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# TINTINA SILVER MINES LIMITED

## **ANNUAL REPORT**

As at December 31, 1973.

# TINTINA SILVER MINES LIMITED

## NOTICE OF ANNUAL MEETING OF SHAREHOLDERS

NOTICE IS HEREBY GIVEN that the annual meeting of shareholders of TINTINA SILVER MINES LIMITED will be held in The Manitoba Room, Royal York Hotel, Toronto, Ontario, on Friday, June 28, 1974, at the hour of 10.00 o'clock in the morning for the following purposes:

- (a) to receive the annual report, the financial statements for the period ended December 31st, 1973 and the report of the auditors thereon;
- (b) to elect directors for the ensuing year;
- (c) to appoint auditors and authorize the directors to fix their remuneration;
- (d) to transact such other business as may properly come before the meeting or any adjournment thereof.

Copies of the annual report of the Company, and an information circular accompany this notice.

Shareholders who are unable to attend the meeting in person are requested to date, sign and return the enclosed form of proxy in the envelope provided for that purpose.

DATED at Toronto this 13th day of June, 1974.

By Order of the Board of Directors

W. ROSS ABBOTT  
*Secretary*

# INFORMATION CIRCULAR

## Solicitation of Proxies

This information circular is furnished in connection with the solicitation by the management of Tintina Silver Mines Limited (herein called the "Company") of proxies to be used at the Annual Meeting of shareholders of the Company to be held at the time and place and for the purposes set forth in the accompanying notice of meeting. It is expected that the solicitation will be primarily by mail. Proxies may also be solicited personally by regular employees of the Company at nominal cost. The cost of solicitation by management will be borne by the Company.

## Appointment and Revocation of Proxies

The persons named in the enclosed form of proxy are directors of the Company. A shareholder desiring to appoint some other person to represent him at the meeting may do so either by striking out the printed names and inserting such person's name in the blank space provided in the form of proxy or by completing another form of proxy and, in either case, delivering the completed proxy to the Secretary of the Company.

A shareholder who has given a proxy may revoke it either (a) by signing a proxy bearing a later date and delivering it to the Secretary of the Company, or (b) as to any matter on which a vote shall not already have been cast pursuant to the authority conferred by such proxy, by signing written notice of revocation and delivering it to the Secretary of the Company or the Chairman of the meeting.

## Exercise of Discretion by Proxies

The persons named in the enclosed form of proxy will vote the shares in respect of which they are appointed in accordance with the direction of the shareholder appointing them. In the absence of such direction, it is intended that such shares will be voted for the election of directors, for the appointment of auditors and authorization to fix the auditors' remuneration. The enclosed form of proxy confers discretionary authority upon the persons named therein with respect to amendments or variations to matters identified in the notice of meeting, and with respect to other matters which may properly come before the meeting. At the time of printing this circular the management of the Company knows of no such amendments, variations or other matters to come before the meeting other than the matters referred to in the notice of meeting.

## Voting Shares

2,900,005 Common Shares without nominal or par value are outstanding, each of which will be entitled to one vote at the meeting.

The only person or company to the knowledge of the directors or senior officers of the Company who or which beneficially owns, directly or indirectly, more than 10% of the voting rights attached to all shares entitled to vote at the meeting is Minaco Equipment Limited which beneficially owns 1,825,005 or approximately 63% of the Company's outstanding common shares.

## Election of Directors

The board consists of five directors to be elected annually. The persons named in the enclosed form of proxy intend to vote for the election of the nominees whose names are set forth below, all of whom are now members of the board of directors and have been since the dates indicated. The management does not contemplate that any of the nominees will be unable to serve as a director but, if that should occur for any reason prior to the meeting, the persons named in the enclosed form of proxy reserve the right to vote for another nominee in their discretion. Each director elected will hold office until the next Annual Meeting or until his successor is otherwise duly elected or appointed in accordance with the by-laws of the Company.

The following table and the notes thereto state the names of all the persons proposed to be nominated for election as directors, all other positions and offices with the Company now held by them, their principal occupations or employments, the year in which they became directors of the Company, and the approximate number of shares of the Company beneficially owned directly or indirectly by each of them, as of the date of the accompanying notice of meeting.

