

1. SUMMARY AND RECOMMENDATIONS

The YT claims are located within the city limits of Whitehorse, Yukon Territory near Mount Sima west of the Alaska Highway. Figure 1. Location Map. The property consists of 7 quartz claims located on NTS Map Sheet 105 D/11.

A virtual line grid was used to conduct a magnetic survey guided by GPS. The object of the survey is to locate a potential enclosed block of sedimentary rocks within the Whitehorse Batholith. The Whitehorse Batholith was integral to the formation of copper-gold rich skarn deposits that formed within pendants and embayments of the batholith.

The results of the total field magnetic survey indicate a potential magnetic source. A strong magnetic anomaly is potentially a magnetite body within a sedimentary rock embayment in the batholith.

It is recommended to investigate the anomalous magnetic zones with follow up prospecting and geochemical soil sampling. The program must account for dispersion in the glacial till cover.

2. INTRODUCTION

The 2010 exploration program consisted of a virtual line magnetic survey guided solely by GPS. The grid has 16 section lines at 100 metre trending ENE to WSW.

The project area is covered by glacial till deposits with no outcrops in the immediate area. Drilling east of the project area intersected copper bearing magnetite skarn mineralization below the till in contact with the rocks of the batholith.

Geophysical surveys enable the operators to possibly trace sub-surface lithological contacts and mineralization. Magnetic surveys are able to detect magnetic mineralization and variations in the magnetic susceptibility of different lithological units.

3.0 PROPERTY DESCRIPTION AND LOCATION

The YT property consist of seven quartz claims on Map Sheet NTS 105D 11 in the Whitehorse Mining District of Yukon. The claims are located in the Mount Sima area within the Whitehorse City limits. The claims are:

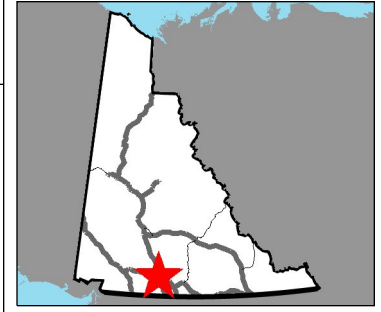
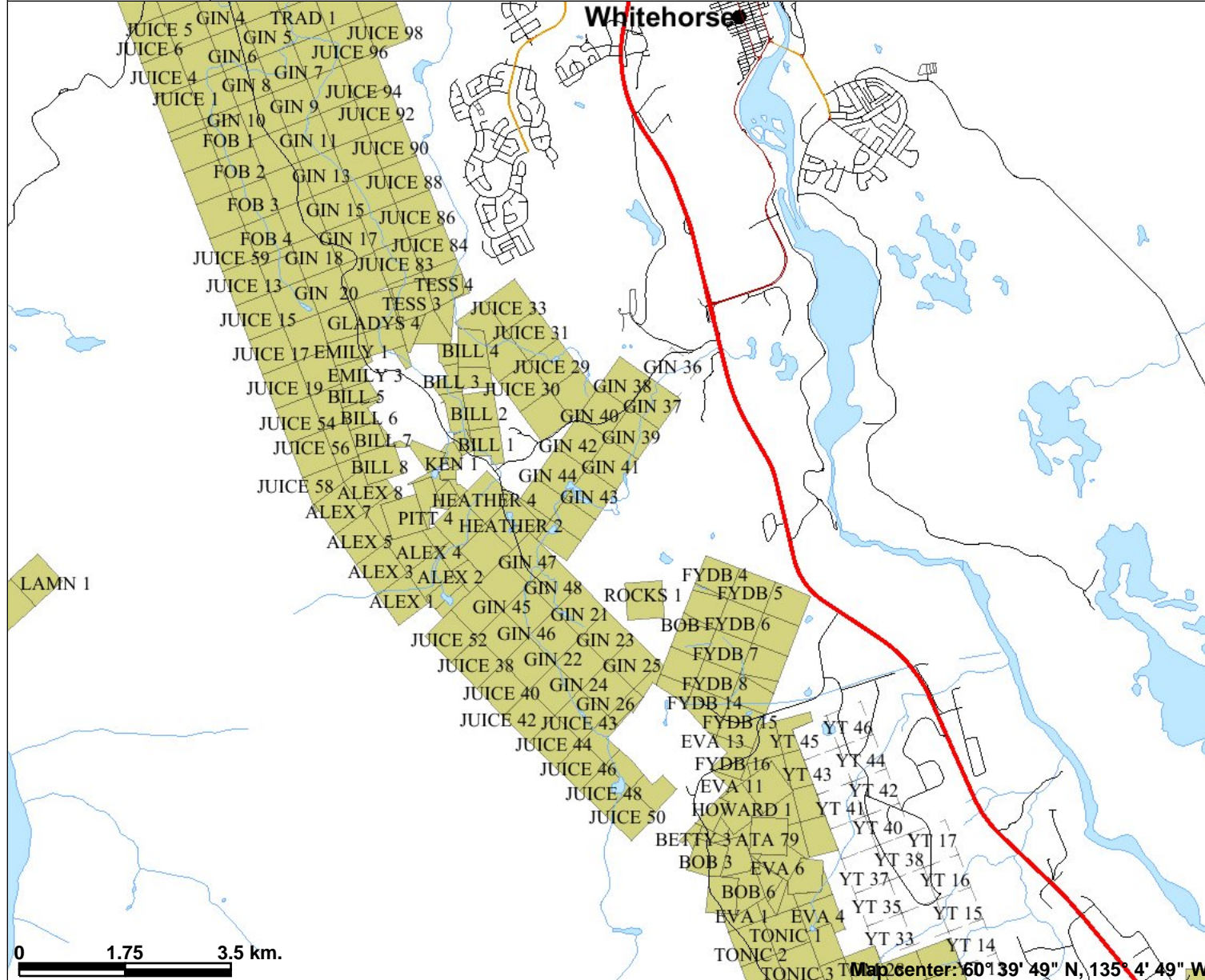
List of Claims

