BC Geological Survey Assessment Report 32248

NAINA CAPITAL CORP.

GEOLOGICAL ASSESSMENT REPORT

(Event 4829043)

on the

TOM CAT 751642 CLAIM GROUP

of the

TOM CAT PROPERTY

(Work done from December 5-8, 2010)

Nicola Mining Division BCGS 092H.097/.098 British Columbia, Canada

Centred Near:

UTM (NAD: 83 Canada) 5533200N, 675500E

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SUMMARY

Naina Capital Corp. has an option to on the eight claim, 3,142 Tom Cat property 200 kilometres eastnortheast of Vancouver and within the historic Aspen Grove copper camp. Assessment work has been applied to three of the claims (Event 4829043) on the basis of a Structural Analysis performed on one of the three claims, Tenure 751642. This three claim portion of the Tom Cat property is designated as the Tom Cat 751642 Claim Group ("Property")>

The Aspen Grove area was recognized for its potential in developing economic mineral deposits since the late 1880's when copper mineralization was first discovered in the area. Two of the earlier discoveries, the Tom Cat and the Bunker Hill, were made on the ground covered by the Property which now includes nine documented mineral prospects or showings in a localized three by two kilometre area or approximately only one-quarter of the entire Property

Although the Property has a history of exploration, the only significant results reported prior to 2006 was a drill intersection of 45.7 metres of 0.32% copper in a 1965 Pyramid Mining drill hole on the Tom Cat showing. Exploration work by Bold Ventures in 2006 & 2007 resulted in the delineation of viable chargeability IP drill targets and copper soil anomalies associated with mineral showings. A drill hole on the Tom Cat showing confirmed the historic result in the intersection of 4.4 metres of 0.54% copper in a 40 metre section of noted mineralization.

Geologically, the Property predominantly covers the central and eastern belts of the Triassic volcanic and lesser sedimentary rocks of the Nicola Group which are divided by the regional Kentucky Lake Fault, a northern extension of the Summers Creek Fault. Late Triassic felsic intrusives intrude the Nicola rocks resulting in variable degrees of alteration in the volcanics and/or sediments which may intensify at or near mineral zones. Portions of the major Summers Creek/Kentucky Lake fault system traverses the Property providing potential structural controls to mineral zones and/or reveal surface indications of potentially economic sub-surface mineralization. The mineral showings on the Property may actually be such surface mineral leakage indicators and exploration should be designed to explore for deep seated mineral zones.

The 2010 Structural Analysis indicated two areas of indicated structural intersections on Tenure 751624 where surficial geological indicators of potentially economic sub-surface or blind mineral zones would be expressed to a greater degree. These two areas would be prime exploration targets to search for a potentially economic mineral resource in association with intrusive stocks, plugs, or sub-volcanic intrusives introduced along, or associated with structures or preferably, cross structures.

INTRODUCTION

In December 2010 a Lineament Array Analysis was completed on Tenure 751642 of the three claim Tom Cat 751642 Claim Group ("Property") of Naina's nine claim Tom Cat property. The purpose of the program was to delineate potential structures which may be integral in geological controls to potentially economic mineral zones that may occur on Tenure 751642 or other claims of the Tom Cat property.

Information for this report was obtained from sources as cited under Selected References.

Figure 1. Location Map



PROPERTY DESCRIPTION AND LOCATION

The Property consists of three contiguous claim blocks totaling 727.92266 hectares. Particulars are as follows:

Table 1. Claim Status: Tom Cat 751642 Claim Group

(from MtOnline)

Tenure Number	<u>Type</u>	Claim Name	Good Until	<u>Area</u> (ha)
<u>751642</u>	Mineral	POTHOLE LAKE 2	20130304	436.8048
<u>751662</u>	Mineral	POTHOLE LAKE 3	20130304	83.2297
<u>751682</u>	Mineral	POTHOLE LAKE 1	20130304	207.8881

Total Area: 727.9226 ha

The Property is located in the Nicola Mining Division of British Columbia Canada, 200 kilometres eastnortheast of Vancouver and 19 kilometres south-southeast of Merritt The centre of the Property is at 5533200N, 675500E (NAD 83).

ACCESSIBILITY, CLIMATE, LOCAL RESOURCES, INFRASTRUCTURE and PHYSIOGRAPHY

7.1 Access

Access is southward from Merritt via Highway 5A to the west end of the Kentucky Lake Provincial campsite junction 22 kilometres south of Merritt. From this junction a good secondary road is taken for 1.8 kilometres east and 0.5 kilometres south to the central-northern boundary of the Property. This road, traversing the central portion of the property, in addition to many other secondary roads, provides access to most of the mineral showings on the Property.

ACCESSIBILITY, CLIMATE, LOCAL RESOURCES, INFRASTRUCTURE and PHYSIOGRAPHY (cont'd)

Climate

The region is situated within the dry belt of British Columbia with rainfall between 25 and 30 cm per year. Temperatures during the summer months could reach a high of 35° and average 25°C with the winter temperatures reaching a low of -10° and averaging 8°. On the Property snow cover could be from December to April which should not hamper a year-round exploration program.

