ten Metals Inc. - 100%	2015-03-19	2015-04-01	2020-04-01
YE10812	Active	SPY 12	Group Ten Metals Inc. - 100%	2015-03-19	2015-04-01	2020-04-01
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YE10814	Active	SPY 14	Group Ten Metals Inc. - 100%	2015-03-19	2015-04-01	2020-04-01
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YE10830	Active	SPY 30	Group Ten Metals Inc. - 100%	2015-03-19	2015-04-01	2020-04-01
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YE10850	Active	SPY 50	Group Ten Metals Inc. - 100%	2015-03-19	2015-04-01	2020-04-01
YE10851	Active	SPY 51	Group Ten Metals Inc. - 100%	2015-03-19	2015-04-01	2020-04-01

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YE10862	Active	SPY 62	Group Ten Metals Inc. - 100%	2015-03-19	2015-04-01	2020-04-01
YE10863	Active	SPY 63	Group Ten Metals Inc. - 100%	2015-03-19	2015-04-01	2020-04-01
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YE10878	Active	SPY 78	Group Ten Metals Inc. - 100%	2015-03-19	2015-04-01	2020-04-01
YE10879	Active	SPY 79	Group Ten Metals Inc. - 100%	2015-03-19	2015-04-01	2020-04-01
YE10880	Active	SPY 80	Group Ten Metals Inc. - 100%	2015-03-19	2015-04-01	2020-04-01
YE10881	Active	SPY 81	Group Ten Metals Inc. - 100%	2015-03-19	2015-04-01	2020-04-01
YE10882	Active	SPY 82	Group Ten Metals Inc. - 100%	2015-03-19	2015-04-01	2020-04-01
YE10883	Active	SPY 83	Group Ten Metals Inc. - 100%	2015-03-19	2015-04-01	2020-04-01
YE10884	Active	SPY 84	Group Ten Metals Inc. - 100%	2015-03-19	2015-04-01	2020-04-01
YE10885	Active	SPY 85	Group Ten Metals Inc. - 100%	2015-03-19	2015-04-01	2020-04-01
YE10886	Active	SPY 86	Group Ten Metals Inc. - 100%	2015-03-19	2015-04-01	2020-04-01
YE69339	Active	V 1	Tom Morgan - 100%	2011-07-27	2011-08-18	2017-02-21
YE69340	Active	V 2	Tom Morgan - 100%	2011-07-27	2011-08-18	2017-02-21
YE69341	Active	V 3	Tom Morgan - 100%	2011-07-27	2011-08-18	2017-02-21
YE69342	Active	V 4	Tom Morgan - 100%	2011-07-27	2011-08-18	2017-02-21
YE69343	Active	V 5	Tom Morgan - 100%	2011-07-27	2011-08-18	2017-02-21
YE69344	Active	V 6	Tom Morgan - 100%	2011-07-27	2011-08-18	2017-02-21
YE69345	Active	V 7	Tom Morgan - 100%	2011-07-27	2011-08-18	2017-02-21
YE69346	Active	V 8	Tom Morgan - 100%	2011-07-27	2011-08-18	2017-02-21

GRANT NUMBER	STATUS	LABEL	OWNER	STAKE DATE	RECORDED	EXPIRY DATE
YE69347	Active	V 9	Tom Morgan - 100%	2011-07-27	2011-08-18	2017-02-21
YE69348	Active	V 10	Tom Morgan - 100%	2011-07-27	2011-08-18	2017-02-21
YE69349	Active	V 11	Tom Morgan - 100%	2011-07-27	2011-08-18	2017-02-21
YE69350	Active	V 12	Tom Morgan - 100%	2011-07-27	2011-08-18	2017-02-21
YE69351	Active	V 13	Tom Morgan - 100%	2011-07-27	2011-08-18	2017-02-21
YE69352	Active	V 14	Tom Morgan - 100%	2011-07-27	2011-08-18	2017-02-21
YE69353	Active	V 15	Tom Morgan - 100%	2011-07-27	2011-08-18	2017-02-21
YE69354	Active	V 16	Tom Morgan - 100%	2011-07-27	2011-08-18	2017-02-21
YE69355	Active	V 17	Tom Morgan - 100%	2011-07-27	2011-08-18	2017-02-21
YE69356	Active	V 18	Tom Morgan - 100%	2011-07-27	2011-08-18	2017-02-21
YE69357	Active	V 19	Tom Morgan - 100%	2011-07-27	2011-08-18	2017-02-21
YE69358	Active	V 20	Tom Morgan - 100%	2011-07-27	2011-08-18	2017-02-21
YE69359	Active	V 21	Tom Morgan - 100%	2011-07-27	2011-08-18	2017-02-21
YE69360	Active	V 22	Tom Morgan - 100%	2011-07-27	2011-08-18	2017-02-21
YE69361	Active	V 23	Tom Morgan - 100%	2011-07-27	2011-08-18	2017-02-21
YE69362	Active	V 24	Tom Morgan - 100%	2011-07-27	2011-08-18	2017-02-21
YE69363	Active	V 25	Tom Morgan - 100%	2011-07-27	2011-08-18	2017-02-21
YE69364	Active	V 26	Tom Morgan - 100%	2011-07-27	2011-08-18	2017-02-21
YE69365	Active	V 27	Tom Morgan - 100%	2011-07-27	2011-08-18	2017-02-21
YE69366	Active	V 28	Tom Morgan - 100%	2011-07-27	2011-08-18	2017-02-21
YF47275	Expired	SPY 87	Bill Harris - 100%	2015-11-25	2015-11-26	2016-11-26
YF47276	Expired	SPY 88	Bill Harris - 100%	2015-11-25	2015-11-26	2016-11-26
YF47277	Expired	SPY 89	Bill Harris - 100%	2015-11-25	2015-11-26	2016-11-26
YF47278	Expired	SPY 90	Bill Harris - 100%	2015-11-25	2015-11-26	2016-11-26
YF47279	Expired	SPY 91	Bill Harris - 100%	2015-11-25	2015-11-26	2016-11-26
YF47280	Expired	SPY 92	Bill Harris - 100%	2015-11-25	2015-11-26	2016-11-26
YF47281	Expired	SPY 93	Bill Harris - 100%	2015-11-25	2015-11-26	2016-11-26
YF47282	Expired	SPY 94	Bill Harris - 100%	2015-11-25	2015-11-26	2016-11-26
YF47283	Expired	SPY 95	Bill Harris - 100%	2015-11-25	2015-11-26	2016-11-26
YF47284	Expired	SPY 96	Bill Harris - 100%	2015-11-25	2015-11-26	2016-11-26
YF47285	Expired	SPY 97	Bill Harris - 100%	2015-11-25	2015-11-26	2016-11-26
YF47286	Expired	SPY 98	Bill Harris - 100%	2015-11-25	2015-11-26	2016-11-26
YF47287	Expired	SPY 99	Bill Harris - 100%	2015-11-25	2015-11-26	2016-11-26
YF47288	Expired	SPY 100	Bill Harris - 100%	2015-11-25	2015-11-26	2016-11-26
YF47289	Expired	SPY 101	Bill Harris - 100%	2015-11-25	2015-11-26	2016-11-26
YF47290	Expired	SPY 102	Bill Harris - 100%	2015-11-25	2015-11-26	2016-11-26
YF47291	Expired	SPY 103	Bill Harris - 100%	2015-11-25	2015-11-26	2016-11-26
YF47292	Expired	SPY 104	Bill Harris - 100%	2015-11-25	2015-11-26	2016-11-26
YF47293	Expired	SPY 105	Bill Harris - 100%	2015-11-25	2015-11-26	2016-11-26
YF47294	Expired	SPY 106	Bill Harris - 100%	2015-11-25	2015-11-26	2016-11-26
YF47295	Expired	SPY 107	Bill Harris - 100%	2015-11-25	2015-11-26	2016-11-26
YF47296	Expired	SPY 108	Bill Harris - 100%	2015-11-25	2015-11-26	2016-11-26
YF47297	Pending	SPY 109	Bill Harris - 100%	2015-11-25	2015-11-26	2016-11-26

GRANT NUMBER	STATUS	LABEL	OWNER	STAKE DATE	RECORDED	EXPIRY DATE
YF47298	Pending	SPY 110	Bill Harris - 100%	2015-11-25	2015-11-26	2016-11-26
YF47299	Pending	SPY 111	Bill Harris - 100%	2015-11-25	2015-11-26	2016-11-26
YF47300	Pending	SPY 112	Bill Harris - 100%	2015-11-25	2015-11-26	2016-11-26
YF47301	Pending	SPY 113	Bill Harris - 100%	2015-11-25	2015-11-26	2016-11-26
YF47302	Pending	SPY 114	Bill Harris - 100%	2015-11-25	2015-11-26	2016-11-26
YF47303	Pending	SPY 115	Bill Harris - 100%	2015-11-25	2015-11-26	2016-11-26
YF47304	Pending	SPY 116	Bill Harris - 100%	2015-11-25	2015-11-26	2016-11-26
YF47305	Pending	SPY 117	Bill Harris - 100%	2015-11-25	2015-11-26	2016-11-26
YF47306	Pending	SPY 118	Bill Harris - 100%	2015-11-25	2015-11-26	2016-11-26
YF47307	Pending	SPY 119	Bill Harris - 100%	2015-11-25	2015-11-26	2016-11-26
YF47308	Pending	SPY 120	Bill Harris - 100%	2015-11-25	2015-11-26	2016-11-26
YF47309	Pending	SPY 121	Bill Harris - 100%	2015-11-25	2015-11-26	2016-11-26
YF47310	Pending	SPY 122	Bill Harris - 100%	2015-11-25	2015-11-26	2016-11-26
YF47311	Pending	SPY 123	Bill Harris - 100%	2015-11-25	2015-11-26	2016-11-26
YF47312	Pending	SPY 124	Bill Harris - 100%	2015-11-25	2015-11-26	2016-11-26
YF47313	Pending	SPY 125	Bill Harris - 100%	2015-11-25	2015-11-26	2016-11-26
YF47314	Pending	SPY 126	Bill Harris - 100%	2015-11-25	2015-11-26	2016-11-26

Appendix 2: 2016 rock and soil samples

Hardcopy and digital files

BUREAU VERITAS MINERAL LABORATORIES Canada

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Bureau Veritas Commodities Canada Ltd.
9050 Shaughnessy St Vancouver British Columbia V6P 6E5 Canada
PHONE (604) 253-3158

Client: **Midnight Mining**
Box 31347
Whitehorse Yukon Y1A 5P7 Canada

Submitted By: Debbie James
Receiving Lab: Canada-Whitehorse
Received: September 26, 2016
Report Date: October 05, 2016
Page: 1 of 2

CERTIFICATE OF ANALYSIS WHI16000309.1

CLIENT JOB INFORMATION

Project: SPY
Shipment ID:
P.O. Number
Number of Samples: 12

SAMPLE DISPOSAL

RTRN-PLP Return After 90 days
RTRN-RJT Return After 90 days

Bureau Veritas does not accept responsibility for samples left at the laboratory after 90 days without prior written instructions for sample storage or return.

SAMPLE PREPARATION AND ANALYTICAL PROCEDURES

Procedure Code	Number of Samples	Code Description	Test Wgt (g)	Report Status	Lab
SS230	12	Dry at 60C sieve 100g to -230 mesh			WHI
SVRJT	12	Save all or part of Soil Reject			WHI
AQ251_EXT	12	1:1:1 Aqua Regia digestion Ultratrace ICP-MS analysis	15	Completed	VAN
SHP01	12	Per sample shipping charges for branch shipments			VAN

ADDITIONAL COMMENTS

Invoice To: Midnight Mining
Box 31347
Whitehorse Yukon Y1A 5P7
Canada

CC: Jean Pautler
Bill Harris
Graham Davidson

BRITISH COLUMBIA CERTIFIED ASSAYER
MARCUS LAU
Production Manager

This report supersedes all previous preliminary and final reports with this file number dated prior to the date on this certificate. Signature indicates final approval; preliminary reports are unsigned and should be used for reference only.
All results are considered the confidential property of the client. Bureau Veritas assumes the liabilities for actual cost of analysis only. Results apply to samples as submitted.
"*" asterisk indicates that an analytical result could not be provided due to unusually high levels of interference from other elements.