Name	Claim No.	Grant No.	Expiry Date
YT	66	YC39345	Nov. 24, 2015
YT	68 - 73	YC39344- YC39352	Nov. 24, 2015

The claims are owned 100% by Arcturus Ventures Inc.

The claims are shown on the location map Figure 1.

Figure 1 YT Claims Location Map



Legend

- Yukon Border - Surveyed
- National Road Network - All Roads
 - Expressway / Highway
 - Arterial
 - Collector
 - Ramp
 - Resource / Recreation
 - Local / Street
 - Local / Strata
 - Local / Unknown
 - Alley or Service Lane
 - Service Lane
 - Winter
- Waterbodies (50k)**
 - Dry river bed
 - Navigable canal
 - Sand
 - Water disturbance
 - Waterbody
 - Waterbody
- Land and Sea**
 - Ocean
 - Yukon
 - Other
- Places (All)**
 - City
 - Town
 - Municipality
 - Village
 - Community
 - Settlement
 - Native Settle
 - Hamlet
 - Historic Site

0 1.75 3.5 km.

Map center: 60° 39' 49" N, 135° 4' 49" W



Scale: 1:100,000

This map is a user generated static output from an Internet mapping site and is for general reference only. Data layers that appear on this map may or may not be accurate, current, or otherwise reliable. THIS MAP IS NOT TO BE USED FOR NAVIGATION.

4.0 ACCESSIBILITY, CLIMATE, LOCAL RESOURCES, INFRASTRUCTURE AND PHYSIOGRAPHY

The claims are accessible from the Mount Sima Road approximately two kilometers from the Alaska Highway. The Mount Sima Road crosses the northwest corner of Claim YT 73.

The local climate is typically cold in winter averaging -25° C with snowfall varying up to 1.5 metres. Summer is warm with temperatures averaging $+20^{\circ}$ C with rainfall varying up to 20 centimetres.

The claims are within the city of Whitehorse that is the largest population center of approximately 25 000. Whitehorse is a major transportation center with access to the Skagway tidewater port. Roads connect to major centers in southern Canada. The city is the major supply center in Yukon.

The claims are located in a forested area underlain by moderate terrain of low hills and marshy drainages in the area. The claim area is overlain by glacial till with no outcrop exposed.

