

**Form 45-103F4**  
**Report of Exempt Distribution**

45-103F4-2 01 9: 09

**Issuer information**

1. *State the full name, address and telephone number of the issuer of the security distributed. Include former name if name has changed since last report. If this report is filed by a vendor, other than the issuer, also state the full name and address of the vendor.*

Maple Leaf Reforestation Inc. (formerly Intercontinental Mining Corp.) (the "Issuer")  
Suite 1400, 700 – 2<sup>nd</sup> Street S.W.  
Calgary, AB  
T2P 4V5

(403) 560-9747

2. *State whether the issuer is or is not a reporting issuer and, if reporting, each of the jurisdictions in which it is reporting.*

The Issuer is a reporting issuer in Alberta and British Columbia.

**Details of distribution**

3. *State the distribution date. If the report is being filed for securities distributed on more than one distribution date, state all distribution dates.*

February 24, 2005.

4. *For each security distributed:*

(a) *describe the type of security*

- (i) Units at a purchase price of \$0.20 per unit, with each unit comprised of one (1) common share and one half of one (1/2) common share purchase warrant, each whole warrant entitling the holder thereof to purchase one common share at a purchase price of \$0.40 expiring two (2) years from the date of issuance. The units were issued in connection with a Short Form Offering Document offering under the policies of the TSX Venture Exchange.
- (ii) Common Shares (issued pursuant to an amalgamation completed in conjunction with the closing of the Short Form Offering Document offering as part of a finder's fee and sponsor's fee)
- (iii) Options (granted to the sponsor of an amalgamation completed in conjunction with the closing of the Short Form Offering Document offering), each option entitling the holder thereof to purchase one

common share at a price of \$0.40 per share expiring 2 years from the date of issuance.

- (b) *state the total number of securities distributed. If the security is convertible or exchangeable, describe the type of underlying security, the terms of exercise or conversion and any expiry date.*

9,000,000 units (being 9,000,000 common shares and 4,500,000 warrants).

767,500 common shares (finder's fee), 50,000 common shares (as partial payment of the agent's corporate finance fee), 75,000 common shares (as partial payment of sponsorship fee) and 50,000 options (as partial payment of sponsorship fee).

5. *Provide details of the distribution by completing the attached schedule.*
6. *Complete the following table for each Canadian and foreign jurisdiction where purchasers of the securities reside. Provide a total dollar value of all securities distributed in all jurisdictions. Do not include in this table, securities issued as payment for commissions or finder's fees disclosed under item 7, below.*

Jurisdiction where purchasers reside	Price per security (Canadian \$)	Total dollar value raised from purchasers in the jurisdiction (Canadian \$)
Alberta	\$0.20/unit	\$1,421,400
British Columbia	\$0.20 / unit	\$378,600
Total dollar value of distribution in all jurisdictions (Canadian \$)		\$1,800,000

#### **Commissions and finder's fees**

7. *Provide the following information for each person who is being compensated in connection with the distribution(s). When disclosing compensation paid or to be paid, include discounts, commissions or other fees or payments of a similar nature directly related to the distribution. Do not include payments for services incidental to the trade, such as clerical, printing, legal or accounting services.*

In connection with the Short Form Offering Document offering, Leede Financial Markets Inc. (2300, 777 – 8<sup>th</sup> Ave. S.W, Calgary, AB, T2P 3R5) received a 10% commission in the amount of \$180,000 and a due diligence fee in the amount of \$10,000 (plus GST), which due diligence fee was paid through the issuance of 50,000 common shares at a deemed price of \$0.20 per share and \$700 (as payment of the GST). The securities were issued pursuant to M.I. 45-103 section 5.1.

Garo Deyrmenjian (#318-470 Granville St. Vancouver, B.C., V6C 1V5) received 767,500 common shares as a finders' fee in connection with the aforementioned amalgamation at a deemed price of \$0.20 per share. The securities were issued pursuant to M.I. 45-103 section 3.1.

Leede Financial Markets Inc. received a sponsorship fee respecting the amalgamation in the amount of \$30,000 (plus GST) paid through the issuance of \$17,100 in cash (including GST), 75,000 common shares at a deemed price of \$0.20 per share, and 50,000 options with each option entitling the holder thereof to purchase one common share at a price of \$0.40 per share expiring 2 years from the date of issuance. The securities were issued pursuant to M.I. 45-103 section 5.1.

### **Certificate**

On behalf of the issuer (or vendor), I certify that the statements made in this report and in each schedule to this report are true.

Date: March 1<sup>st</sup>, 2005

**MAPLE LEAF REFORESTATION INC.**  
(formerly Intercontinental Mining Corp.)

Dave Clarke

Name of person signing (please print)

Signature