## Directors and Officers

<u>Name and position and office held</u>	<u>Principal Occupation</u>	<u>Became Director</u>	<u>Shares Owned</u>
CECIL HAMMOND FRANKLIN President and Director	Chairman, Hardee Farms International Ltd. and Federal Diversiplex Limited, President, Minaco Equipment Limited and Algonquin Building Credits Limited and Director of several Canadian corporations	Oct. 1967	1,825,005*
WILFRID ROSS ABBOTT Secretary-Treasurer and Director	Director and Secretary-Treasurer, Algonquin Building Credits Limited	Oct. 1967	2,000
WILLIAM PAUL HAMMOND Vice-President and Director	Consulting Mining Geologist	Nov. 1973	135,500
ROBERT MICHAEL FRANKLIN Director	President and Director, Coupco Limited Vice-President, Algonquin Building Credits Limited	Nov. 1973	62,000
SCOTT CAMERON MACKENZIE Director	Assistant Secretary, Algonquin Building Credits Limited	Nov. 1973	1,000

- (1) The information as to shares beneficially owned, not being within the knowledge of the Company, has been furnished by the respective directors individually.
- (2) \*Cecil H. Franklin beneficially owns 100% of the outstanding common shares of Minaco Equipment Limited which owns 1,825,005 shares.

## Remuneration of Directors and Officers

No remuneration was paid or is payable by the Company to directors and senior officers of the Company as such for the last completed financial year of the Company. No pension or retirement benefits are payable by the Company to directors or senior officers. Mr. W. Paul Hammond, a director, has received fees totalling \$1,500 from the Company in his capacity as Consulting Mining Geologist.

## Appointment of Auditors

The persons named in the enclosed form of proxy intend to vote for the re-appointment of Clarkson, Gordon & Co., Chartered Accountants, Toronto, as auditors of the Company, to hold office until the next Annual Meeting of shareholders.

## Other Business

The management knows of no matters to come before the meeting other than the matters referred to in the Notice.

DATED as of June 13, 1974.

# TINTINA SILVER MINES LIMITED

## OFFICERS AND DIRECTORS

C. H. FRANKLIN, Toronto.....*President and Director*

W. P. HAMMOND, Toronto.....*Vice-President and Director*

W. ROSS ABBOTT, Toronto.....*Secretary-Treasurer and Director*

S. C. MACKENZIE, Toronto.....*Director*

R. M. FRANKLIN, Toronto.....*Director*

## HEAD OFFICE

Suite 200, 931 Yonge Street  
Toronto, Ontario

## AUDITORS

Clarkson, Gordon & Co.  
Box 251  
Toronto-Dominion Centre  
Toronto, Ontario

## REGISTRAR AND TRANSFER AGENT

Crown Trust Company  
302 Bay Street  
Toronto, Ontario

# TINTINA SILVER MINES LIMITED

## DIRECTORS' REPORT

To the Shareholders

TINTINA SILVER MINES LIMITED

Your directors submit herewith Notice calling the Annual Meeting of Shareholders of the Company, together with the Instrument of Proxy and Financial Statements as at December 31, 1973, duly certified by the Company's auditors.

The seventy contiguous claims held by your Company in the southeastern Yukon Territory were maintained in good standing. Some 26 occurrences of silver-lead-zinc mineralization occur on the property within an area approximately 7,000 feet by 2,000 feet in the central part of the claim group.

In view of substantially higher prices for silver, lead and zinc, improved access to the area, reasonable tax legislation and other incentives to develop mineral properties in the Yukon Territory, your directors decided to seek financing for further exploration of the property.

Subsequent to the year-end, 800,000 common shares of the Company were firmly underwritten by Wills, Bickle and Company to provide the treasury with \$460,000. In addition, options were granted the underwriter on 100,000 shares at \$0.75 and 100,000 shares at \$0.95.

A thorough and comprehensive drilling, trenching and sampling program will be carried out during the field season. News releases will be made as rapidly as developments permit.