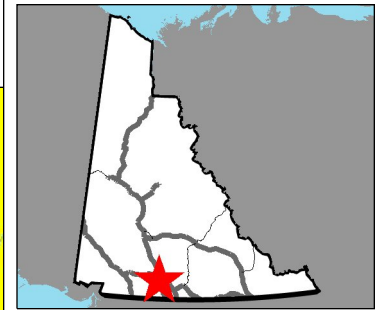
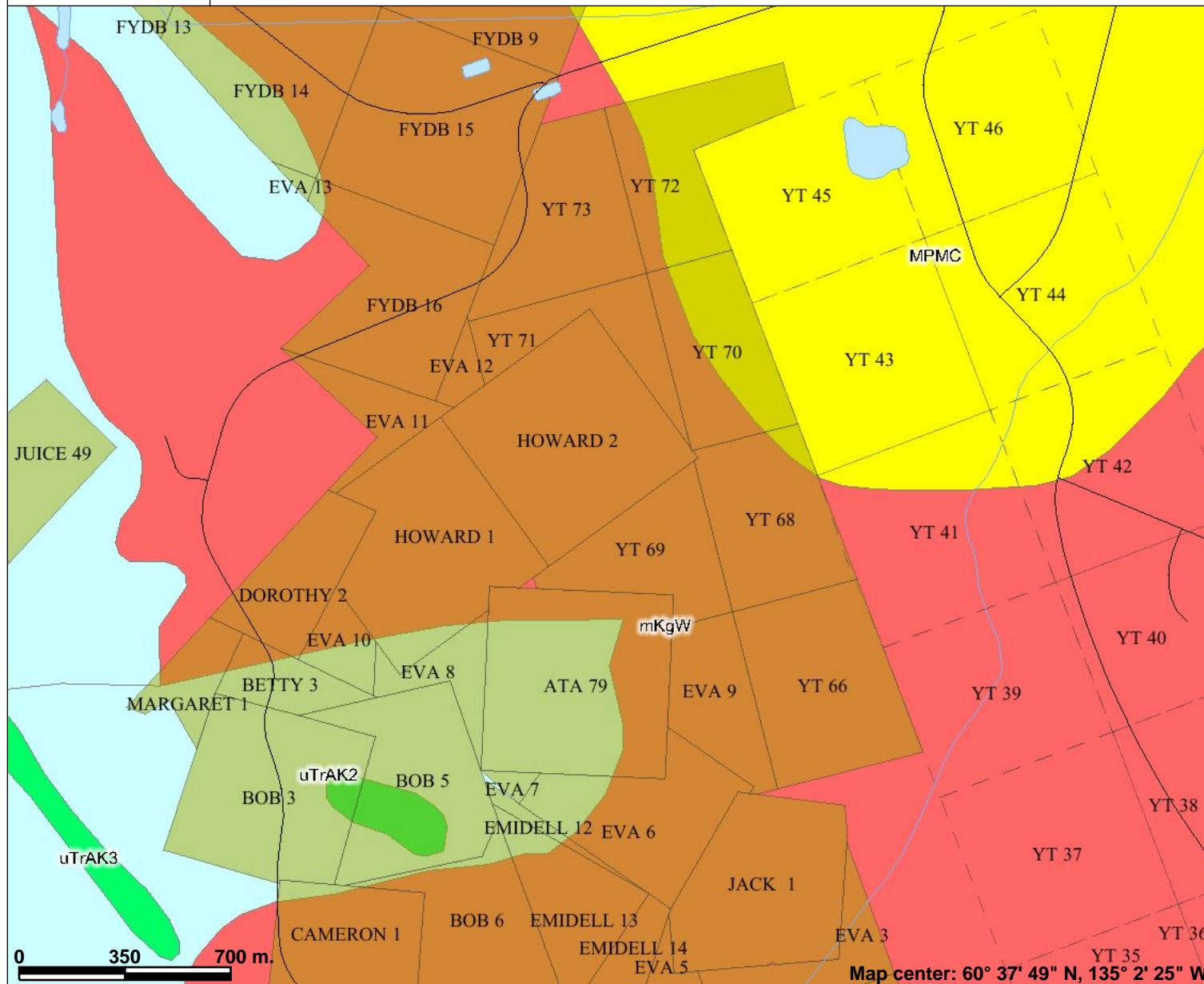
5.0 HISTORY

The claims were staked in May of 2005 as part of a larger claim block that straddled the Alaska Highway to the east. Limited exploration has been conducted directly on these claims until this exploration program.