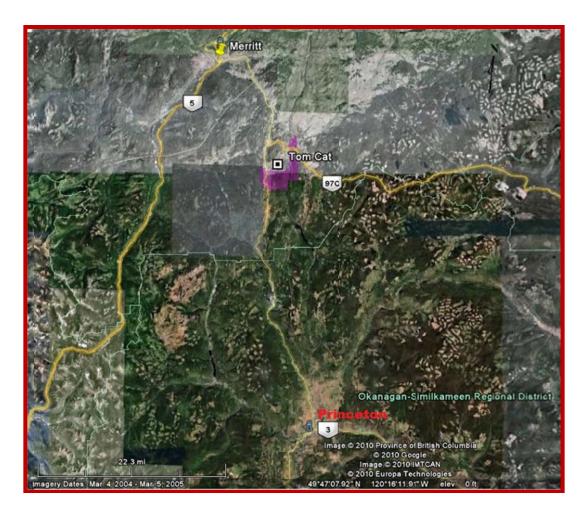


Figure 2. Tom Cat Property: Location and Access

(Map from MapPlace and Google)

Local Resources and Infrastructure

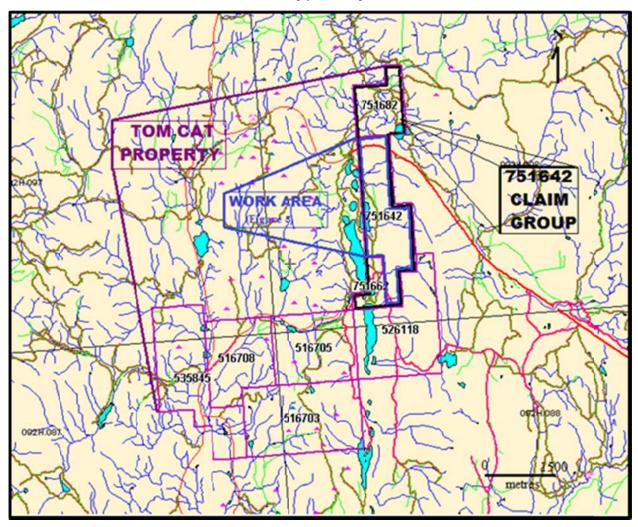
Merritt or Kamloops, historic mining centres, could be a source of experienced and reliable exploration and mining personnel and a supply for most mining related equipment. Kamloops is serviced daily by commercial airline and is a hub for road and rail transportation. Vancouver, a port city on the southwest corner of, and the largest city in the Province of British Columbia, is four hours distant by road and less than one hour by air from Kamloops.

ACCESSIBILITY, CLIMATE, LOCAL RESOURCES, INFRASTRUCTURE and PHYSIOGRAPHY (cont'd)

Physiography

The Property is situated at the western edge of the Douglas Plateau, which is within the physiographic area designated as the Interior Plateau of British Columbia. Gentle to moderate slopes prevail with relief in the order of some 200 metres. Vegetation is grassland with pine groves and thickets of fir at higher elevations.

Figure 3. Claim & Index Map (Claim Map from MapPlace)



ACCESSIBILITY, CLIMATE, LOCAL RESOURCES, INFRASTRUCTURE and PHYSIOGRAPHY (cont'd)

Physiography

The Property is situated at the western edge of the Douglas Plateau, which is within the physiographic area designated as the Interior Plateau of British Columbia. Gentle to moderate slopes prevail with relief in the order of some 200 metres. Vegetation is grassland with pine groves and thickets of fir at higher elevations.

HISTORY: PROPERTY AREA

Area

The history of exploration in the Aspen Grove copper camp dates to the late nineteenth century when copper mineralization was discovered. Although there is no record of commercial mineral production from the area, the potential is evident in the numerous mineral exploratory workings comprised of pits, shafts, trenches and adits within the area

The history on some of the more significant mineral MINFILE reported occurrences, prospects, and past producers on and peripheral to the Property (Figure 3) are reported as follows:

BIG KIDD *prospect* (Volcanic redbed Cu; alkalic porphyry Cu-Au)

MINFILE 092HNE074

Two kilometres west

This occurrence was first explored by H.H. Schmidt, with the excavation of several trenches and one adit, 69 metres long, between 1900 and 1915. An additional three adits, 12 to 90 metres long, were excavated sometime between 1916 and the 1950s. The deposit was trenched and drilled by Noranda Mines Ltd. in 1956 after completing geological and geophysical surveys. Additional geophysical and soil geochemical surveys were carried out by Norranco Mining and Refining in 1969 and Amax Exploration Inc. in 1971. Amax also mapped and drilled the deposit in 1972. David Minerals Ltd. conducted geological and self-potential surveys, trenching and 112 metres of diamond drilling in three holes between 1975 and 1980. The deposit was sampled by Northair Mines Ltd. in 1991 and Placer Dome Inc. in 1992. Drilling by Placer intersected 71 metres averaging 0.75 gram per tonne gold and 0.2 per cent copper in the north zone of the Big Kidd breccia.