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Client: **Midnight Mining**
Box 31347
Whitehorse Yukon Y1A 5P7 Canada

Project: SPY
Report Date: October 05, 2016

CERTIFICATE OF ANALYSIS WHI16000309.1

	Method	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251
	Analyte	Mo	Cu	Pb	Zn	Ag	Ni	Co	Mn	Fe	As	U	Au	Th	Sr	Cd	Sb	Bi	V	Ca	P
	Unit	ppm	ppm	ppm	ppm	ppb	ppm	ppm	ppm	%	ppm	ppm	ppb	ppm	ppm	ppm	ppm	ppm	ppm	%	%
	MDL	0.01	0.01	0.01	0.1	2	0.1	0.1	1	0.01	0.1	0.1	0.2	0.1	0.5	0.01	0.02	0.02	2	0.01	0.001
1501254	Soil	27.42	457.28	20.01	662.7	674	148.0	181.6	2133	16.50	0.9	1.2	4.5	2.0	94.7	2.11	0.24	0.80	200	6.42	0.068
1501255	Soil	1.65	344.17	15.72	136.5	435	575.7	79.8	1035	6.15	8.4	0.4	11.6	1.1	31.4	0.36	0.41	0.16	55	0.82	0.059
1501256	Soil	1.52	181.64	15.39	95.9	287	496.3	69.5	1105	6.20	4.4	0.2	35.2	0.7	72.7	0.18	0.37	0.08	78	2.61	0.052
1501257	Soil	2.49	229.21	12.41	153.0	599	609.7	81.7	1098	6.28	10.9	0.6	6.1	1.6	35.1	0.44	0.73	0.16	64	0.75	0.088
1501258	Soil	0.39	443.48	12.77	104.3	376	800.4	80.2	923	6.31	2.8	0.1	17.4	0.4	28.0	0.20	0.15	0.21	40	1.38	0.035
1501259	Soil	1.81	211.75	13.15	115.8	422	639.9	73.0	973	5.88	7.4	0.4	8.0	1.1	27.8	0.30	0.63	0.09	68	1.03	0.070
1501260	Soil	1.10	553.76	19.23	111.2	568	608.0	81.1	1010	5.58	6.5	0.3	22.1	0.7	30.7	0.39	0.62	0.12	54	1.30	0.041
1501261	Soil	0.71	122.29	3.35	76.3	140	150.6	44.1	853	5.14	3.4	0.2	4.2	0.7	59.2	0.19	0.34	0.03	77	1.28	0.036
1501262	Soil	0.97	562.48	5.66	112.3	696	231.8	65.3	1155	7.24	12.1	0.3	15.6	0.7	23.1	0.24	1.30	0.11	106	1.79	0.039
1501263	Soil	2.49	7239.74	23.92	89.2	11007	1587.1	102.3	834	19.67	19.6	0.4	374.5	0.9	19.8	0.31	2.32	1.97	145	0.58	0.053
1501264	Soil	0.21	133.94	1.32	47.1	52	1503.7	141.8	1034	7.38	2.8	<0.1	4.5	0.3	134.2	0.06	0.58	0.04	22	2.65	0.017
1501267	Soil	0.25	155.45	2.56	64.2	115	59.0	40.4	783	4.63	93.4	0.1	13.0	0.6	35.1	0.14	1.47	<0.02	136	2.02	0.094

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PHONE (604) 253-3158

Client: **Midnight Mining**
Box 31347
Whitehorse Yukon Y1A 5P7 Canada

Project: SPY
Report Date: October 05, 2016

CERTIFICATE OF ANALYSIS WHI16000309.1

		Method	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251
		Analyte	La	Cr	Mg	Ba	Ti	B	Al	Na	K	W	Sc	Tl	S	Hg	Se	Te	Ga	Cs	Ge	Hf
		Unit	ppm	ppm	%	ppm	%	ppm	%	%	%	ppm	ppm	ppm	%	ppb	ppm	ppm	ppm	ppm	ppm	ppm
		MDL	0.5	0.5	0.01	0.5	0.001	1	0.01	0.001	0.01	0.1	0.1	0.02	0.02	5	0.1	0.02	0.1	0.02	0.1	0.02
1501254	Soil		33.3	93.9	2.87	216.6	0.134	30	3.28	0.076	0.04	0.3	30.8	0.04	0.53	92	7.8	0.21	14.6	1.59	0.3	0.35
1501255	Soil		7.9	216.1	8.15	294.2	0.057	93	2.62	0.018	0.07	<0.1	6.2	0.08	0.05	31	0.8	0.10	6.3	2.57	0.2	0.07
1501256	Soil		5.8	151.7	7.04	235.9	0.081	66	3.68	0.021	0.05	0.1	7.8	0.04	<0.02	23	0.2	0.06	10.4	1.72	0.1	0.15
1501257	Soil		14.8	190.1	6.46	274.0	0.072	34	2.36	0.025	0.08	<0.1	7.9	0.13	0.08	41	1.4	0.10	6.2	1.80	0.1	0.11
1501258	Soil		3.1	276.0	9.82	134.4	0.057	58	2.68	0.014	0.10	<0.1	5.5	0.05	<0.02	15	0.2	0.11	6.9	3.07	0.1	0.04
1501259	Soil		10.4	240.0	6.67	357.4	0.070	90	2.89	0.020	0.06	<0.1	7.6	0.09	0.05	32	0.7	0.08	8.0	2.60	0.1	0.10
1501260	Soil		5.5	268.9	7.24	270.7	0.055	40	2.75	0.017	0.04	<0.1	6.5	0.06	0.07	28	0.8	0.14	6.2	2.26	0.1	0.08
1501261	Soil		3.8	68.1	3.14	69.4	0.060	12	3.08	0.105	0.04	<0.1	7.6	0.03	0.02	24	0.2	<0.02	7.0	1.67	<0.1	0.08
1501262	Soil		3.7	66.1	3.59	1320.0	0.091	97	3.77	0.017	0.05	0.1	11.6	0.11	0.05	42	1.3	0.17	11.3	1.62	0.2	0.13
1501263	Soil		4.1	122.1	3.22	249.4	0.114	10	3.34	0.138	0.07	0.1	13.5	0.72	0.77	196	75.2	6.45	10.2	2.20	0.4	0.16
1501264	Soil		2.4	311.3	12.37	53.4	0.003	22	0.43	0.017	0.02	<0.1	8.8	0.04	<0.02	115	<0.1	0.05	1.3	0.55	0.3	0.11
1501267	Soil		5.4	86.4	1.91	66.3	0.001	27	1.42	0.009	0.05	0.2	26.4	<0.02	0.02	81	0.2	0.07	5.3	3.01	<0.1	0.10

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Client: **Midnight Mining**
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Whitehorse Yukon Y1A 5P7 Canada

Project: SPY
Report Date: October 05, 2016

CERTIFICATE OF ANALYSIS WHI16000309.1

		Method	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251
		Analyte	Nb	Rb	Sn	Ta	Zr	Y	Ce	In	Re	Be	Li	Pd	Pt
		Unit	ppm	ppm	ppm	ppm	ppm	ppm	ppm	ppm	ppb	ppm	ppm	ppb	ppb
		MDL	0.02	0.1	0.1	0.05	0.1	0.01	0.1	0.02	1	0.1	0.1	10	2
1501254	Soil		0.08	1.9	3.8	<0.05	7.8	23.60	63.8	0.18	4	0.9	35.3	<10	<2
1501255	Soil		<0.02	5.6	4.4	<0.05	3.0	6.82	16.3	0.03	2	0.2	20.6	16	13
1501256	Soil		<0.02	3.2	3.6	<0.05	5.2	7.23	13.1	0.04	<1	0.4	25.5	24	6
1501257	Soil		0.05	6.4	2.5	<0.05	4.3	11.43	28.4	0.04	1	0.4	20.0	35	13
1501258	Soil		0.02	6.5	5.4	<0.05	1.4	3.09	6.1	0.02	<1	0.1	23.4	17	16
1501259	Soil		0.03	5.4	3.6	<0.05	3.4	9.99	21.8	0.04	1	0.3	25.3	25	11
1501260	Soil		0.02	3.6	4.3	<0.05	2.5	5.01	11.4	0.03	2	0.2	22.7	17	8
1501261	Soil		0.02	2.1	0.5	<0.05	3.1	7.32	8.4	0.02	<1	0.2	17.2	22	4
1501262	Soil		0.03	3.2	0.7	<0.05	4.4	7.15	8.4	0.03	<1	0.2	27.6	72	22
1501263	Soil		0.08	3.9	2.5	<0.05	4.8	6.15	8.9	0.17	4	0.3	19.5	2541	491
1501264	Soil		<0.02	1.3	0.5	<0.05	3.3	3.57	5.6	0.02	<1	0.5	20.0	37	17
1501267	Soil		<0.02	4.0	0.6	<0.05	2.2	15.31	13.1	0.05	<1	0.3	8.7	17	8

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Client: **Midnight Mining**
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Whitehorse Yukon Y1A 5P7 Canada

Project: SPY

Report Date: October 05, 2016

QUALITY CONTROL REPORT WHI16000309.1

	Method	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251
	Analyte	Mo	Cu	Pb	Zn	Ag	Ni	Co	Mn	Fe	As	U	Au	Th	Sr	Cd	Sb	Bi	V	Ca	P
	Unit	ppm	ppm	ppm	ppm	ppb	ppm	ppm	ppm	%	ppm	ppm	ppb	ppm	ppm	ppm	ppm	ppm	ppm	%	%
	MDL	0.01	0.01	0.01	0.1	2	0.1	0.1	1	0.01	0.1	0.1	0.2	0.1	0.5	0.01	0.02	0.02	2	0.01	0.001
Reference Materials																					
STD DS10	Standard	14.83	154.05	147.43	360.2	1988	74.9	12.8	880	2.76	45.7	2.6	69.5	7.4	67.4	2.73	9.77	12.49	42	1.06	0.077
STD OXC129	Standard	1.31	27.99	6.21	40.8	21	78.2	20.6	401	3.02	0.6	0.7	193.4	1.8	177.5	0.05	0.04	<0.02	50	0.65	0.108
STD DS10 Expected		15.1	154.61	150.55	370	2020	74.6	12.9	875	2.7188	46.2	2.59	91.9	7.5	67.1	2.62	9	11.65	43	1.0625	0.0765
STD OXC129 Expected		1.3	28	6.3	42.9	28	79.5	20.3	421	3.065	0.6	0.72	195	1.9		0.03	0.04		51	0.665	0.102
BLK	Blank	<0.01	<0.01	<0.01	<0.1	<2	0.3	<0.1	<1	<0.01	<0.1	<0.1	<0.2	<0.1	<0.5	<0.01	<0.02	<0.02	<2	<0.01	<0.001

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QUALITY CONTROL REPORT WHI16000309.1

	Method	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251
	Analyte	La	Cr	Mg	Ba	Ti	B	Al	Na	K	W	Sc	Tl	S	Hg	Se	Te	Ga	Cs	Ge	Hf
	Unit	ppm	ppm	%	ppm	%	ppm	%	%	%	ppm	ppm	ppm	%	ppb	ppm	ppm	ppm	ppm	ppm	ppm
	MDL	0.5	0.5	0.01	0.5	0.001	1	0.01	0.001	0.01	0.1	0.1	0.02	0.02	5	0.1	0.02	0.1	0.02	0.1	0.02
Reference Materials																					
STD DS10	Standard	17.6	54.3	0.77	360.1	0.080	7	1.05	0.071	0.33	3.2	3.1	5.11	0.29	276	2.5	5.06	4.5	2.62	<0.1	0.06
STD OXC129	Standard	11.7	50.7	1.52	51.2	0.392	<1	1.53	0.590	0.37	<0.1	1.1	0.04	<0.02	<5	<0.1	<0.02	5.5	0.16	<0.1	0.29
STD DS10 Expected		17.5	54.6	0.775	359	0.0817		1.0755	0.067	0.338	3.32	3	5.1	0.29	300	2.3	5.01	4.5	2.63	0.08	0.06
STD OXC129 Expected		13	52	1.545	50	0.4	1	1.58	0.6	0.37	0.08	1.1	0.03					5.6	0.16		0.24
BLK	Blank	<0.5	<0.5	<0.01	<0.5	<0.001	<1	<0.01	<0.001	<0.01	<0.1	<0.1	<0.02	<0.02	<5	<0.1	<0.02	<0.1	<0.02	<0.1	<0.02

BUREAU VERITAS MINERAL LABORATORIES Canada

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Bureau Veritas Commodities Canada Ltd.