6.0 GEOLOGICAL SETTING

The claims are underlain by the mid-Cretaceous Whitehorse Batholith (mKW) that is composed of medium grained diorite to granodiorite. The northeast area of the claim group is underlain by flow basalt of the Miocene age Miles Canyon Basalt (MPMC). It is green-brown, columnar jointed and composed of olivine basalt. The geology is displayed on Figure 2. The geology is from Gordey, Makepeace, 1999.

Figure 2 Geology YT Claims



Legend

- Yukon Border - Surveyed
- National Road Network - All Roads
 - Expressway / Highway
 - Arterial
 - Collector
 - Ramp
 - Resource / Recreation
 - Local / Street
 - Local / Strata
 - Local / Unknown
 - Alley or Service Lane
 - Service Lane
 - Winter
- Waterbodies (50k)**
 - Dry river bed
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- Land and Sea**
 - Ocean
 - Yukon
 - Other
- Places (All)**
 - City
 - Town
 - Municipality
 - Village
 - Community
 - Settlement
 - Native Settle
 - Hamlet
 - Historic Site



Map center: 60° 37' 49" N, 135° 2' 25" W



Scale: 1:20,000

This map is a user generated static output from an Internet mapping site and is for general reference only. Data layers that appear on this map may or may not be accurate, current, or otherwise reliable. THIS MAP IS NOT TO BE USED FOR NAVIGATION.

GEOLOGICAL LEGEND YT CLAIMS AREA

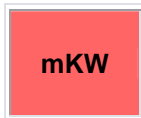
MIOCENE TO PLIOCENE



MPMC: MILES CANYON

dark red to brown weathering, columnar jointed olivine basalt flows, commonly amygdaloidal and vesicular; ultramafic xenoliths (**Miles Canyon Basalt**)

MID-CRETACEOUS



mKW: WHITEHORSE SUITE

grey, medium to coarse grained, generally equigranular granitic rocks of felsic (q), intermediate (g), locally mafic (d) and rarely syenitic (y) composition

- d. hornblende diorite, biotite-hornblende quartz diorite and mesocratic, often strongly magnetic, hypersthene-hornblende diorite, quartz diorite and gabbro (**Whitehorse Suite, Coast Intrusions**)
- g. biotite-hornblende granodiorite, hornblende quartz diorite and hornblende diorite; leucocratic, biotite hornblende granodiorite locally with sparse grey and pink potassium feldspar phenocrysts (**Whitehorse Suite, Casino granodiorite, McClintock granodiorite, Nisling Range granodiorite**)
- q. biotite quartz-monzonite, biotite granite and leucogranite, pink granophyric quartz monzonite, porphyritic biotite leucogranite, locally porphyritic (K-feldspar) hornblende monzonite to syenite, and locally porphyritic leucocratic quartz monzonite (**Mt. McIntyre Suite, Whitehorse Suite, Casino Intrusions, Mt. Ward Granite, Coffee Creek Granite**)
- y. hornblende syenite, grading to granite or granodiorite (**Whitehorse Suite**)

UPPER TRIASSIC, CARNIAN TO NORIAN



uTrAK: AKSALA

mixed clastic-carbonate assemblage divisible into three dominant facies including calcareous greywacke (1), locally thick carbonate (2) and red-coloured clastics (3) (**Aksala**)



1. brown shale, black and minor red siltstone, greenish, calcareous greywacke and interbedded bioclastic, argillaceous limestone; igneous- or limestone-clast pebble and cobble conglomerate; laharic debris flows; rare feldspar-augite porphyry flows (**Casca mb. of Aksala**)
2. massive to thick bedded limestone; minor thin bedded argillaceous to sooty limestone; coarsely crystalline, massive dolostone; minor laminated chert; massive to poorly bedded, limestone conglomerate debris flows and conglomerate (**Hancock mb. of Aksala**)
3. red weathering, medium bedded, green and red greywacke and pebble conglomerate; red shale partings and minor interbedded, red, bioturbated siltstone; crystal-rich greywacke and shale; coarse-grained, tan to brown, massive, lithic arenite (**Mandanna mb. of Aksala**)

7.0 DEPOSIT TYPE

The exploration target in the claim area is for potential copper-bearing magnetite skarn of the Whitehorse Copper Belt type or copper-gold porphyry type mineralization.