Christopher James Gold Corp. drilled 10 holes, totalling 2074 metres in 1997. A 116-metre intersection graded 0.801 grams per tonne gold and 0.124 per cent copper, including a higher grade section of 19.46 metres grading 3.09 grams per tonne gold and 0.113 per cent copper (Exploration in B.C. 1997, page 38). This intersection is from the North zone. The Southwest zone, 350 metres to the south, and the Northeast zone also contained mineralization.

The next program by Christopher James Gold was a 2 staged drilling program completed during the fall in 1999. This program drilled a fan of three holes to the southwest and one parallel hole along the Big Kidd Breccia north contact. All four 1999 holes intersected significant lengths of gold-copper mineralized intrusion breccia with late porphyritic monzonite dyke and potassic (Kfeldspar) alteration zones.

In 2003, Christopher James Gold Corp. drilled 9 holes and dug three trenches to test alkalic porphyry hosted by the Big Kidd breccia. Broad intervals of low-grade mineralization were encountered.

PAYCINCI prospect (Volcanic redbed Cu)

MINFILE 092HNE084

One kilometres southwest

The Cincinnatti deposit was first explored by the Bates brothers in the early 1900s. A number of trenches, and one adit 120 metres long, were excavated between 1899 and 1913. Payco Mines Ltd. and Alscope Consolidated Ltd. conducted geological and geophysical surveys, trenching and diamond and percussion drilling between 1963 and 1967. An additional 15 holes totalling 1000 metres were drilled by Gold River Mines and Enterprises Ltd. in 1973 and Sienna Developments Ltd. in 1979. The deposit was most recently sampled by Pacific Copperfields Ltd. in 1992. In 1998, Christopher James Gold Corp. optioned the property. Reserves are estimated at 1.8 million tonnes grading 1 per cent copper (Tom Schroeter, 1998).

GEOLOGY: REGIONAL

Kerr (2007) provides an excellent account of the regional geological setting in a 2006 assessment report on the geophysical and geochemical surveys completed on the Tom Cat property 2006 (AR 28,782).

"The project area lies within the Intermontane belt of Mesozoic rocks between Princeton and Merritt. This belt of rocks carries south into the United States and north into the Yukon Territory. The distinguishing and oldest rock group in this belt is the volcanic and sedimentary rocks of the Triassic Nicola group.

Preto (Bulletin 69) has subdivided this group into the western, central, and eastern facies. The eastern facies is dominantly intermediate purple/gray/green flows, breccias, tuffs, lahar breccias, with minor sandstones and siltstones. The central facies is intermediate to basic flows, breccias and tuffs, with more dominant limestone, siltstone, argillite, and conglomerate. The western facies is acidic to intermediate flows, breccias and tuffs, with minor limestone. Intruding the Nicola volcanics are numerous stocks, sills, small plutons, batholiths and dikes of various ages and of a varied composition.

The more sizeable intrusions are the Jurassic Pennask batholith, the lower Jurassic Allison Lake pluton, and the Cretaceous Summers Creek stocks. The intrusive rocks are acidic to basic in composition, however most are alkalic in nature. The most dominant rock descriptions are diorite, monzonite and granodiorite. The lower Cretaceous Kingsvale group of dominantly volcanic rocks unconformably overly the Nicola group and earlier intrusions. These rocks are intermediate to felsic flows, tuffs, ash flows and lahar breccias. The Summers Creek stocks intrude rocks of the Kingsvale group, Overlying all rocks are Tertiary basalts and andesites of the Princeton group and sedimentary rocks of the Coldwater beds."

GEOLOGY: PROPERTY AREA

The geology on some of the more significant mineral *MINFILE* reported occurrences, prospects, and past producers peripheral to the Tom Cat Property are reported as follows:

BIG KIDD prospect (Volcanic redbed Cu; alkalic porphyry Cu-Au)

MINFILE 092HNE074

Two kilometres west

The deposit is located along the northern margin of an area of hilly upland situated in the centre of the Aspen Grove copper camp, known as the Fairweather Hills. The Fairweather Hills region is underlain by the Central volcanic facies of the Upper Triassic Nicola Group, comprising intermediate, feldspar and feldspar augite porphyritic ash flows, and associated alkaline intrusions. The intrusions vary from diorite to monzonite in composition and are thought to be comagmatic with the Nicola Group, ranging in age from Late Triassic to Early Jurassic.

Locally, the area is underlain by red and green laharic breccias, augite andesite porphyry and minor sediments of the Nicola Group (Central belt, Bulletin 69). The units generally strike north-northwest and dip east. This sequence is broken up into a series of tilted fault blocks trending north.