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Client: **Midnight Mining**
Box 31347
Whitehorse Yukon Y1A 5P7 Canada

Project: SPY

Report Date: October 05, 2016

QUALITY CONTROL REPORT WHI16000309.1

	Method	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251	AQ251
	Analyte	Nb	Rb	Sn	Ta	Zr	Y	Ce	In	Re	Be	Li	Pd	Pt
	Unit	ppm	ppm	ppm	ppm	ppm	ppm	ppm	ppm	ppb	ppm	ppm	ppb	ppb
	MDL	0.02	0.1	0.1	0.05	0.1	0.01	0.1	0.02	1	0.1	0.1	10	2
Reference Materials														
STD DS10	Standard	1.58	28.2	1.5	<0.05	2.7	7.96	35.4	0.25	50	0.5	19.8	98	179
STD OXC129	Standard	1.43	15.0	0.7	<0.05	23.2	4.46	22.0	<0.02	<1	0.7	2.2	<10	<2
STD DS10 Expected		1.62	27.7	1.6		2.7	7.77	37	0.23	50	0.63	19.4	110	191
STD OXC129 Expected		1.4		0.7		21	4.7	23.7			0.8	2.22		
BLK	Blank	<0.02	<0.1	<0.1	<0.05	<0.1	<0.01	<0.1	<0.02	<1	<0.1	<0.1	<10	<2

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Client: **Midnight Mining**
Box 31347
Whitehorse Yukon Y1A 5P7 Canada

Submitted By: Debbie James
Receiving Lab: Canada-Whitehorse
Received: September 26, 2016
Report Date: October 22, 2016
Page: 1 of 3

CERTIFICATE OF ANALYSIS WHI16000310.2

CLIENT JOB INFORMATION

Project: SPY
Shipment ID:
P.O. Number
Number of Samples: 40

SAMPLE DISPOSAL

RTRN-PLP Return After 90 days
RTRN-RJT Return After 90 days

Bureau Veritas does not accept responsibility for samples left at the laboratory after 90 days without prior written instructions for sample storage or return.

SAMPLE PREPARATION AND ANALYTICAL PROCEDURES

Procedure Code	Number of Samples	Code Description	Test Wgt (g)	Report Status	Lab
PRP70-250	40	Crush, split and pulverize 250 g rock to 200 mesh			WHI
FA130	40	Fire assay fusion Au Pt Pd by ICP-MS	30	Completed	VAN
AQ270	40	1:1:1 Aqua Regia digestion ICP-ES/ICP-MS analysis	1	Completed	VAN
SHP01	40	Per sample shipping charges for branch shipments			VAN
FA350	3	50g lead collection fire assay analysis by ICP	50	Completed	VAN
EN002	3	Environmental disposal charge-Fire assay lead waste			VAN

ADDITIONAL COMMENTS

Version 2 : FA350-Pt Pd included.

Invoice To: Midnight Mining
Box 31347
Whitehorse Yukon Y1A 5P7
Canada

CC: Jean Pautler
Bill Harris
Graham Davidson

BRITISH COLUMBIA CERTIFIED ASSAYER
MARCUS LAU
Production Manager

This report supersedes all previous preliminary and final reports with this file number dated prior to the date on this certificate. Signature indicates final approval; preliminary reports are unsigned and should be used for reference only.
All results are considered the confidential property of the client. Bureau Veritas assumes the liabilities for actual cost of analysis only. Results apply to samples as submitted.
"*" asterisk indicates that an analytical result could not be provided due to unusually high levels of interference from other elements.

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Client: **Midnight Mining**
Box 31347
Whitehorse Yukon Y1A 5P7 Canada

Project: SPY
Report Date: October 22, 2016

CERTIFICATE OF ANALYSIS WHI16000310.2

	Method	WGHT	FA130	FA130	FA130	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270
	Analyte	Wgt	Au	Pt	Pd	Mo	Cu	Pb	Zn	Ag	Ni	Co	Mn	Fe	As	U	Th	Sr	Cd	Sb	Bi
	Unit	kg	ppb	ppb	ppb	ppm	ppm	ppm	ppm	ppm	ppm	ppm	ppm	%	ppm	ppm	ppm	ppm	ppm	ppm	ppm
	MDL	0.01	1	0.1	0.5	0.5	0.5	0.5	5	0.5	0.5	0.5	5	0.01	5	0.5	0.5	5	0.5	0.5	0.5
615801	Rock	1.30	9	1.1	1.5	7.3	2242.3	7.2	76	1.0	18.4	159.3	565	21.19	<5	1.0	5.2	24	<0.5	2.1	0.7
615802	Rock	1.16	9	36.9	19.2	<0.5	123.9	1.5	46	<0.5	310.4	46.4	447	3.81	<5	<0.5	<0.5	13	<0.5	<0.5	<0.5
615803	Rock	1.37	8	20.0	35.9	<0.5	201.8	1.2	56	<0.5	1394.8	106.3	871	7.37	<5	<0.5	<0.5	45	<0.5	<0.5	<0.5
615804	Rock	0.82	2	0.2	0.6	1.1	14.9	15.4	108	<0.5	7.7	13.4	512	4.25	<5	0.7	2.4	32	<0.5	<0.5	<0.5
615805	Rock	2.08	8	16.5	31.6	<0.5	326.0	1.3	68	<0.5	1371.5	121.6	1132	8.51	<5	<0.5	<0.5	33	<0.5	<0.5	<0.5
615806	Rock	1.11	7	16.9	7.5	<0.5	86.8	1.9	72	<0.5	467.5	117.8	994	7.98	<5	<0.5	<0.5	26	<0.5	<0.5	<0.5
615807	Rock	1.56	1	0.2	<0.5	0.8	15.2	4.6	78	<0.5	11.6	14.4	544	4.20	<5	0.7	2.5	31	<0.5	<0.5	<0.5
615808	Rock	1.21	3	5.7	8.2	<0.5	61.0	2.4	42	<0.5	74.0	23.9	409	3.54	<5	<0.5	<0.5	15	<0.5	<0.5	<0.5
615809	Rock	2.45	3	14.7	6.2	<0.5	80.4	1.7	83	<0.5	503.1	116.5	1261	8.44	<5	<0.5	<0.5	43	<0.5	<0.5	<0.5
615810	Rock	1.94	10	8.4	38.9	<0.5	583.8	2.0	42	<0.5	145.9	41.3	300	4.57	<5	<0.5	<0.5	58	<0.5	<0.5	<0.5
615811	Rock	2.51	5	7.5	7.2	0.6	152.3	2.5	34	<0.5	27.2	28.5	315	4.82	<5	<0.5	<0.5	10	<0.5	<0.5	<0.5
615812	Rock	1.47	10	2.4	4.1	1.1	880.9	30.5	67	6.1	98.7	123.3	795	33.89	<5	2.8	0.8	45	<0.5	0.7	0.8
615813	Rock	2.54	28	316.1	616.7	1.7	1254.0	7.6	24	0.6	564.5	62.4	313	11.41	<5	<0.5	1.3	33	<0.5	1.4	<0.5
615814	Rock	1.07	3	1.6	4.8	0.6	94.4	1.7	11	<0.5	41.2	9.3	309	2.70	20	<0.5	3.1	16	<0.5	1.6	<0.5
615815	Rock	2.15	70	549.1	665.7	2.5	4900.6	8.1	93	1.9	2645.3	191.6	530	10.28	<5	<0.5	1.6	14	<0.5	1.8	<0.5
615816	Rock	2.99	15	3.0	6.1	2.0	6025.0	30.7	69	4.2	85.4	250.0	429	34.82	<5	1.4	1.1	17	<0.5	0.5	1.1
615817	Rock	1.80	24	111.1	216.2	<0.5	756.3	3.2	62	0.7	2108.8	143.5	1006	8.53	<5	<0.5	<0.5	26	<0.5	<0.5	<0.5
615818	Rock	1.24	570	253.0	320.6	0.8	8882.2	11.5	47	5.8	496.5	33.6	550	6.81	6	0.9	3.4	13	<0.5	0.6	<0.5
1501251	Rock	0.73	20	73.8	130.5	<0.5	791.1	4.0	63	1.1	2108.2	161.6	1061	8.78	<5	<0.5	<0.5	6	<0.5	<0.5	<0.5
1501252	Rock	0.96	4	0.9	1.9	0.8	67.4	26.2	104	1.7	29.0	22.9	411	6.10	17	<0.5	0.7	13	<0.5	0.9	<0.5
1501253	Rock	0.85	4	1.1	2.3	1.3	258.1	43.1	100	<0.5	32.1	11.2	928	3.64	8	<0.5	2.2	35	0.6	<0.5	<0.5
1501265	Rock	1.12	75	>1000	909.7	7.0	1694.1	5.1	59	<0.5	1367.3	74.0	479	4.00	19	0.9	2.8	14	<0.5	2.2	<0.5
1501266	Rock	1.29	44	126.9	234.2	0.6	507.1	3.5	80	1.7	1041.8	106.7	962	8.33	<5	<0.5	<0.5	37	<0.5	<0.5	<0.5
1353661	Rock	1.29	35	151.9	284.9	<0.5	1086.1	3.9	89	1.1	2168.3	115.0	733	6.93	<5	<0.5	<0.5	59	<0.5	<0.5	<0.5
1353662	Rock	1.76	308	>1000	627.4	0.7	8150.4	3.1	68	2.6	1484.0	125.3	449	7.49	<5	<0.5	<0.5	36	<0.5	0.6	<0.5
1353663	Rock	0.84	23	83.4	137.9	<0.5	729.6	2.9	68	0.8	2241.9	157.8	1050	8.71	<5	<0.5	<0.5	6	<0.5	<0.5	<0.5
1353664	Rock	1.33	21	100.7	193.2	<0.5	483.8	2.3	66	0.7	2413.8	162.7	1139	8.37	<5	<0.5	<0.5	30	<0.5	<0.5	<0.5
1353665	Rock	1.51	3	1.8	3.0	2.7	250.8	9.3	690	<0.5	24.3	16.6	738	10.53	<5	0.7	1.7	36	1.6	<0.5	<0.5
1353666	Rock	0.68	38	128.3	165.4	<0.5	639.7	3.8	76	0.7	1033.7	133.6	1017	8.89	<5	<0.5	<0.5	51	<0.5	<0.5	<0.5
1353667	Rock	1.23	13	7.7	5.9	0.6	108.2	8.5	75	<0.5	32.3	26.5	461	4.59	<5	<0.5	0.7	35	<0.5	0.5	<0.5

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Client: **Midnight Mining**
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Whitehorse Yukon Y1A 5P7 Canada