There are no occurrences known on the property.

Ore bodies of the Whitehorse Copper Belt occur mainly within limestone of the Lewes River Group (uTrAK2) adjacent to or in proximity to the Whitehorse Batholith (mKgW) contact (Tenney, 1981). Skarn deposits commonly form within irregularities or pendants of the batholith. The most extensive ore zones are developed in coarsely crystalline limestones of the Lewes River Group (uTrAK2) near the contact with quartzite footwall rocks of the Laberge Group (JL) where the contact sub-parallel the diorite batholith contact.

The two (2) main types of skarn present are iron-rich that contain magnetite, serpentine, specular hematite, talc, chlorite and local pyrochroite and pyrite and iron-poor (calc-silicate) that consist of garnet, diopside, wolastonite, tremolite, epidote, chlorite, calcite and quartz (Watson, 1984). The Little Chief and Arctic Chief deposits were composed of the Iron-rich skarns with chalcopyrite, bornite and covellite mineralization. The copper minerals occur as grains, blebs, pods and stringers that appear to postdate the skarn minerals. Bornite is predominant in the iron-rich skarns and is slightly more abundant than chalcopyrite in the silicate skarns. Silver content is proportional to the copper grade but gold is more erratically distributed, being more abundant in the iron-rich skarn deposits.

The Casino gold-copper-molybdenum porphyry deposit owned by Western Copper Corporation is the best example of a porphyry deposit in Yukon. It comprises a Proven and Probable mineral reserve of 976 million tonnes of 0.202% copper, 0.238 g/t gold, 0.0229% molybdenum and 1.73 g/t silver and a Heap Leach Proven and Probable Reserve of 82 million tonnes at 0.041% copper, 0.370 g/t gold and 2.55 g/t silver (Micheal G. Hester, FAusIMM in accordance with NI 43-101 Report). Geology on the Casino property features granitic rocks of the Mid Cretaceous Whitehorse Suite that has been intruded by a Late Cretaceous stock called the Patton Porphyry. The Patton Porphyry has been assigned by the YGS to the Prospector Mountain Suite (LKgP) and is reportedly the main mineralizing event. Mineralization occurs in breccia pipes, plugs and dykes. The Casino Deposit is unglaciated and deeply weathered. Ore grade values are reported within leached cap, supergene oxide, supergene sulphide and hypogene zones.

8.0 EXPLORATION 2010

The 2010 exploration program consisted of a 16-line, 18 kilometre ground magnetic survey. A virtual line grid was used to conduct the survey guided by GPS. The object of the survey is to locate a potential enclosed block of sedimentary rocks within the Whitehorse Batholith. The Whitehorse Batholith was integral to the formation of copper-gold rich skarn deposits that formed within pendants and embayments of the batholith.

The description of the survey is included in Appendix B: Memorandum by Ian Kickbush, B.Sc. of Aurora Geosciences dated November 20, 2010.

9.0 INTERPRETATION AND CONCLUSIONS

The survey results are displayed in Figure 3. The colored thematic map displays numerous low and high anomalies scattered across the grid. The highest concentration of high anomalies coupled with magnetic lows occurs near the eastern end of lines 5 – 15, this area roughly corresponds to the extent of the Miles Canyon Basalt and reflects the higher magnetic susceptibility of the basalt than the Whitehorse granodiorite. There are a number of weak anomalous peaks surrounding a well developed low at the western end of lines 12 and 13. Further investigation of the anomaly on line 7 near the eastern property boundary and the weak anomaly on lines 12 and 13 at UTM 498000 E (Nad 83) are warranted.