A vertical or subvertical breccia pipe, nearly circular in outline and about 300 metres wide, is developed in a body of fine- grained diorite, which may in part be recrystallized volcanics. The pipe consists of angular to subrounded clasts of volcanics, fine- grained diorite (microdiorite) and pinkish grey monzonite and syenomonzonite porphyry in a matrix of altered diorite intrusive material and finely comminuted rock. The fragments are 1 centimetre to several metres in diameter.

PAYCINCI prospect (Volcanic redbed Cu) MINFILE 092HNE084

One kilometre west

The deposit is located in the southern portion of an area of hilly upland situated in the centre of the Aspen Grove copper camp, known as the Fairweather Hills. The Fairweather Hills region is underlain by the Central volcanic facies of the Upper Triassic Nicola Group, comprising intermediate, feldspar and feldspar augite porphyritic pyroclastics and flows, and associated alkaline intrusions. The intrusions vary from diorite to monzonite in composition and are thought to be comagmatic with the Nicola Group, ranging in age from Late Triassic to Early Jurassic.

Locally, the area is underlain by red and green laharic breccias, augite andesite porphyry and minor sediments of the Nicola Group (Central belt, Bulletin 69). The units generally strike north-northwest and dip east. This sequence is broken up into a series of tilted fault blocks trending north.

Hypogene and supergene copper mineralization occurs in green laharic breccia, near the contact with red laharic breccia to the east. This mineralization consists primarily of disseminated and fracture controlled chalcocite and native copper, accompanied by lesser malachite and azurite, and minor chalcopyrite, bornite, cuprite and pyrite. Drilling indicates chalcopyrite becomes more abundant at depth at the expense of chalcocite. This mineralization is exposed along the crest and east flank of a small northerly trending ridge, over a north-south distance of 400 metres.

AU-WEN prospect (Intrusion-related Au pyrrhotite veins; Polymetallic veins Ag-Pb-Zn+/-Au) MINFILE 092HNE144

Two kilometres east

The AU occurrence is hosted in the Upper Triassic Nicola Group, which regionally consists of alkalic and calcalkalic volcanics and intrusions of island arc origin, and which is the principal component of the Quesnel Terrane in southern British Columbia (Geological Survey of Canada Maps 41-1989, 1713A). This belt has been of major economic interest because of its potential for porphyry copper-gold mineralization.

The occurrence lies in the northern assemblage of the Eastern belt of the Nicola Group (after Preto, Bulletin 69). This assemblage mainly consists of well-bedded submarine volcaniclastic rocks, ranging from tuffaceous volcanic siltstones characteristic of the lower part, to coarse volcanic conglomerate and laharic breccias in the upper part. The assemblage is characterized by a paucity of intrusive rocks in comparison to the main Aspen Grove copper camp in the Central belt a few kilometres to the west, separated by the Kentucky-Alleyne fault system (Bulletin 69).

The AU occurrence is centred on the main gold showing, a small stripped, drilled and trenched area just off a gravel road south of Quilchena Creek (Assessment Reports 5766, 16008). This and most of the surrounding area is underlain by andesitic to dacitic tuff, cherty tuff, black argillite, and volcanic sandstone and siltstone. The rocks are strongly fractured in a variety of orientations. Bedding in the tuff has been measured to strike 060 degrees and dip 54 degrees northwest, but it varies.

About 1 kilometre to the north of the main showing is biotite hornblende granodiorite and quartz monzonite of the Early Jurassic Pennask batholith, and about 500 metres to the west are porphyritic andesitic and basaltic volcanic rocks (Bulletin 69; Assessment Report 16008). Small bodies of diorite and micromonzonite, possibly subvolcanic, are quite common in the area, on the surface and in drill core (Assessment Report 16008).

GEOLOGY: PROPERTY

Kerr (2007) provides an excellent account of the Tom Cat property geology in a 2006 assessment report on the geophysical and geochemical surveys completed of the Tom Cat property (AR 28,782).

"The dominant rock types of the property are volcanic and sedimentary rocks of the central facies of the Triassic Nicola group, and stocks and small batholiths of Triassic diorites and monzonites. The eastern facies is present along the eastern property boundary. The central facies of the Nicola group has been subdivided into three basic units; flows, pyroclastics and sediments. The flows are most abundant and are described as purple/green amygdaloidal augite andesite with interbedded trachyandesite feldspar porphyry. The pyroclastic units are massive to finely bedded crystallithic andesite tuffs with interbedded siltstone and light gray/green dacite tuff. Graded bedding is locally identified, with occasional diagnostic lapilli sized fragments, common to explosive breccias and lahars.

The sediments are dominantly interbedded greywacke, siltstone and minor conglomerate and massive beds of gray to light brown limestone. All Triassic rocks are hornfelsic in nature near the contact of intrusions. Some of the sedimentary horizons have developed slaty and/or schistose cleavages. The intrusive rocks on the property have been classified as alkalic late Triassic granodiorite and quartz diorite, and are located in one small batholith covering the southeastern area of the property. Late felsic and porphyritic dike swarms are found in all areas of the property, dominantly in the contact area of the batholith. The ages are unknown, however are probably related to late phase intrusive activity. Very late basic dikes are related to Tertiary vulcanism. These dikes are post-mineralization."