On behalf of the Board,



C. H. FRANKLIN

*President*

June 4, 1974

# TINTINA SILVER MINES LIMITED

(Incorporated under the laws of Canada)

## BALANCE SHEET

DECEMBER 31, 1973

(with comparative figures at December 31, 1972)

### ASSETS

	<u>1973</u>	<u>1972</u>
Cash.....	\$ 204	
Mining claims acquired for 750,000 shares of the company's capital stock at 10¢ per share (note 1).....	75,000	\$ 75,000
Deferred exploration, development, general and administrative expenditures (note 1).....	581,250	566,481
Incorporation expenses.....	979	979
	<u>\$657,433</u>	<u>\$642,460</u>

### LIABILITIES

Bank loan.....	\$ 37,000	
Accounts payable.....	1,928	\$ 709
Advances from shareholders.....	3,500	26,746
	<u>42,428</u>	<u>27,455</u>
Capital stock:		
Authorized—		
5,000,000 shares without par value (note 2)		
Issued—		
750,000 shares for mining claims.....	75,000	75,000
100,005 shares for cash.....	40,005	40,005
1,250,000 shares for exploration and incorporation costs.....	500,000	500,000
<u>2,100,005</u>	<u>615,005</u>	<u>615,005</u>
	<u>\$657,433</u>	<u>\$642,460</u>

On behalf of the Board:

C. H. FRANKLIN, Director

W. ROSS ABBOTT, Director

(See accompanying notes to financial statements)

# TINTINA SILVER MINES LIMITED

## STATEMENT OF DEFERRED EXPLORATION, DEVELOPMENT, GENERAL AND ADMINISTRATIVE EXPENDITURES

FOR THE YEAR ENDED DECEMBER 31, 1973

	Balance December 31, 1972	Net expenditures during year	Balance December 31, 1973
<b>EXPLORATION AND DEVELOPMENT:</b>			
Assaying.....	\$ 3,360		\$ 3,360
Camp and cookery.....	27,708		27,708
Camp road.....	20,233		20,233
Diamond drilling.....	7,061		7,061
Engineering salaries.....	36,408		36,408
Equipment rental and repairs.....	94,572		94,572
Fuel and other supplies.....	59,193		59,193
Labour.....	83,958		83,958
Road and airstrip.....	45,215		45,215
Transportation and freight.....	84,677	\$ 631	85,308
Travelling expense.....	10,499	930	11,429
General expense.....	27,478	133	27,611
Fees in lieu of work.....	39,161	7,350	46,511
Geochemical survey.....	17,838		17,838
Consulting fees.....		2,649	2,649
	<u>557,361</u>	<u>11,693</u>	<u>569,054</u>
<b>GENERAL AND ADMINISTRATIVE:</b>			
Legal fees.....	4,733	1,283	6,016
Audit fees.....	1,800	500	2,300
Capital tax.....	250	50	300
Filing fees.....	587	85	672
Stationery and office supplies.....	393		393
Transfer agency fees.....	1,134	150	1,284
Miscellaneous.....	223	1,008	1,231
	<u>9,120</u>	<u>3,076</u>	<u>12,196</u>
	<u>\$566,481</u>	<u>\$ 14,769</u>	<u>\$581,250</u>

(See accompanying notes to financial statements)

# TINTINA SILVER MINES LIMITED

## NOTES TO FINANCIAL STATEMENTS

DECEMBER 31, 1973

1. The mining claims consist of 70 mineral claims located in the Watson Lake Mining District, Yukon Territory. All of the deferred exploration, development, general and administrative expenditures relate to these claims.
2. During 1973 the company obtained supplementary letters patent increasing its authorized capital stock from 3,000,000 shares without par value to 5,000,000 shares without par value.

## AUDITORS' REPORT

To the Shareholders of  
TINTINA SILVER MINES LIMITED:

We have examined the balance sheet of Tintina Silver Mines Limited as at December 31, 1973 and the statement of deferred exploration, development, general and administrative expenditures for the year then ended. Our examination included a general review of the accounting procedures and such tests of accounting records and other supporting evidence as we considered necessary in the circumstances.

In our opinion these financial statements present fairly the financial position of the company as at December 31, 1973 and its deferred exploration, development, general and administrative expenditures for the year then ended, in accordance with generally accepted accounting principles applied on a basis consistent with that of the preceding year.

CLARKSON, GORDON & Co.  
*Chartered Accountants*

Toronto, Canada,  
February 14, 1974.