10.0 RECOMMENDATIONS

Detail prospecting for outcrop or float and soil sampling in the areas of the magnetic anomalies is recommended. Soil sampling should be carried out down-ice of the anomalies (i.e. northwest). Approximately 40 soil samples should be collected at 25 meter intervals along lines spaced at 50 meters. Float in the soil sample sites should be recorded.

11.0 SUMMARY OF EXPENDITURES

Magnetic survey conducted November 9 and November 12, 2010.

Magnetic Survey – Aurora Geosciences (crew, equipment and field report)	\$ 3 136.
Ketza Enterprises Crew	\$ 1,680.
Assessment Report – Protore Geological Services	\$ 750.
Total Costs	\$ 5,566.

10. REFERENCES

Gordey, S.P., Makepeace, A.J., 1999, Yukon Digital Geology. Geological Survey of Canada, Open File D3826; Exploration and Geological Services Division, Yukon, Indian and Northern Affairs Canada, Open File #1999-1(D).

Tenney, D., 1981, The Whitehorse Copper Belt: Mining Exploration and Geology (1967-1980). Department of Indian and Northern Affairs, Geology Section, Yukon Region, Bulletin 1, 29p.

Watson, P.H., 1984, The Whitehorse Copper Belt – A Compilation. Exploration and Geological Services Division – Yukon, Indian and Northern Affairs Canada, Open File #1984-1, 1:25,000 scale map with marginal notes.
Assessment Reports

Figure 3 Magnetic Field Map

APPENDIX 1

STATEMENT OF QUALIFICATIONS

ROBERT W. STROSHEIN P.ENG.

I, Robert W. Stroshein of the City of Whitehorse, Yukon Territory, hereby certify that:

1. I am a Professional Engineer registered (No. 1165) as a member of the Association of Professional Engineers of Yukon Territory.
2. I graduated from the University of Saskatchewan at Saskatoon, Saskatchewan in 1973 with a Bachelor of Science Degree in Geological Engineering.
3. I have been actively engaged as an Exploration Geologist in the Mineral Industry in Western Canada since graduation. This included a number of exploration programs on the Whitehorse Copper Belt for Hudson Bay Exploration, Company Limited and Kluane Drilling Ltd.
4. I was consulted on the exploration project for Arcturus Ventures Inc. 2010 exploration program and completed this Assessment Report on the 2010 exploration program on the YT claims.
5. My business and residential mailing address is:

Box 10559
Whitehorse, Yukon Territory
Y1A 7A1

Signed,

Robert W. Stroshein, P.Eng.

May 5, 2011

APPENDIX 2

AURORA GEOSCIENCES

MEMORANDUM

FIELD REPORT ON MAGNETIC SURVEY

Mt. Sima Area

November 9 and 12, 2010



Western Office
34A Laberge Road
Whitehorse, Yukon Y1A 5Y9
Phone (867) 668-7672
Fax: (867) 393-3577

<http://www.aurorageosciences.com>

MEMORANDUM

To: Brandon Macdonald
Arcturus Ventures Inc. **Date:** Nov 20, 2010

From: Ian Kickbush
Ian.Kickbush@aurorageosciences.com

Re: Mount Sima Magnetic Survey

This is a field report describing the magnetic survey conducted in the Mount Sima area, Whitehorse Mining District, Yukon Territory. The survey was done over 1 grid of 18 line-kms.

Survey location: The Mt. Sima block claims are located about 2kms up Mt. Sima road in Whitehorse, Yukon. The project area covers NTS map sheet 105D. The geophysics project was done on the days of Nov 9 and Nov 12, 2010.

a. Crew and equipment. The surveys were conducted by the following personnel:

Ian Kickbush B.Sc	Nov 9, 12	Crew chief
Brandon Macdonald	Nov 9, 12	Client/ Helper

The crew was equipped with the following instruments and equipment:

<u>Magnetics</u>	3 - GEM 19T proton precession Magnetometers S/N: 20111341 S/N: 4111460 S/N: 4121471
<u>Other:</u>	1 - Laptop with Geosoft, Gemlink software (GPS, Radios and vehicle provided by Client)

b. Survey specifications.