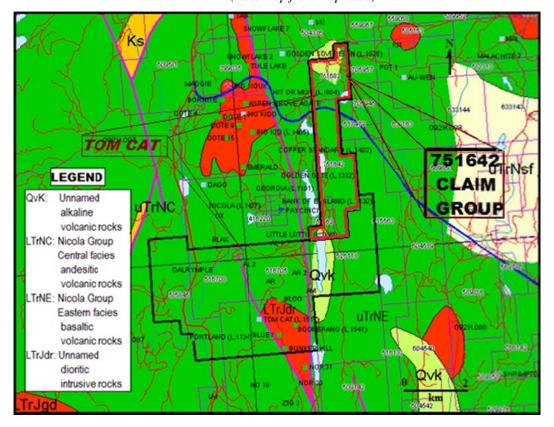


Figure 4 Geology & Minfile (Base Map from MapPlace)

Structural Geology

"Bluey and Kentucky Lakes form a strong lineal feature that probably is related to the northern projection of the Summers Creek fault. This lineament passes through the eastern boundary area of the claims. A splay fault trending northwest forms the western boundary of the granodiorite intrusion. Small local shears and fault zones were noted during the time of the property examination."

MINERALIZATION: PROPERTY AREA

The mineralization on some of the more significant mineral *MINFILE* reported occurrences, prospects, and past producers peripheral to the Tom Cat property are reported as follows:

BIG KIDD *prospect (Volcanic redbed Cu; alkalic porphyry Cu-Au)* MINFILE 092HNE074

Two kilometres west

Mineralization is erratic and consists of abundant magnetite, and pyrite, lesser chalcopyrite, and traces of bornite and chalcocite, as disseminations, lenses, scattered blebs and veinlets. Cuprite and native copper are also reported. This mineralization tends to favour the zones of alteration, but is not proportional to the intensity of alteration. The sulphides are in part controlled by zones of shearing and fracturing in the northeastern portion of the deposit. Limonite, malachite and azurite are present at or near surface. Pyrite occurs primarily as disseminations up to 5 millimetres in diameter. The mineral also occurs along fractures in association with chalcopyrite, orthoclase, quartz and/or carbonate. Chalcopyrite tends to be finely disseminated and is usually associated with magnetite, intimately associated with pyrite, and forms pseudomorphs after pyrite. Pyrite-chalcopyrite blebs and veinlets, which often display epidote halos.

Copper content is quite variable, and precious metal values are low but anomalous. Channel sampling of an adit yielded 0.901 per cent copper, 0.141 gram per tonne gold and 13.66 grams per tonne silver over 14 metres (Assessment Report 7100, page 8, adit no. 1) Channel sampling of a trench, 90 to 190 metres west of the adit, yielded 0.237 per cent copper, 0.095 gram per tonne gold and 3.37 gram per tonne silver over 35 metres (Assessment Report 7100, page 9, trench no. 12). Trenching and sampling of the northern margin of the breccia pipe yielded gold values of up to 1.97 grams per tonne over 6 metres (Assessment Report 8743, Figure 3.)

PAYCINCI prospect (Volcanic redbed Cu) MINFILE 092HNE084

One kilometre west

Hypogene and supergene copper mineralization occurs in green laharic breccia, near the contact with red laharic breccia to the east. This mineralization consists primarily of disseminated and fracture controlled chalcocite and native copper, accompanied by lesser malachite and azurite, and minor chalcopyrite, bornite, cuprite and pyrite. Drilling indicates chalcopyrite becomes more abundant at depth at the expense of chalcocite. This mineralization is exposed along the crest and east flank of a small northerly trending ridge, over a north-south distance of 400 metres.

Drill indicated reserves are 54,000 tonnes grading 0.876 per cent copper (Assessment Report 7654, page 1). Precious metal values are generally low. Six rock samples analysed 1.1 to 2.4 per cent copper, 0.005 to 0.010 gram per tonne gold and 1.3 to 5.7 grams per tonne silver (Assessment Report 14108, Figure 5, samples 2051 to 2056.

MINERALIZATION: PROPERTY AREA (cont'd)

AU-WEN *Prospect (Intrusion-related Au pyrrhotite veins; Polymetallic veins Ag-Pb-Zn+/-Au)* MINFILE No 092HNE144

Two kilometres east

Pyrite, pyrrhotite, chalcopyrite and arsenopyrite are disseminated sporadically in the tuffaceous rocks and argillite, up to about 1 per cent, and also occur in fractures (Assessment Reports 11241, 16008). Native gold is associated with the sulphides in narrow quartz-filled fractures in these rocks (Assessment Report 16008). Minor malachite occurs in volcanics. The overall extent of the mineralization has not been determined, although diamond drilling has demonstrated that minor pyrite, pyrrhotite and chalcopyrite, disseminated or associated with quartz or calcite fracture veinlets, does persist below the surface (Assessment Reports 11241, 16008).