Project: SPY
Report Date: October 22, 2016

CERTIFICATE OF ANALYSIS WHI16000310.2

	Method	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	FA350	FA350
	Analyte	V	Ca	P	La	Cr	Mg	Ba	Ti	Al	Na	K	W	Hg	Sc	Tl	S	Ga	Se	Pt	Pd
	Unit	ppm	%	%	ppm	ppm	%	ppm	%	%	%	%	ppm	ppm	ppm	ppm	%	ppm	ppm	ppb	ppb
	MDL	10	0.01	0.001	0.5	0.5	0.01	5	0.001	0.01	0.01	0.01	0.5	0.05	0.5	0.5	0.05	5	2	3	2
615801	Rock	82	0.85	0.221	22.3	9.2	1.44	234	0.273	2.93	0.06	0.26	<0.5	0.07	5.2	<0.5	6.72	18	67		
615802	Rock	37	0.77	0.023	2.1	434.1	4.46	63	0.107	2.06	0.02	0.13	<0.5	<0.05	5.4	<0.5	<0.05	<5	<2		
615803	Rock	18	0.79	0.022	2.6	226.7	13.54	58	0.071	1.89	0.10	0.12	<0.5	0.06	6.2	<0.5	0.05	<5	<2		
615804	Rock	101	1.06	0.088	13.4	23.3	1.58	132	0.338	1.96	0.12	0.18	<0.5	<0.05	6.5	<0.5	<0.05	8	<2		
615805	Rock	12	0.63	0.015	1.7	184.3	16.78	42	0.048	1.44	0.07	0.09	<0.5	<0.05	8.4	<0.5	0.10	<5	<2		
615806	Rock	36	0.58	0.028	3.7	355.0	12.65	123	0.114	2.02	0.05	0.27	<0.5	<0.05	6.5	<0.5	<0.05	5	<2		
615807	Rock	105	1.10	0.080	11.8	71.5	1.78	141	0.299	2.13	0.14	0.19	<0.5	<0.05	7.7	<0.5	<0.05	8	<2		
615808	Rock	54	2.80	0.019	1.5	29.4	1.65	49	0.102	3.18	0.09	0.07	<0.5	<0.05	2.3	<0.5	<0.05	6	<2		
615809	Rock	20	0.52	0.024	2.0	222.4	15.13	74	0.084	1.59	0.06	0.22	<0.5	0.05	6.5	<0.5	<0.05	<5	<2		
615810	Rock	61	1.52	0.025	1.8	30.9	1.63	82	0.132	3.04	0.27	0.15	<0.5	<0.05	4.7	<0.5	0.40	7	<2		
615811	Rock	66	3.63	0.059	4.8	8.9	0.75	46	0.278	2.88	0.05	0.06	<0.5	0.06	3.8	<0.5	1.66	12	6		
615812	Rock	52	4.20	1.835	48.1	25.8	2.66	23	0.019	2.60	<0.01	<0.01	1.9	<0.05	6.4	<0.5	20.59	12	61		
615813	Rock	66	1.66	0.058	4.8	466.2	2.14	78	0.308	2.78	0.12	0.06	<0.5	0.13	4.8	<0.5	1.74	8	12		
615814	Rock	128	0.95	0.066	19.4	34.7	0.63	41	0.007	0.69	0.11	0.04	<0.5	<0.05	9.0	<0.5	<0.05	<5	<2		
615815	Rock	81	1.48	0.166	14.3	194.5	2.20	65	0.147	2.46	0.06	0.06	<0.5	0.09	6.2	0.6	5.01	10	14		
615816	Rock	74	1.12	0.476	23.7	46.3	2.00	120	0.016	2.09	<0.01	0.10	<0.5	<0.05	5.5	<0.5	20.89	11	112		
615817	Rock	15	0.73	0.027	2.2	163.4	14.82	37	0.044	1.66	0.05	0.08	<0.5	0.06	5.6	<0.5	0.86	<5	4		
615818	Rock	112	1.83	0.158	21.8	42.7	1.49	75	0.216	2.62	0.08	0.07	<0.5	0.10	9.6	<0.5	0.96	12	7		
1501251	Rock	25	0.29	0.021	1.5	270.0	18.15	16	0.045	1.48	<0.01	0.03	<0.5	0.05	8.1	<0.5	0.75	<5	2		
1501252	Rock	172	0.84	0.050	9.7	124.0	1.54	42	0.241	1.81	0.14	0.05	<0.5	0.17	13.8	<0.5	1.25	8	7		
1501253	Rock	120	3.97	0.062	14.1	51.1	1.22	106	0.010	1.73	0.09	0.07	<0.5	0.10	7.9	<0.5	<0.05	9	<2		
1501265	Rock	116	1.52	0.133	17.0	39.3	0.95	98	0.126	1.36	0.10	0.07	<0.5	<0.05	8.0	<0.5	0.36	9	4	1193	914
1501266	Rock	37	0.80	0.014	1.6	470.7	9.43	33	0.068	1.89	0.10	0.10	<0.5	0.13	6.1	<0.5	1.34	<5	3		
1353661	Rock	43	1.20	0.025	2.7	282.2	7.33	74	0.089	2.66	0.16	0.15	<0.5	<0.05	5.9	<0.5	1.19	6	3		
1353662	Rock	81	1.27	0.047	3.6	370.1	4.09	86	0.202	3.37	0.12	0.13	<0.5	0.07	7.3	<0.5	1.00	9	14	1095	603
1353663	Rock	22	0.34	0.017	1.4	252.5	17.34	13	0.041	1.53	<0.01	0.03	<0.5	<0.05	7.5	<0.5	0.85	<5	4		
1353664	Rock	15	0.63	0.023	2.0	212.5	16.60	31	0.047	1.45	0.03	0.06	<0.5	<0.05	7.1	<0.5	0.67	<5	2		
1353665	Rock	177	1.05	0.304	23.2	43.3	1.57	56	0.289	2.44	0.11	0.05	<0.5	0.12	19.8	<0.5	0.90	14	8		
1353666	Rock	22	1.01	0.021	2.0	167.7	12.25	51	0.059	2.06	0.13	0.08	<0.5	<0.05	6.0	<0.5	1.09	<5	<2		
1353667	Rock	105	7.24	0.076	7.8	11.1	0.74	10	0.229	4.24	0.03	<0.01	<0.5	0.06	6.7	<0.5	1.10	15	<2		

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Client: **Midnight Mining**
Box 31347
Whitehorse Yukon Y1A 5P7 Canada

Project: SPY
Report Date: October 22, 2016

CERTIFICATE OF ANALYSIS WHI16000310.2

	Method	WGHT	FA130	FA130	FA130	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270
	Analyte	Wgt	Au	Pt	Pd	Mo	Cu	Pb	Zn	Ag	Ni	Co	Mn	Fe	As	U	Th	Sr	Cd	Sb	Bi
	Unit	kg	ppb	ppb	ppb	ppm	ppm	ppm	ppm	ppm	ppm	ppm	ppm	%	ppm	ppm	ppm	ppm	ppm	ppm	ppm
	MDL	0.01	1	0.1	0.5	0.5	0.5	0.5	5	0.5	0.5	0.5	5	0.01	5	0.5	0.5	5	0.5	0.5	0.5
1353668	Rock	1.32	25	2.1	3.1	2.0	181.3	6.0	210	<0.5	117.4	18.0	3410	17.85	14	2.2	2.4	33	<0.5	<0.5	<0.5
1353669	Rock	0.98	9	4.1	8.7	15.5	99.5	7.4	244	1.8	88.5	11.9	268	4.22	10	1.4	2.6	76	4.7	4.8	<0.5
1353670	Rock	2.45	60	102.7	139.4	<0.5	2046.6	26.9	99	0.7	1263.3	162.7	1086	9.92	<5	<0.5	<0.5	57	<0.5	<0.5	<0.5
1353671	Rock	1.44	75	201.0	297.4	0.6	1441.1	10.6	97	1.5	1481.6	193.0	1019	11.27	<5	<0.5	<0.5	52	0.7	<0.5	1.0
1353672	Rock	1.44	39	185.3	322.3	<0.5	824.3	10.7	77	1.0	697.4	94.7	289	5.64	11	<0.5	0.9	23	<0.5	<0.5	<0.5
1353673	Rock	0.59	50	295.2	242.0	1.3	5122.3	10.4	83	1.8	469.4	43.1	264	3.97	6	<0.5	0.8	28	<0.5	1.3	<0.5
1353674	Rock	1.14	52	183.9	177.7	<0.5	1027.6	6.4	35	0.6	559.0	53.4	312	3.13	<5	<0.5	<0.5	88	<0.5	<0.5	<0.5
615819	Rock	1.71	6	18.2	29.9	<0.5	136.4	0.9	41	<0.5	983.4	88.7	1251	7.29	12	<0.5	<0.5	141	<0.5	<0.5	<0.5
615820	Rock	2.37	4	11.4	21.7	<0.5	149.7	0.8	47	<0.5	1087.6	97.3	1342	6.36	<5	<0.5	<0.5	126	<0.5	<0.5	<0.5
615821	Rock	1.08	14	526.2	>1000	2.2	3130.1	4.3	25	0.7	7635.9	275.7	209	6.33	<5	0.5	1.3	17	<0.5	1.4	<0.5

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Client: **Midnight Mining**
Box 31347
Whitehorse Yukon Y1A 5P7 Canada

Project: SPY
Report Date: October 22, 2016

CERTIFICATE OF ANALYSIS WHI16000310.2

	Method	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	FA350	FA350
	Analyte	V	Ca	P	La	Cr	Mg	Ba	Ti	Al	Na	K	W	Hg	Sc	Tl	S	Ga	Se	Pt	Pd
	Unit	ppm	%	%	ppm	ppm	%	ppm	%	%	%	%	ppm	ppm	ppm	ppm	%	ppm	ppm	ppb	ppb
	MDL	10	0.01	0.001	0.5	0.5	0.01	5	0.001	0.01	0.01	0.01	0.5	0.05	0.5	0.5	0.05	5	2	3	2
1353668	Rock	95	0.81	0.079	18.4	41.1	1.92	164	0.132	2.89	0.03	0.06	0.6	<0.05	8.2	<0.5	4.15	10	10		
1353669	Rock	144	2.86	0.213	20.1	162.2	1.32	337	0.008	1.57	0.02	0.32	<0.5	0.26	6.3	0.6	3.04	5	28		
1353670	Rock	32	1.16	0.020	2.1	260.2	10.00	101	0.097	2.36	0.12	0.18	<0.5	<0.05	4.8	<0.5	1.56	<5	8		
1353671	Rock	35	0.98	0.009	1.7	144.9	10.60	65	0.071	1.86	0.14	0.13	<0.5	0.10	4.4	<0.5	2.76	<5	8		
1353672	Rock	63	2.90	0.034	4.3	535.9	3.62	13	0.180	3.32	0.01	0.06	<0.5	<0.05	2.4	<0.5	1.21	7	4		
1353673	Rock	58	1.18	0.051	7.1	129.4	1.36	74	0.257	1.56	0.13	0.15	<0.5	<0.05	2.6	<0.5	0.93	6	6		
1353674	Rock	18	1.80	0.016	2.2	85.3	2.30	408	0.078	1.89	0.05	0.06	<0.5	0.06	1.2	<0.5	0.53	<5	2		
615819	Rock	31	5.95	0.009	1.5	380.2	10.97	187	0.010	0.54	0.02	0.05	<0.5	0.17	10.6	<0.5	<0.05	<5	<2		
615820	Rock	28	5.91	0.012	1.6	343.6	10.40	248	0.021	0.88	0.05	0.16	<0.5	0.18	7.7	<0.5	<0.05	<5	<2		
615821	Rock	93	3.66	0.137	15.7	71.6	2.43	8	0.372	2.79	<0.01	<0.01	<0.5	0.06	5.5	<0.5	2.12	6	15	555	973

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Project: SPY
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QUALITY CONTROL REPORT WHI16000310.2

	Method	WGHT	FA130	FA130	FA130	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270
	Analyte	Wgt	Au	Pt	Pd	Mo	Cu	Pb	Zn	Ag	Ni	Co	Mn	Fe	As	U	Th	Sr	Cd	Sb	Bi
	Unit	kg	ppb	ppb	ppb	ppm	ppm	ppm	ppm	ppm	ppm	ppm	ppm	%	ppm	ppm	ppm	ppm	ppm	ppm	ppm
	MDL	0.01	1	0.1	0.5	0.5	0.5	0.5	5	0.5	0.5	0.5	5	0.01	5	0.5	0.5	5	0.5	0.5	0.5
Pulp Duplicates																					
615806	Rock	1.11	7	16.9	7.5	<0.5	86.8	1.9	72	<0.5	467.5	117.8	994	7.98	<5	<0.5	<0.5	26	<0.5	<0.5	<0.5
REP 615806	QC					<0.5	93.3	1.9	75	<0.5	458.1	111.6	995	7.81	6	<0.5	0.5	28	<0.5	<0.5	<0.5
615807	Rock	1.56	1	0.2	<0.5	0.8	15.2	4.6	78	<0.5	11.6	14.4	544	4.20	<5	0.7	2.5	31	<0.5	<0.5	<0.5
REP 615807	QC		2	0.2	0.5																
1501265	Rock	1.12	75	>1000	909.7	7.0	1694.1	5.1	59	<0.5	1367.3	74.0	479	4.00	19	0.9	2.8	14	<0.5	2.2	<0.5
REP 1501265	QC		53	>1000	874.2																
1353666	Rock	0.68	38	128.3	165.4	<0.5	639.7	3.8	76	0.7	1033.7	133.6	1017	8.89	<5	<0.5	<0.5	51	<0.5	<0.5	<0.5
REP 1353666	QC		38	124.1	159.3																
1353672	Rock	1.44	39	185.3	322.3	<0.5	824.3	10.7	77	1.0	697.4	94.7	289	5.64	11	<0.5	0.9	23	<0.5	<0.5	<0.5
REP 1353672	QC		40	138.1	329.1	<0.5	815.3	10.8	78	1.0	699.8	93.4	292	5.63	11	<0.5	0.8	23	<0.5	<0.5	<0.5
Core Reject Duplicates																					
1501266	Rock	1.29	44	126.9	234.2	0.6	507.1	3.5	80	1.7	1041.8	106.7	962	8.33	<5	<0.5	<0.5	37	<0.5	<0.5	<0.5
DUP 1501266	QC		48	135.6	224.7	0.5	524.4	3.9	79	2.0	1060.3	106.5	989	8.66	<5	<0.5	<0.5	39	<0.5	<0.5	<0.5
Reference Materials																					
STD CDN-PGMS-19	Standard		260	113.5	489.5																
STD CDN-PGMS-19	Standard		232	114.7	463.8																
STD CDN-PGMS-19	Standard		223	104.7	442.6																
STD CDN-PGMS-19	Standard		235	108.2	481.5																
STD CDN-PGMS-23	Standard																				
STD GBM398-4-AR	Standard					917.8	3916.5	11816.8	5264	48.2	3896.1	1910.2	5390	3.92	7	0.6	0.7	13	8.4	7.5	12.9
STD GBM398-4-AR	Standard					900.8	3873.3	11459.3	5216	46.4	4207.2	1906.7	5141	3.90	7	0.7	0.8	12	8.4	7.0	12.2
STD OREAS927-AR	Standard					0.9	10690.1	218.3	724	4.7	28.5	28.6	1104	8.03	13	1.6	12.3	13	1.0	1.3	67.4
STD OREAS927-AR	Standard					1.0	10695.6	227.4	744	4.2	29.4	28.9	1088	8.13	12	1.7	12.7	13	1.0	1.4	65.9
STD GBM398-4-AR Expected						917	3919	11750	5345	48.7	4135	1950	5300	3.95	6	0.7	0.8	13	7.7	7.2	12.3
STD OREAS927-AR Expected						1.06	10715	232	726	4.9	30.9	29.4	1110	8.15	13.5	1.7	12.5	13.1	1.1	1.3	66
STD CDN-PGMS-19 Expected			230	108	476																
STD CDN-PGMS-23 Expected																					
BLK	Blank		1	0.1	0.6																