MAGNETIC SURVEY

The survey was conducted using virtual lines only guided by GPS. Station spacing was 12.5 metres and recorded as UTM NAD83 Zone 8N coordinates.

<u>Station spacing</u>	12.5 metres
<u>Base station</u>	Installed at NAD 83 8N, UTME UTMN coordinates: 0497234, 6721903 Cycled at a 5 second interval. The base station magnetometer and field magnetometers times were synchronized daily prior to surveying.
<u>Corrections</u>	Temporal geomagnetic variation was removed by linear interpolation of drift from the base station magnetometer. Readings were rejected in the base mag if there was a magnetic variation of 10nT under 10 seconds.
<u>Levelling</u>	Levelling points taken daily. Control line 1 parallel NW, control line 2 parallel SE.

c. Data processing.

The total magnetic field data were corrected for temporal variations in the earth's magnetic field using the software GEMLINK and entered into a Geosoft database. A base magnetic correction datum of 59000 nT was used.

Each operator's data was levelled to a common datum through the use of levelling lines done each morning prior to the day's surveying.

d. Data formats

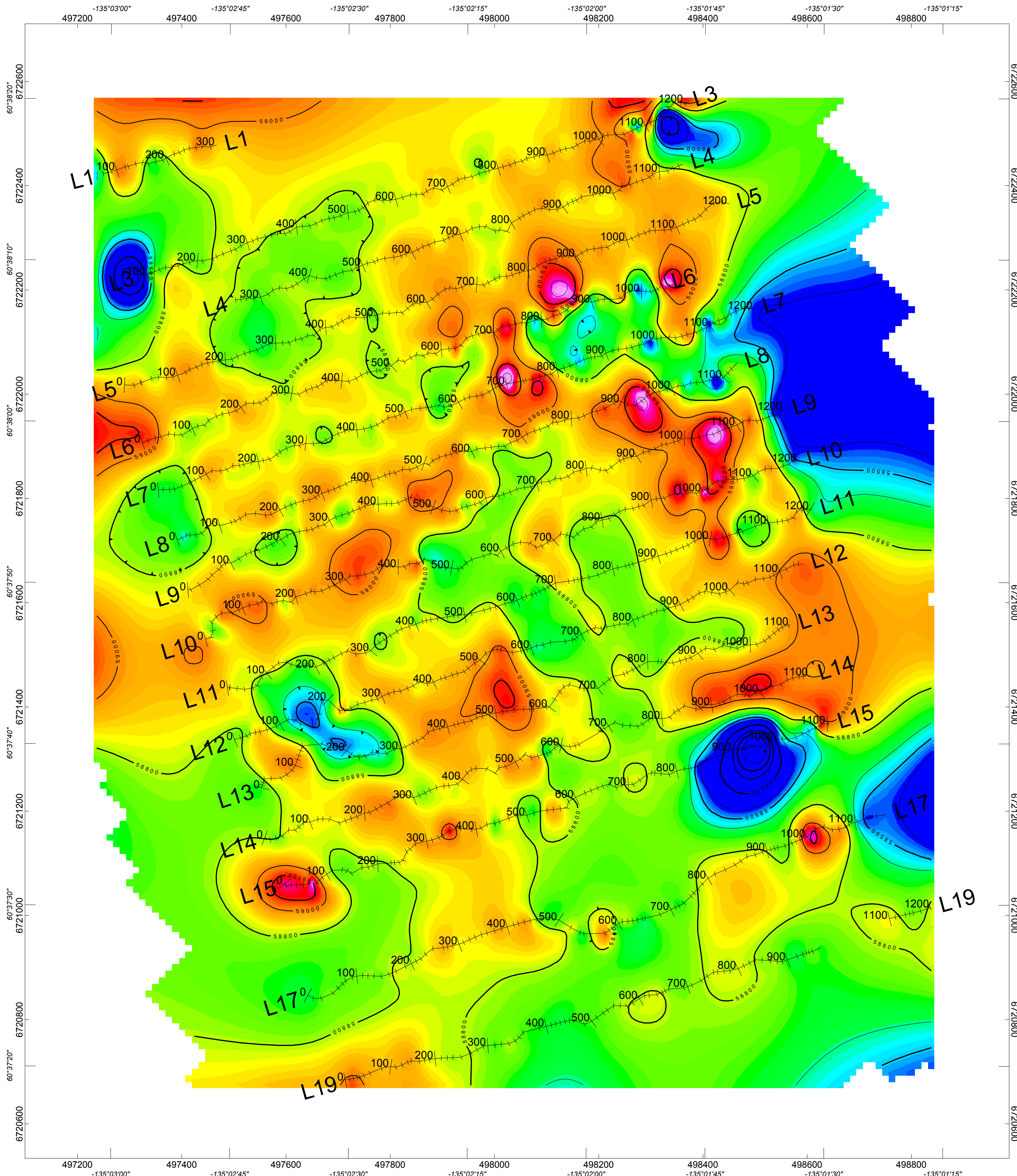
The unedited ASCII instrument dump files are named for the date (survey type/day/month /operator's initials) on which they were produced. The GPS dump files include letters 'GPS' and the date. The Levelling Corrections and Operator-Line overview are in the excel spreadsheets. The final processed data are in Geosoft data base (.gdb) format and in ASCII (.xyz) format.