Gold values in the area are generally low, but high values have been obtained from trench sampling and drill core at the main showing. Significant gold assays in chip samples range from 6.8 grams per tonne over 5.1 metres to 10.8 grams per tonne over 4.9 metres (Assessment Report 16008). Grab and select samples assayed between 14.4 and 91 grams per tonne gold (Assessment Reports 5766, 16008). The best drill core intersection assayed 4.97 grams per tonne gold over 1.5 metres (Assessment Report 16008).

Copper is associated with the gold mineralization; one rock sample from the main trench yielded 0.29 per cent copper (Assessment Report 7293). Another sample yielded 26 grams per tonne silver and 0.14 per cent lead (Assessment Report 7293). Silver in diamond drill core is generally under 1 gram per tonne (Assessment Report 11241).

MINERALIZATION: PROPERTY

Kerr, 2007 reports (AR 28,782) on the alteration and mineralization Minfile mineral showings on ground included within the Tom Cat Property but not on the 751642 Claim Group as follows:

"Alteration and mineralization noted on the property are mainly related to the main structures and to the main intrusive body. In total, nine old mineral prospects are reported on the property, seven having been found and examined and sampled. The following is a brief description of each of the prospects:

1) Tom Cat Showing: Located in a large area of outcrop, approximately 100x100meters in the west-central portion of the property. Rock types examined included med grained granodiorite in contact with andesites of the Nicola Group. Mineralization observed is chalcopyrite, chalcocite, pyrite, magnetite and malachite disseminated in altered granodiorite. Alteration included epidote, chlorite, sericite, quartz and calcite. A chip sample (K-02) across a 2 meter face of the trench assayed 3.68% copper. 20 meters west of the trench, a well-mineralized pod (sample K-03) assayed 1.77% copper across 1.5 meters. Two old drill pads were located from drilling in the 1960s. One of these holes reports 0.32% copper over 45.7 meters of core length.

Hole K07-03 of the 2007 program intersected a well-mineralized 41.1 meter section (20.4 - 61.5m) of copper mineralization which substantiates the historic drill hole. A 4.4 meter intercept assayed 0.54% copper from 20.4 - 26.0 meters.

2) *Bluey Showing:* Located in the southern portion of the property. Chalcopyrite, chalcocite, pyrite, malachite and azurite are associated with small quartz veinlets hosted by altered andesite of the Nicola Group. Alteration includes epidote, chlorite, quartz and sericite, with considerable rusting from oxidized sulphide minerals. One chip sample (K-04) across a 4 meter length indicates 9189ppm copper, 1551ppm lead, 7973ppm zinc and 10.9ppm silver. Zinc and lead minerals were not identified in hand specimens.

The Bluey showing is located on the eastern flank of a moderate soil anomaly (ranging to 147ppmCu) and a strong chargeability anomaly. The 2007 drill hole in this showing area, K07-02, did not intersect any zones of noted copper mineralization.

3) *Bunker Hill Showing:* Located in the south/central portion of the property, in volcanic rocks, very near an intrusive contact. Brown carbonate alteration and quartz veining were observed in several pits and short trenches. Chalcopyrite, chalcocite, pyrite and malachite are found in altered zones. One chip sample K-05 across a 2 meter width yielded 3.73% copper.

The Bunker Hill showing is located within a 200x400 meter weak soil anomaly ranging to 58ppmCu, and is on the eastern flank of the same strong chargeability IP anomaly as the Bluey showing. A 2007 drill hole, K07-01, intersected a short 1.5 meter length of 0.12% copper at a depth of 181.5 meters.

4) **Portland Showing:** Located in the western portion of the property and in the western fringe area of the grid. A shaft, reported to be 35 meters deep, and an old building exists at the site. Outcrops at the shaft are red and dark green laharic breccia and basaltic flows of the Nicola Group of volcanic rocks. The shaft appears to have been sunk on an altered shear zone. Mineralization was not observed in bedrock. A black mineral (chalcocite or magnetite?) was evidenced in samples from the dumps leading from the shaft. A sample (K-06) of this material yielded 1702ppmCu.

The showing is located near a moderate soil anomaly to 148ppmCu and to the west of the strong chargeability IP anomaly near the Bluey showing. The showing was not drilled in 2007.

5) *AR Showing:* Located in the northern area of the property and grid area. Two old trenches expose altered volcanic breccia and andesite/basalt flows of the Nicola Group. Chalcopyrite, pyrite and malachite are located as replacement pods and smears along fracture faces of altered volcanic rocks. Alteration includes epidote, carbonate, chlorite, minor quartz and sericite. A chip sample (K-01) over 1.5 meters length yielded 6962 ppm Cu.

The area of the showing is associated with a very weak copper soil anomaly and in the middle of a significant donut shaped chargeability IP anomaly. Two 2007 drill holes, K07-05 and K07-06 were drilled into this showing area. Hole K07-05 intersected 7.2 meters grading 0.23% copper at a depth of 11.3 - 18.5 meters.