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Project: SPY
Report Date: October 22, 2016

QUALITY CONTROL REPORT WHI16000310.2

		Method	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	FA350	FA350
		Analyte	V	Ca	P	La	Cr	Mg	Ba	Ti	Al	Na	K	W	Hg	Sc	Tl	S	Ga	Se	Pt	Pd
		Unit	ppm	%	%	ppm	ppm	%	ppm	%	%	%	%	ppm	ppm	ppm	ppm	%	ppm	ppm	ppb	ppb
		MDL	10	0.01	0.001	0.5	0.5	0.01	5	0.001	0.01	0.01	0.01	0.5	0.05	0.5	0.5	0.05	5	2	3	2
Pulp Duplicates																						
615806	Rock		36	0.58	0.028	3.7	355.0	12.65	123	0.114	2.02	0.05	0.27	<0.5	<0.05	6.5	<0.5	<0.05	5	<2		
REP 615806	QC		35	0.59	0.027	4.0	357.3	12.71	127	0.114	2.02	0.05	0.26	<0.5	0.05	5.4	<0.5	<0.05	5	<2		
615807	Rock		105	1.10	0.080	11.8	71.5	1.78	141	0.299	2.13	0.14	0.19	<0.5	<0.05	7.7	<0.5	<0.05	8	<2		
REP 615807	QC																					
1501265	Rock		116	1.52	0.133	17.0	39.3	0.95	98	0.126	1.36	0.10	0.07	<0.5	<0.05	8.0	<0.5	0.36	9	4	1193	914
REP 1501265	QC																				1245	926
1353666	Rock		22	1.01	0.021	2.0	167.7	12.25	51	0.059	2.06	0.13	0.08	<0.5	<0.05	6.0	<0.5	1.09	<5	<2		
REP 1353666	QC																					
1353672	Rock		63	2.90	0.034	4.3	535.9	3.62	13	0.180	3.32	0.01	0.06	<0.5	<0.05	2.4	<0.5	1.21	7	4		
REP 1353672	QC		64	2.89	0.035	4.5	543.8	3.63	14	0.185	3.37	0.01	0.06	<0.5	<0.05	2.5	<0.5	1.21	7	4		
Core Reject Duplicates																						
1501266	Rock		37	0.80	0.014	1.6	470.7	9.43	33	0.068	1.89	0.10	0.10	<0.5	0.13	6.1	<0.5	1.34	<5	3		
DUP 1501266	QC		38	0.84	0.017	1.7	458.6	9.68	35	0.070	1.94	0.10	0.10	<0.5	0.08	5.9	<0.5	1.32	<5	4		
Reference Materials																						
STD CDN-PGMS-19	Standard																					
STD CDN-PGMS-19	Standard																					
STD CDN-PGMS-19	Standard																					
STD CDN-PGMS-19	Standard																					
STD CDN-PGMS-23	Standard																				434	2006
STD GBM398-4-AR	Standard		30	0.34	0.016	2.8	1943.4	0.12	19	0.112	0.49	0.26	0.11	3.1	3.20	1.7	<0.5	0.94	<5	3		
STD GBM398-4-AR	Standard		18	0.30	0.021	2.5	1936.7	0.13	19	0.109	0.44	0.25	0.12	2.9	3.10	1.4	<0.5	0.91	<5	3		
STD OREAS927-AR	Standard		33	0.28	0.052	27.1	40.5	1.96	45	0.081	3.20	<0.01	0.25	5.1	0.13	4.1	<0.5	1.78	9	17		
STD OREAS927-AR	Standard		33	0.29	0.056	26.6	39.9	1.88	51	0.080	3.19	<0.01	0.29	5.0	0.11	4.7	<0.5	1.76	10	16		
STD GBM398-4-AR Expected			24	0.34	0.02	2.8	1950	0.12	21	0.111	0.48	0.25	0.11	3	3.21	1.79		0.94		3		
STD OREAS927-AR Expected			34	0.3	0.054	26.9	41.7	1.94	51.4	0.085	3.25	0.011	0.27	4.9	0.12	4.74		1.77	9.09	15.5		
STD CDN-PGMS-19 Expected																						
STD CDN-PGMS-23 Expected																					456	2032
BLK	Blank																					

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QUALITY CONTROL REPORT WHI16000310.2

		WGHT	FA130	FA130	FA130	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270	AQ270
		Wgt	Au	Pt	Pd	Mo	Cu	Pb	Zn	Ag	Ni	Co	Mn	Fe	As	U	Th	Sr	Cd	Sb	Bi
		kg	ppb	ppb	ppb	ppm	ppm	ppm	ppm	ppm	ppm	ppm	ppm	%	ppm	ppm	ppm	ppm	ppm	ppm	ppm
		0.01	1	0.1	0.5	0.5	0.5	0.5	5	0.5	0.5	0.5	5	0.01	5	0.5	0.5	5	0.5	0.5	0.5
BLK	Blank		2	0.4	0.5																
BLK	Blank		2	0.2	0.6																
BLK	Blank					<0.5	0.9	1.3	<5	<0.5	<0.5	<0.5	<5	<0.01	<5	<0.5	<0.5	<5	<0.5	<0.5	<0.5
BLK	Blank					<0.5	0.6	<0.5	<5	<0.5	<0.5	<0.5	<5	<0.01	<5	<0.5	<0.5	<5	<0.5	<0.5	<0.5
BLK	Blank		2	<0.1	<0.5																
BLK	Blank																				
Prep Wash																					
ROCK-WHI	Prep Blank		<1	0.1	<0.5	0.9	3.9	3.9	34	<0.5	<0.5	3.4	471	1.96	<5	<0.5	2.1	24	<0.5	<0.5	0.6
ROCK-WHI	Prep Blank		3	0.1	<0.5	1.3	6.9	2.7	39	<0.5	1.1	3.5	479	1.90	<5	<0.5	2.2	34	<0.5	<0.5	<0.5

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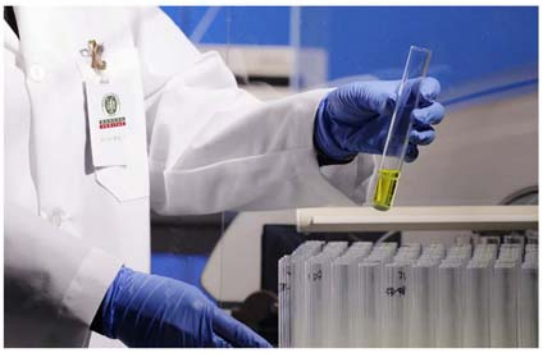
QUALITY CONTROL REPORT WHI16000310.2

		AQ270 V ppm 10	AQ270 Ca % 0.01	AQ270 P % 0.001	AQ270 La ppm 0.5	AQ270 Cr ppm 0.5	AQ270 Mg % 0.01	AQ270 Ba ppm 5	AQ270 Ti % 0.001	AQ270 Al % 0.01	AQ270 Na % 0.01	AQ270 K % 0.01	AQ270 W ppm 0.5	AQ270 Hg ppm 0.05	AQ270 Sc ppm 0.5	AQ270 Tl ppm 0.5	AQ270 S % 0.05	AQ270 Ga ppm 5	AQ270 Se ppm 2	FA350 Pt ppb 3	FA350 Pd ppb 2
BLK	Blank																				
BLK	Blank																				
BLK	Blank	<10	<0.01	<0.001	<0.5	<0.5	<0.01	<5	<0.001	<0.01	<0.01	<0.01	<0.5	<0.05	<0.5	<0.5	<0.05	<5	<2		
BLK	Blank	<10	<0.01	<0.001	<0.5	<0.5	<0.01	<5	<0.001	<0.01	<0.01	<0.01	<0.5	<0.05	<0.5	<0.5	<0.05	<5	<2		
BLK	Blank																				
BLK	Blank																			<3	<2
Prep Wash																					
ROCK-WHI	Prep Blank	24	0.62	0.044	5.6	2.9	0.40	65	0.103	1.01	0.16	0.11	<0.5	<0.05	3.4	<0.5	<0.05	<5	<2		
ROCK-WHI	Prep Blank	24	0.69	0.041	8.1	2.5	0.43	85	0.108	1.15	0.19	0.15	<0.5	<0.05	4.3	<0.5	<0.05	<5	<2		



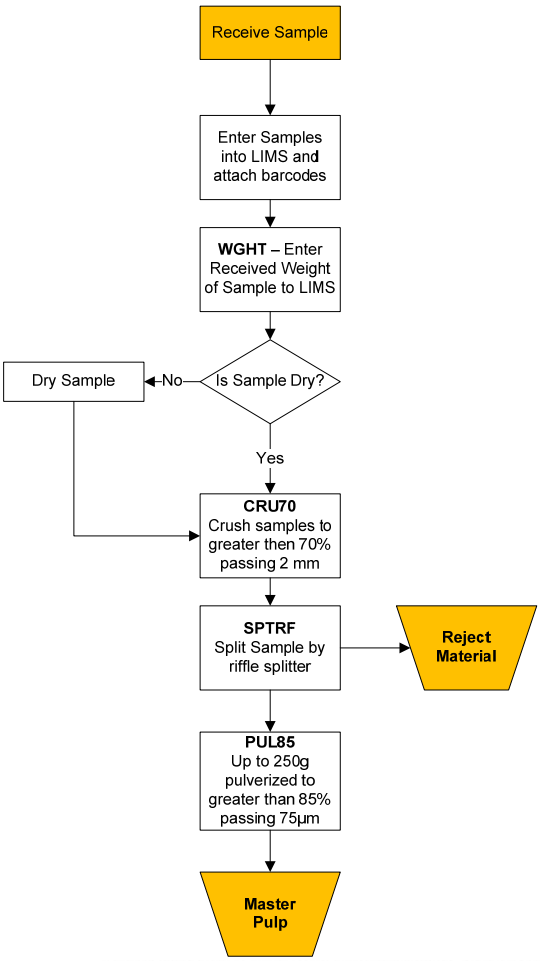
BUREAU VERITAS

MINERALS

► PRP70-250

Package Description	Crushing and Pulverizing
Samples Digestion	NA
Instrumentation Method	NA
Legacy Code	R150
Applicability	Rock and Drill Core

► METHOD DESCRIPTION

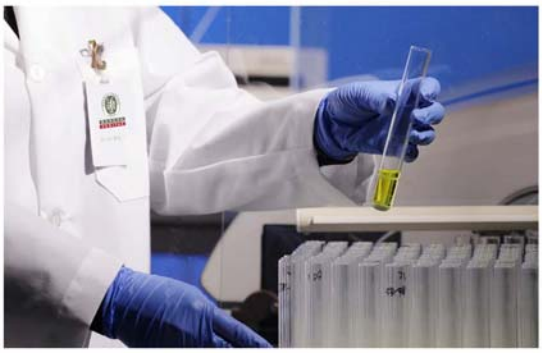


Received samples are entered into the Laboratory Information Management System (LIMS), weighed, dried and crushed to ensure that greater than 70% pass a 2mm sieve. A 250g split of the crushed material is then pulverized to greater than 85% passing a 75µm sieve.