e. Products. The following are attached to the digital version of this report

1. Digital data in Geosoft format (.gdb) data base files, Geosoft .xyz files , raw unedited data in ASCII format and a Channels txt file describing the each header. simaFinal.gdb, simaFinal.xyz, Channels.txt, magLevel.xls
2. Maps: Magnetic colour contoured map for the magnetic grid completed in .pdf format (simaFinal.pdf). The map is also provided in ERSI shape file and Geosoft grid formats.
3. A Survey and Personnel Summary for the entire project in .pdf format. novDaily report – 2010.pdf
4. This report in .pdf format. Field Memo – Sima Magnetics.pdf

Respectfully submitted,
AURORA GEOSCIENCES LTD.

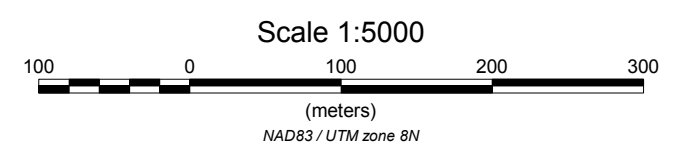
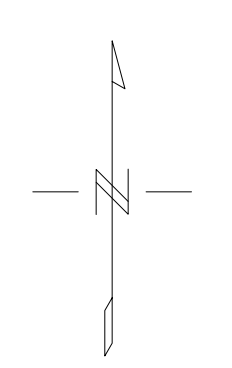
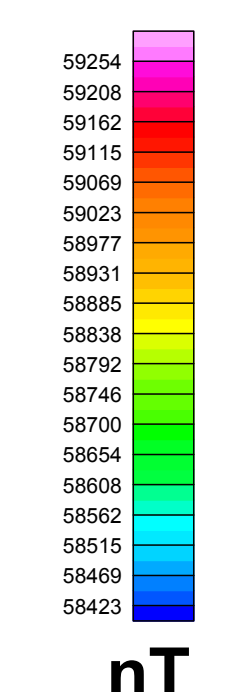
Ian Kickbush, B.Sc.



LEGEND
TOTAL FIELD MAGNETICS
 CONTOUR INTERVALS (nT)
 200
 250
 300

INSTRUMENT : Gem GSM-19T Magnetometers
 GRIDDING ALGORITHM : Geosoft Minimum Curvature
 GRID CELL SIZE : 12.5 m
 POST PROCESSING FILTERS : Contours of Hanning Filter Grid (3 passes)

DATA FILE : magSima.gdb
 OPERATORS : IK, BM
 LINE-KM SURVEYED : 18



FIELD

Arcturus Ventures Inc.
Mount Sima
Total Magnetic Field Survey
 YUKON TERRITORY, CANADA
 NTS: 105D11 Whitehorse Mining District
 DATE SURVEYED : November 2010
 MAP NAME (DATE / DRAWN BY) : magSima.map (Nov-2010/IK)
AURORA GEOSCIENCES LTD.