6) AR 2 Showing: Located in the northern area of the property and grid area. One old pit (shaft?) is exposed in a minor shear zone of altered volcanic rocks of the Nicola Group. Pyrite, chalcocite?, and malachite are found in shears. A chip sample (K-07) across 0.5 meters yielded 5347ppmCu. The showing area is associated with only weak soil geochemistry and no chargeability IP anomalies, and was not drilled in 2007.

7) *Bloo Showing:* Reported to be in the central portion of the claim area, however could not be located by crews. Reports indicate chalcopyrite and malachite in altered diorite, with assays reporting up to .483% copper.

The reported location of the showing is 100 - 200 meters south of a moderate copper soil anomaly, with values up to 285ppmCu. There are no chargeability IP responses in the area.

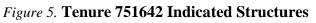
8) **Boomerang Showing:** Located in the southeastern area of the property and grid area. The reported showings, shafts and old trenches have not been located to date, however signs of drill pads and old buildings do exist in the area.

Chalcopyrite, bornite and malachite are reported along fractures of altered diorite. Main alteration is chlorite. Mineralized samples are reported to range 0.18 - 14.7% copper with up to 4 g/t Au and 74g/t Ag. The reported location of the showing is associated with a moderate chargeability IP anomaly.

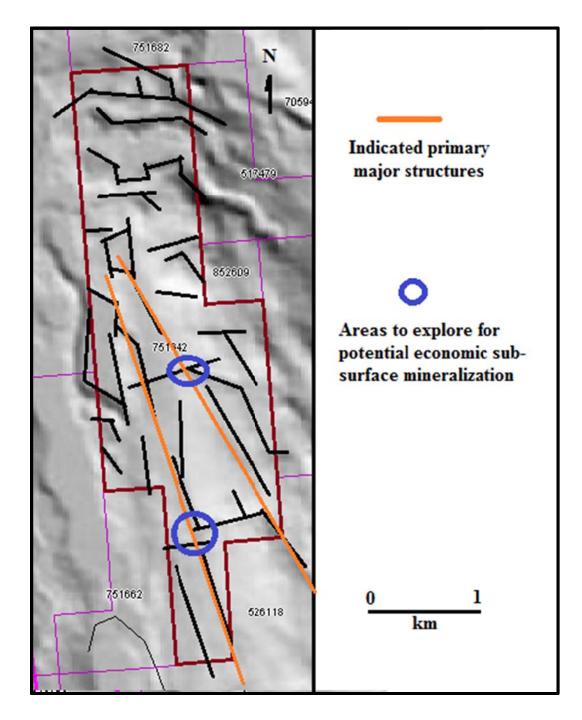
9) AM Showing: Located in the northeastern area of the property and could not be located due to very steep terraine. An old shaft is reported into a shear zone of altered andesite. Reported assays range up to 2% copper over 1.5 meters. Several other alteration and shear zones were observed on the property, mainly in the southern and western portion of the grid, near the contact of the volcanic Nicola Group and diorite/granodiorite intrusion. The Nicola rocks in the TOE Claim Group area form a northeasterly-closing embayment largely surrounded by the Early Jurassic Pennask batholith, a large intrusion of medium-grained granodiorite to quartz diorite. The volcanics have been contact metamorphosed and hydrothermally altered by the intrusive activity, resulting in the formation of "metadiorite" locally (Assessment Report 1,586). These altered rocks locally contain significant disseminated magnetite and/or pyrite, with minor chalcopyrite in places."

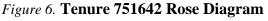
2010 STRUCTURAL ANALYSIS

Orthophoto maps obtained from MapPlace were utilized as the base map for the structural analysis on Tenure 751642. The analysis was accomplished using a stereographic projection viewing of the maps and marking the lineaments on an overlay. A total of 51 lineaments were marked (*Figure 5*), compiled into a 10 degree class interval, and plotted as a rose diagram as indicated on Figure 6.

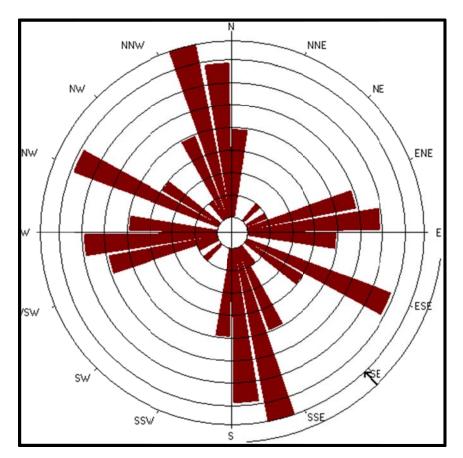


(Base map from MapPlace)





(Based on Lineaments from Figure 5)