At random intervals and at the start of each shift QC testing is completed on both crushed and pulverized material to ensure that the above specifications are met.

The flowchart to the left describes the standard practice. Additional splits of the pulp or reject may be taken at client request and to prepare internal Prep QC duplicates.

By default if clients have not specified otherwise Master Pulps are retained and storage charges apply. Rejects are stored for 90 days and are then disposed of at the client's cost.



BUREAU VERITAS MINERALS

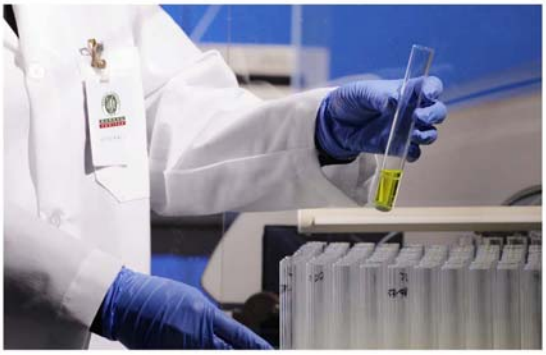
► SS80, SS230, SSXX

Package Description	Soil Preparation
Samples Digestion	NA
Instrumentation Method	NA
Legacy Code	SS80, S230, SSXX
Applicability	Soils and Sediments

► METHOD DESCRIPTION

Wet or damp soil samples are dried at 60°C (Air dried or 40°C if specified by the client). Soil and sediment sieved to -80 mesh (SS80) or -230 mesh (SS230), unless client specifies otherwise (SSXXX). Sieves cleaned by brush and compressed air between samples.

NOMINAL OPENING	US STANDARD SIEVE	TYLER SIEVE
250 µm	60	60
180 µm	80	80
150 µm	100	100
106 µm	140	150
75 µm	200	200
63 µm	230	250



BUREAU VERITAS MINERALS

► AQ250

Package Description	Ultra Trace Geochemical Aqua Regia digestion
Samples Digestion	HNO_3-HCl acid digestion
Instrumentation Method	ICP-ES and ICP-MS
Legacy Code	1F
Applicability	Sediment, Soil, Non-mineralized Rock and Drill Core

► METHOD DESCRIPTION

Prepared sample is digested with a modified Aqua Regia solution of equal parts concentrated HCl, HNO_3 and DI H_2O for one hour in a heating block or hot water bath. Sample is made up to volume with dilute HCl. Sample splits of 0.5g, 15g or 30g can be analyzed.

Lead isotope Add On (+ISO) ^{204}Pb, ^{206}Pb, ^{207}Pb, ^{208}Pb are suitable for geochemical exploration of U and other commodities where gross differences in natural to radiogenic Pb ratios, is a benefit. Isotope values can be reported in both concentrations and intensities. Sample splits of 0.5g, 15g or 30g can be analyzed.

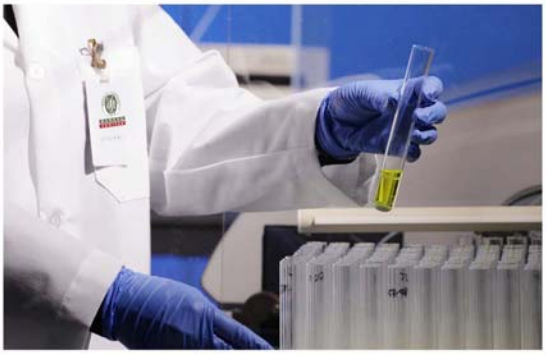
ELEMENT	DETECTION LIMIT	UPPER LIMIT
Ag	2 ppb	100 ppm
Al*	0.01%	10%
As	0.1 ppm	10000 ppm
Au	0.2 ppb	100 ppm
B*^	20 ppm	2000 ppm
Ba*	0.5 ppm	10000 ppm
Bi	0.02 ppm	2000 ppm
Ca*	0.01%	40%
Cd	0.01 ppm	2000 ppm
Co	0.1 ppm	2000 ppm
Cr*	0.5 ppm	10000 ppm
Cu	0.01 ppm	10000 ppm
Fe*	0.01%	40%
Ga*	0.1 ppm	1000 ppm
Hg	5 ppb	50 ppm
K*	0.01%	10%
La*	0.5 ppm	10000 ppm
Mg*	0.01%	30%
Mn*	1 ppm	10000 ppm

ELEMENT	DETECTION LIMIT	UPPER LIMIT
Mo	0.01 ppm	2000 ppm
Na*	0.001%	5%
Ni	0.1 ppm	10000 ppm
P*	0.001%	5%
Pb	0.01 ppm	10000 ppm
S	0.02%	10%
Sb	0.02 ppm	2000 ppm
Sc	0.1 ppm	100 ppm
Se	0.1 ppm	100 ppm
Sr*	0.5 ppm	10000 ppm
Te	0.02 ppm	1000 ppm
Th*	0.1 ppm	2000 ppm
Ti*	0.001%	5%
Tl	0.02 ppm	1000 ppm
U*	0.05 ppm	2000 ppm
V*	2 ppm	10000 ppm
W*	0.05 ppm	100 ppm
Zn	0.1 ppm	10000 ppm

Extended Package Elements

ELEMENT	DETECTION LIMIT	UPPER LIMIT
Be*	0.1 ppm	1000 ppm
Ce*	0.1 ppm	2000 ppm
Cs*	0.02 ppm	2000 ppm
Ge*	0.1 ppm	100 ppm
Hf*	0.02 ppm	1000 ppm
In	0.02 ppm	1000 ppm
Li*	0.1 ppm	2000 ppm
Nb*	0.02 ppm	2000 ppm
Rb*	0.1 ppm	2000 ppm
Re	1 ppb	10000 ppb
Sn*	0.1 ppm	100 ppm
Ta*	0.05 ppm	2000 ppm
Y*	0.01 ppm	2000 ppm
Zr*	0.1 ppm	2000 ppm
Pt*	2 ppb	100 ppm
Pd*	10 ppb	100 ppm

Limitations: *This digestion is only partial for some Cr and Ba minerals and some oxides of Al, Hf, Mn, Sn, Ta and Zr. †Volatilization may occur during fuming resulting in some loss of As, and Sb

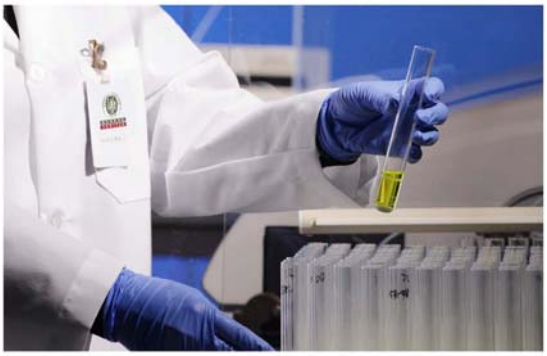


BUREAU VERITAS MINERALS

+REE Add on		
ELEMENT	**DETECTION LIMIT**	**UPPER LIMIT**
Pr	0.02 ppm	2000 ppm
Nd	0.02 ppm	2000 ppm
Sm	0.02 ppm	2000 ppm
Eu	0.02 ppm	2000 ppm
Gd	0.02 ppm	2000 ppm
Tb	0.02 ppm	2000 ppm
Dy	0.02 ppm	2000 ppm
Ho	0.02 ppm	2000 ppm
Er	0.02 ppm	2000 ppm
Tm	0.02 ppm	2000 ppm
Yb	0.02 ppm	2000 ppm
Lu	0.02 ppm	2000 ppm

+PGM Add on		
ELEMENT	**DETECTION LIMIT**	**UPPER LIMIT**
Pt*	2 ppb	100 ppm
Pd*	10 ppb	100 ppm

+ISO Add on		
ELEMENT	**DETECTION LIMIT**	**UPPER LIMIT**
^{204}Pb	0.01 ppm	10000 ppm
^{206}Pb	0.01 ppm	10000 ppm
^{207}Pb	0.01 ppm	10000 ppm
^{208}Pb	0.01 ppm	10000 ppm



BUREAU VERITAS MINERALS

► FA100, FA300, FA400 & FA500

Package Description	Precious Metals by Lead Collection Fire Assay
Samples Digestion	Lead-collection fire assay fusion
Instrumentation Method	ICP-MS (FA100), ICP-ES (FA300), AAS (FA400), Gravimetric (FA500)
Legacy Code	3B, G6
Applicability	Rock, Drill Core

► METHOD DESCRIPTION

30 or 50g of prepared sample is custom-blended with fire-assay fluxes, PbO litharge and a silver inquart. Firing the charge at 1050ºC liberates Ag, Au and PGEs that report to the molten Pb-metal phase. After cooling the Pb button is recovered, placed in a cupel and fired at 950ºC to render a Ag, Au and PGEs dore bead. The bead is then either digested with nitric and hydrochloric acids for instrumentation determination or weighed and parted with nitric acid to dissolve Ag leaving gold which is weighed directly. Ag is determined by difference of the dore bead from the gold in gravimetric analysis.

ELEMENT	DETECTION LIMIT	UPPER LIMIT
FA100 – ICP-MS		
Au	1 ppb	1 ppm
Pt	0.1 ppb	1 ppm
Pd	0.5 ppb	1 ppm
FA300-ICP-ES		
Au	2 ppb	10 ppm
Pt	3 ppb	10 ppm
Pd	2 ppb	10 ppm
FA400-AAS		
Au	5 ppb	10 ppm
FA500-Gravimetric		
Au	0.9 ppm	
Ag	20 ppm	

Note: Sulphide rich samples may require a 15g or smaller sample charge for proper fusion.

Appendix 3: Work summary and cost statements

Hardcopy and digital files

Yukon
Energy, Mines and Resources

YMEP PROJECT STATUS REPORT - 2016

Submit completed form by September 30th to:

Yukon Mineral Exploration Program
Energy, Mines and Resources
Government of Yukon
102 - 300 Main Street
Box 2703 (K102), Whitehorse, Yukon
Y1A 2C6

E-mail: ymep@gov.yk.ca
tel: 867-456-3828
fax: 867-667-3198
toll free (in Yukon): 1-800-661-0408

YMEP no:	16-	Applicant name	Group 10 Metals	project name:	Spy
Address	Suite 814, 675 W. Hastings St., Vancouver,			module:	Target Evaluation
	BC, V6C 1N2			type:	Quartz
phone 1:	Cell: 604 961 4224			phone 2:	
date submitted:	Nov 29/116			email:	mrowley@grouptenmetals.com

The purpose of this form is to help us keep track of budget expenditures to date. We need to keep this information current so please update us if significant changes occur between now and January 31st.

Has the program started:	yes ✓			
	estimate total expenditures to date as of Sept 30			$34,067.00
	estimate pending expenditures			
	estimate total expenditures for program			
	Is the field portion of the program completed?			yes
	no ☐			
	will it proceed	yes ☐		
			when will it start	
		maybe ☐		
			when will you know	
		no ☐		
			are you withdrawing from this contribution agreement?	
Comments				

YMEP Expense Claim Form - Client Copy

YMEP no: **16-**	*project name:*	**Spy**	*Applicant name*	**Group Ten Metals**	
Expense Claim no: **final**	*program type:*	**hard rock**	*program module:*	**target evaluation**	
date submitted **07-Dec-16**	*phone:*	**604-681-1568**	*email:*	**mrowley@grouptenmetals.com**	
address	**814-675 W. Hastings St., Vancouver, BC V6C 1N2**				
Start/ end dates of fieldwork for this claim:	**16-Sep-16** *start*	**22-Sep-16** *end*	*no of field days/ this claim:*	**6**	

eligible expenses *Please refer to rate guidelines. Provide photocopy of receipts.*

item		unit/days	rate	total
daily field expenses	no persons:		$100/day	
Personnel	*Name (supply statement of qualifications)*			
	see attached Midnight Mining Invoice			
	see attached Kluane Helicopters Invoice			

equipment (rental)	private or commercial	unit/days	rate	total
	private			
	private			
	private			
	private			
	private			
	private			
	private			
	private			
	private			
	private			
	private			

other	*please provide details*			
Midnight Mining Services 16-6				$25,964.90
Kluane Helicopters				$9,102.24
			Grand total this claim:	$35,067.14

Midnight Mining Services
Box 31347
Whitehorse, YT
Y1A 5P7

Invoice

Invoice No. 16-6

25-Sep-16

To:	Group Ten Metals
	789 W. Pender St., Suite 1450
	Vancouver, BC V6C 1H2
Attention:	Michael Rowley

Date From	Date To	Project
16-Sep-16	22-Sep-16	Spy Property

Description		Rate	Amount
Prospecting/Geological Mapping/VLF-EM Geophysical Survey			
Days			
3.5	Bill Harris - Prospector/Project Manager	$ 500.00	$ 1,750.00
6	Debbie James - Geologist	$ 450.00	$ 2,700.00
6	Graham Davidson - Geologist	$ 500.00	$ 3,000.00
3	Jean Pautler - Geologist	$ 650.00	$ 1,950.00
3	Ron Berdahl - Prospector	$ 500.00	$ 1,500.00
5	VLF rental	$ 100.00	$ 500.00
7	XRF rental	$ 200.00	$ 1,400.00
7	4 x 4 truck (Midnight Mines)	$ 150.00	$ 1,050.00
7	Quad (Midnight Mines)	$ 75.00	$ 525.00
7	4 x 4 truck - Graham Davidson	$ 150.00	$ 1,050.00
3	truck-camper Jean Paulter	$ 125.00	$ 375.00
	Report		$ 4,000.00
	Subtotal Services		**$ 19,800.00**
	GST on services		**$ 990.00**
	assays (estimate)		$ 2,640.00
	accomodation/food (Debbie/Bill/Graham/Ron)		$ 2,534.90
	Subtotal Expenses		**$ 5,174.90**
	Total		**$ 25,964.90**

Bill Harris, Director

Total payable within 30 days of invoice
GST # 852268341

KLUANE

CHARTER TICKET: KH 1091

HELICOPTERS A DIVISION OF 528470 ALBERTA LIMITED
P.O. BOX 2128, HAINES JUNCTION, YUKON TERRITORY, CANADA Y0B 1L0
TELEPHONE: (403) 634-2224 • FAX: (403) 634-2226

CHARTERER: Group 10 METALS.

ADDRESS: Spy Claims

DATE:	A/C TYPE	A/C REG.	PURCHASE ORDER #	FORESTRY TICKET No.
Sept. 22/16	AS350B1	C-GTOH		

FLIGHT DESCRIPTION	TIME UP	TIME DOWN	HOURS	RATE	SUB-TOTAL
Sept 18 H.J-Crew moves			1.3		
Sept 19 Lay day			0		
Sept 20 Crew Moves			1.1		
Sept 21 Crew Moves.			1.2		
Sept 22 DRAY - H.J			0.6		
			4.2	1775	745.50

CONTRACT No.	CONTRACT DAYS	MINIMUM HOURS	DAILY MINIMUMS	FUEL:	1213.8
CHARTERER FUEL:		COMPANY FUEL:		OIL:	
DRUMS:		GALLONS $ /GAL.		MEALS:	
GALLONS		LITRES: 714 $ 1.70 /LTR.		LODGING:	
LITRES:					868.80
				G.S.T. REG. 132709809	433.44

CHARTERER AUTHORIZATION:

PILOT: Bio Farmer

TOTAL: $ 9102.24

SIGNING OF THIS TICKET BY AUTHORIZED REPRESENTATIVES CONSTITUTES THE RIGHT BY THE CARRIER TO CHARGE 3% PER MONTH INTEREST ON ALL ACCOUNTS OVER 30 DAYS.

GST# R105125892
MILE 1083 ALASKA HIGHWAY
DESTRUCTION BAY, YT Y0B 1H0
(867) 841-4461 FAX (867) 841-4804

CUSTOMER ORDER NUMBER	TELEPHONE	FAX	DATE
			Sept 22, 2016

NAME Midnight Mining Services.

ADDRESS

CITY PROVINCE POSTAL CODE

SOLD BY	CASH	CHARGE	CHEQUE	DEBIT CARD	C.O.D.	ON ACCT.	MDSE. RET'D.	PAID OUT

QTY	DESCRIPTION	PRICE	AMOUNT
10	nights #21 Debbie	108.00	1080. 00. - should be 6 nights or 648.0
6	nights #1 Graham	108.00	648. 00
3	nights #27 Ron.	108.00	324. 00.
1	night #26 Bill	108.00	108. 00.
	Meals		701. 65
	15% Gratuity		105. 25

SPECIAL INSTRUCTIONS

SUBTOTAL	
HST / GST	$ 2966.90
PST	
TOTAL	

All claims and returned goods MUST be accompanied by this bill.

RECEIVED BY

22487

THANK YOU

Product 610

Revised total to $py

$2534.90

Bureau Veritas Commodities Canada Ltd.
9050 Shaughnessy St.
Vancouver, BC Canada V6P 6E5
Phone 604 253 3158 Fax 604 253 1716
GST # 843013921 RT
QST # 1219972641

Bill To: Midnight Mining
Box 31347
Whitehorse, YT Y1A 5P7
CANADA

Invoice Date: October 18, 2016
Invoice Number: **VANI261587**
Submitted by: Debbie James
Email: debbiejames25@gmail.com
Job Number: WHI16000310
Order Number:
Project Code: SPY
Shipment ID:
Quote Number:

Item	Package	Description	Sample No.	Unit Price	Amount
1	PRP70-250	Crush and Pulverize 250 g	40	$7.20	$288.00
2	PRP70-250	Overweight crushing charges per 100g	221	$0.07	$15.47
3	FA130	30g Fire Assay Au Pt Pd ICPMS	40	$21.00	$840.00
4	AQ270	1g AR Digestion ICP-MS	40	$21.00	$840.00
5	DRPLP	Dispose or return handling of pulps	40	$0.10	$4.00
6	DRRJT	Dispose or return handling of reject	40	$0.35	$14.00
7	SHP-01	Per sample charge for branch shipment	40	$1.00	$40.00
				Net Total	$2,041.47
				Canadian GST	$102.07
				Grand Total CAD	**$2,143.54**

Invoice Stated In Canadian Dollars

Payment Terms:

Due upon receipt of invoice. Please pay the last amount shown on the invoice.

For **cheque payments**, please remit payable to:
Bureau Veritas Commodities Canada Ltd.
9050 Shaughnessy St.
Vancouver BC, V6P 6E5

Please specify invoice number on cheque remittance.

For **electronic payments**, please please contact AccountReceivable.VAN@acmelab.com for banking details.

For any enquiries please contact us at AccountReceivable.VAN@acmelab.com

Bureau Veritas Commodities Canada Ltd.
9050 Shaughnessy St.
Vancouver, BC Canada V6P 6E5
Phone 604 253 3158 Fax 604 253 1716
GST # 843013921 RT
QST # 1219972641

Bill To: Midnight Mining
Box 31347
Whitehorse, YT Y1A 5P7
CANADA

Invoice Date: October 6, 2016
Invoice Number: **VANI260977**
Submitted by: Debbie James
Email: debbiejames25@gmail.com
Job Number: WHI16000309
Order Number:
Project Code: SPY
Shipment ID:
Quote Number:

Item	Package	Description	Sample No.	Unit Price	Amount
1	SS230	Sieve 100g soil to -230 mesh	12	$4.05	$48.60
2	SVRJT	Saving all or portion of reject	12	$0.60	$7.20
3	AQ251-EXT	15g Full Suite (53 Elements)	12	$27.05	$324.60
4	DRPLP	Dispose or return handling of pulps	12	$0.10	$1.20
5	DRRJT	Dispose or return handling of reject	12	$0.35	$4.20
6	SHP-01	Per sample charge for branch shipments	12	$1.00	$12.00
			Net Total		$397.80
			Canadian GST		$19.89
			Grand Total	**CAD**	**$417.69**

Invoice Stated In Canadian Dollars

Payment Terms:

Due upon receipt of invoice. Please pay the last amount shown on the invoice.

For **cheque payments**, please remit payable to:
Bureau Veritas Commodities Canada Ltd.
9050 Shaughnessy St.
Vancouver BC, V6P 6E5

Please specify invoice number on cheque remittance.

For **electronic payments**, please please contact AccountReceivable.VAN@acmelab.com for banking details.

For any enquiries please contact us at AccountReceivable.VAN@acmelab.com

Bureau Veritas Commodities Canada Ltd.
9050 Shaughnessy St.
Vancouver, BC Canada V6P 6E5
Phone 604 253 3158 Fax 604 253 1716
GST # 843013921 RT
QST # 1219972641

Bill To: Midnight Mining
Box 31347
Whitehorse, YT Y1A 5P7
CANADA

Invoice Date: October 24, 2016
Invoice Number: **VANI261979**
Submitted by: Debbie James
Email: debbiejames25@gmail.com
Job Number: WHI16000310
Order Number:
Project Code: SPY
Shipment ID:
Quote Number:

Item	Package	Description	Sample No.	Unit Price	Amount
1	FA350	50g Fire Assay Au Pt Pd, ICP finish	3	$20.45	$61.35
2	EN002	Lead waste disposal fee	3	$0.25	$0.75
				Net Total	$62.10
				Canadian GST	$3.11
				Grand Total CAD	**$65.21**

Invoice Stated In Canadian Dollars

Payment Terms:

Due upon receipt of invoice. Please pay the last amount shown on the invoice.

For **cheque payments**, please remit payable to:
Bureau Veritas Commodities Canada Ltd.
9050 Shaughnessy St.
Vancouver BC, V6P 6E5

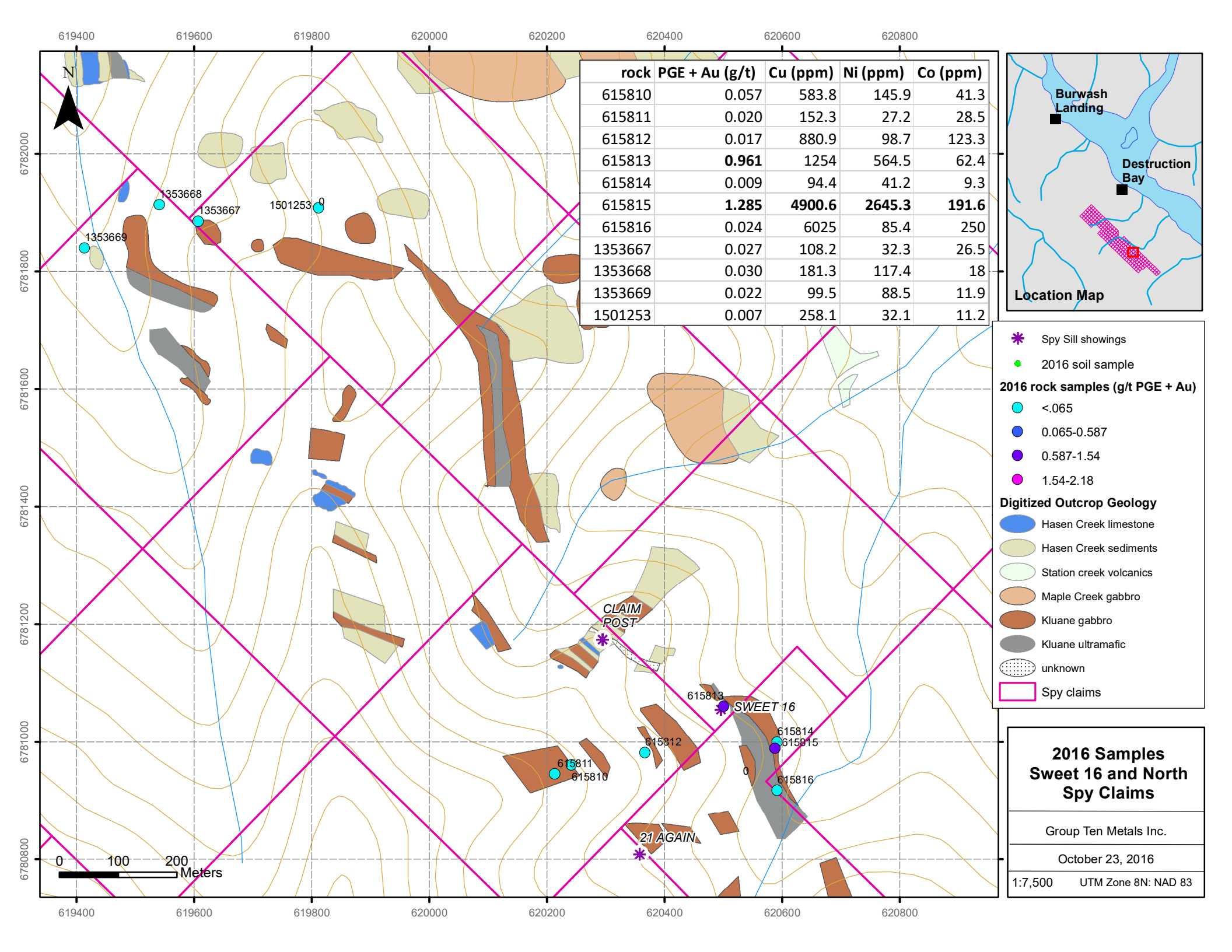
Please specify invoice number on cheque remittance.