Axial (non-polar) data No. Of data = 51Sector angle = 10° Scale: tick interval = 2% [1.0 data] Maximum = 15.7% [8 data] Mean resultant dir'n = 136-316[approx. 95% confidence interval = $\pm 39.3^{\circ}$] (valid only for unimodal data) Mean resultant dir'n = 136.5 - 316.5Circ.median = 126.0 - 306.0Circ.mean dev.about median = 37.1° Circ. Variance = 0.31Circular std.dev. = 49.27° Circ. Dispersion = 5.32Circ.std error = 0.3231Circ.skewness = 1.39Circ.kurtosis = -6.34Kappa = 0.47(von mises concentration param. Estimate)

Resultant length = 11.62Mean resultant length = 0.2279

'Mean' moments: cbar = 0.0116; sbar = -0.2276 'Full' trig. Sums: sumcos = 0.5928; sbar = -11.6081 Mean resultant of doubled angles = 0.447 Mean direction of doubled angles = 167

(usage references: mardia & jupp, 'Directional statistics', 1999, wiley; Fisher, 'statistical analysis of circular data', 1993, cambridge university press) Note: the 95% confidence calculation uses Fisher's (1993) 'large-sample method'

INTERPRETATION

The Structural Analysis on Tenure 751642 of the Tom Cat 751642 Claim Group indicated two predominant north- northwesterly trending structure which are complementary to the major northerly trending Kentucky Fault (northern extension of the Summers Creek Fault (?) which trends through the central portion of the Tom Cat property and divides the Nicola rocks from the central belt and the eastern belt. Tenure 751642 is located in the eastern belt within 100 metres in the south, to within two kilometres in the north, of the Fault.

Although the nine Minfile mineral occurrences of the Tom Cat property are located in the central belt, which may appear more favourable to mineralization, the geology of the eastern belt is also favourable for a potentially economic mineral resources in association with intrusive stocks, plugs, or sub-volcanic intrusives introduced along, or associated with structures or preferably, cross structures. Many of the Property mineral occurrences occur within fracture zones or dioritic rocks associated with fracture zones, generally indicating surficial indications of minerals migrating to surface from a sub-surface source.

The two areas on Tenure 751624 designated as prime exploration areas (Figure 5) are areas of indicated structural intersections where surficial geological indicators of potentially economic subsurface or blind mineral zones would be expressed to a greater degree. These two areas would be prime exploration targets.

Descriptions of the mineral deposits that can occur in the geological environment of the 751642 Claim Group are indicated in the Minfile reports as contained herein or in the description of the nine mineral occurrences in the Mineralization: Property section of this report which are all Minfile mineral occurrences, the location of which are shown on Figure 4.

Respectfully submitted,



Laurence Sookochoff, PEng

STATEMENT OF COSTS

The structural analysis on Tenure 751642 was completed from December 5, 2010 to December 8, 2010 to the following costs.

Laurence Sookochoff, P.Eng.: three days @ \$750. /day	\$ 2,250.00
Maps	750.00
Report	3,500.00
	\$ 6,500.00

REFERENCES

Balon, E.A. - 2003 Geochemical Report on the AU Property for Fairfield Minerals Ltd. AR 23,446. **Google** - Downloads

- Holcombe, R. 2009: GEOrient, ver 9.4.4. Stereographic Projections and Rose Diagram Plots
- **Kerr, J.R.** Summary Report on the Kentucky Lake Property for Providence Capital Corp. April 20, 2008.
 - Diamond Drill Report on the Kentucky Lake Property, for Bold Ventures Inc., dated March 7, 2008.
 - Geophysical and Geochemical Report on the Kentucky Lake Property for Max Investments Inc. on behalf of Bold Ventures Inc., dated January 15, 2007. AR 28,782.
- MapPlace Map Data downloads
- Mark, D.G. Geophysical-Geochemical Report on VLF-EM and Soil Sample Surveys on the AR Claim for Belmont Resources Ltd., dated June 5, 1978. AR 6,761.
- Marshak, S., Mitra, G. Basic Methods of Structural Geology. pp 258-259, 264*

.Prentice-Hall Inc. 1988

MtOnline - MINFILE downloads.

Sheldrake, R. - 3D Induced Polarization Survey on the Kentucky Lake Property, Merritt Area BC. October, 2006.

- 3D Induced Polarization Survey. Geophysical Report for Max Investments on behalf of Bold Ventures Inc. on the Kentucky Lake Project. September 25, 2006.

CERTIFICATE

I, Laurence Sookochoff, of the City of Vancouver, in the Province of British Columbia, do hereby certify:

That I am a Consulting Geologist and principal of Sookochoff Consultants Inc. with an address at 120 125A-1030 Denman Street, Vancouver, BC V6G 2M6.

I, Laurence Sookochoff, further certify that:

1) I am a graduate of the University of British Columbia (1966) and hold a B.Sc. degree in Geology.

2) I have been practicing my profession for the past forty-five years.

3) I am registered and in good standing with the Association of Professional Engineers and Geoscientists of British Columbia.

4) The information for this report is based on information as itemized in the Reference section of this report and from a Tom Cat property examination.

5) I have no interest in the Tom Cat property as described herein.

6) I am a director of Naina Capital Corp.



Laurence Sookochoff, PEng.