For **electronic payments**, please please contact AccountReceivable.VAN@acmelab.com for banking details.

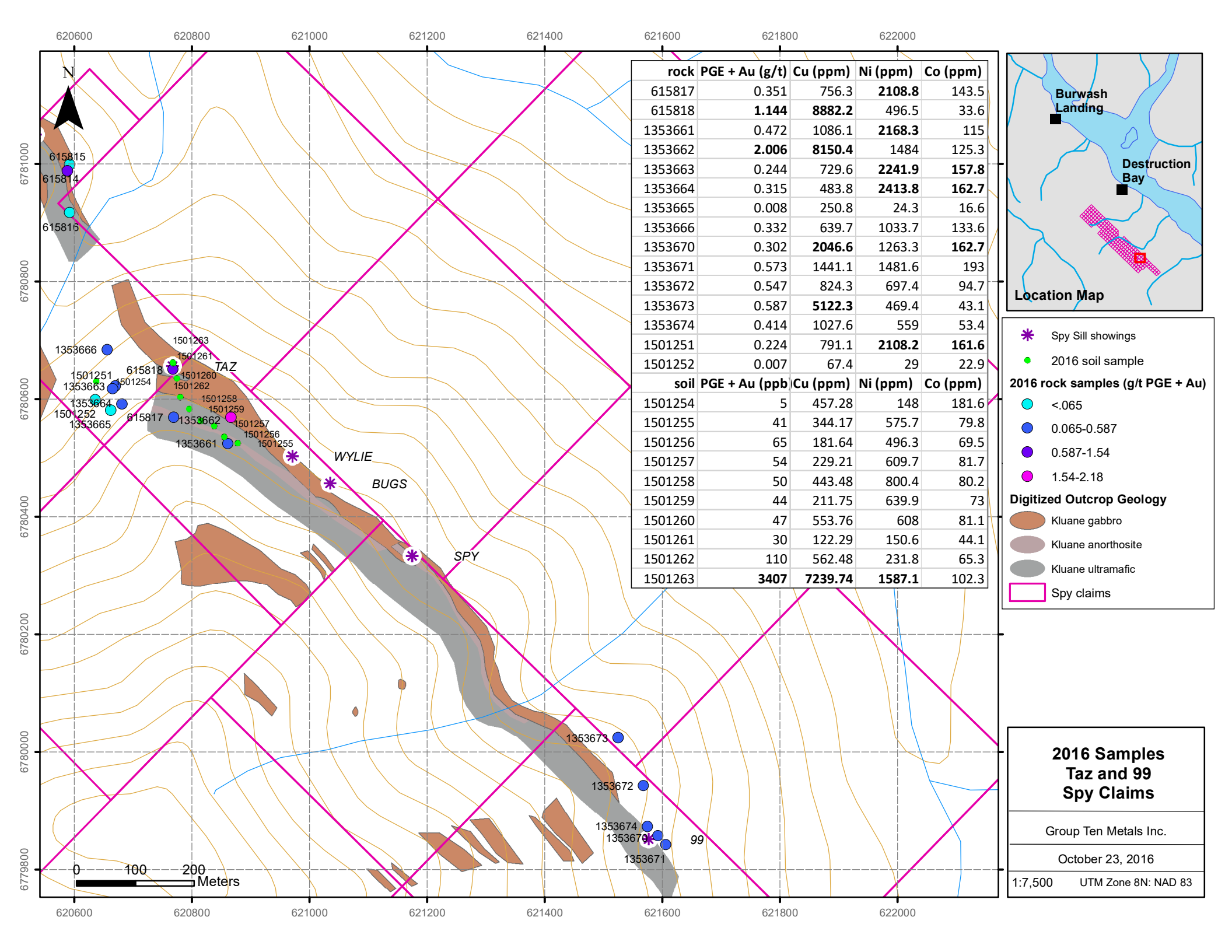
For any enquiries please contact us at AccountReceivable.VAN@acmelab.com

Appendix 4: Maps

Hardcopy and digital files



rock	PGE + Au (g/t)	Cu (ppm)	Ni (ppm)	Co (ppm)
615810	0.057	583.8	145.9	41.3
615811	0.020	152.3	27.2	28.5
615812	0.017	880.9	98.7	123.3
615813	**0.961**	1254	564.5	62.4
615814	0.009	94.4	41.2	9.3
615815	**1.285**	**4900.6**	**2645.3**	**191.6**
615816	0.024	6025	85.4	250
1353667	0.027	108.2	32.3	26.5
1353668	0.030	181.3	117.4	18
1353669	0.022	99.5	88.5	11.9
1501253	0.007	258.1	32.1	11.2



rock	PGE + Au (g/t)	Cu (ppm)	Ni (ppm)	Co (ppm)
615817	0.351	756.3	**2108.8**	143.5
615818	**1.144**	**8882.2**	496.5	33.6
1353661	0.472	1086.1	**2168.3**	115
1353662	**2.006**	**8150.4**	1484	125.3
1353663	0.244	729.6	**2241.9**	**157.8**
1353664	0.315	483.8	**2413.8**	**162.7**
1353665	0.008	250.8	24.3	16.6
1353666	0.332	639.7	1033.7	133.6
1353670	0.302	**2046.6**	1263.3	**162.7**
1353671	0.573	1441.1	1481.6	193
1353672	0.547	824.3	697.4	94.7
1353673	0.587	**5122.3**	469.4	43.1
1353674	0.414	1027.6	559	53.4
1501251	0.224	791.1	**2108.2**	**161.6**
1501252	0.007	67.4	29	22.9

soil	PGE + Au (ppb)	Cu (ppm)	Ni (ppm)	Co (ppm)
1501254	5	457.28	148	181.6
1501255	41	344.17	575.7	79.8
1501256	65	181.64	496.3	69.5
1501257	54	229.21	609.7	81.7
1501258	50	443.48	800.4	80.2
1501259	44	211.75	639.9	73
1501260	47	553.76	608	81.1
1501261	30	122.29	150.6	44.1
1501262	110	562.48	231.8	65.3
1501263	**3407**	**7239.74**	**1587.1**	102.3

Spy Sill showings

2016 soil sample

2016 rock samples (g/t PGE + Au)

- <.065
- 0.065-0.587
- 0.587-1.54
- 1.54-2.18

Digitized Outcrop Geology

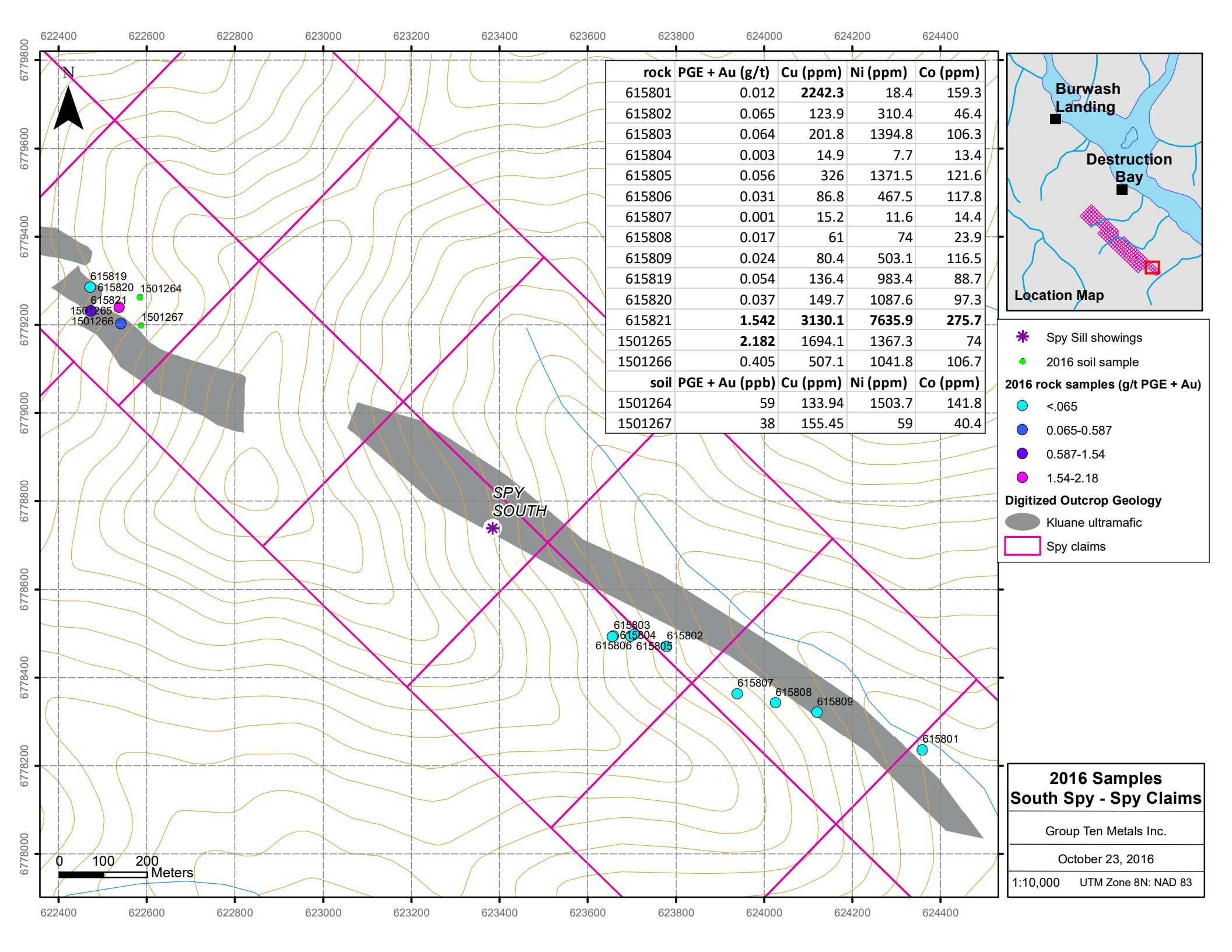
- Kluane gabbro
- Kluane anorthosite
- Kluane ultramafic
- Spy claims

2016 Samples Taz and 99 Spy Claims

Group Ten Metals Inc.

October 23, 2016

1:7,500 UTM Zone 8N: NAD 83



rock	PGE + Au (g/t)	Cu (ppm)	Ni (ppm)	Co (ppm)
615801	0.012	**2242.3**	18.4	159.3
615802	0.065	123.9	310.4	46.4
615803	0.064	201.8	1394.8	106.3
615804	0.003	14.9	7.7	13.4
615805	0.056	326	1371.5	121.6
615806	0.031	86.8	467.5	117.8
615807	0.001	15.2	11.6	14.4
615808	0.017	61	74	23.9
615809	0.024	80.4	503.1	116.5
615819	0.054	136.4	983.4	88.7
615820	0.037	149.7	1087.6	97.3
615821	**1.542**	**3130.1**	**7635.9**	**275.7**
1501265	**2.182**	1694.1	1367.3	74
1501266	0.405	507.1	1041.8	106.7

soil	PGE + Au (ppb)	Cu (ppm)	Ni (ppm)	Co (ppm)
1501264	59	133.94	1503.7	141.8
1501267	38	155.45	59	40.4

2016 Samples
South Spy - Spy Claims

Group Ten Metals Inc.

October 23, 2016

1:10,000 UTM Zone 8N: NAD 83