

INSIDER REPORT

(See instructions on the back of this report)

Where freedom of information legislation is in force in the jurisdiction where this form is filed: The personal information requested on this form is collected under the authority of and used for the purpose of administering the provincial securities Acts, Bank Act, Cooperative Credit Associations Act, Insurance Companies Act, Trust and Loan Companies Act and Canada Business Corporations Act. Under the CBCA the information provided satisfies the disclosure requirements of section 127. While the federal Privacy Act protects personal information provided, it also permits public disclosure pursuant to section 265 of the CBCA. All information contained in this form will be made available to the public. Federally, this information will be stored in personal information bank number CCAP-PU 092. If you have any questions about how the freedom of information legislation applies to the personal information collected on this form, contact the Supervisor, Insiders Department at (604 660-4673), or write the Supervisor, 1100 865 Hornby Street, Vancouver, B.C. V6Z 2H4. Toll free in British Columbia (1-800-373-6393)

BOX 1. NAME OF THE REPORTING ISSUER (BLOCK LETTERS)

BLACKSTONE VENTURES INC

BOX 2. INSIDER DATA

RELATIONSHIP(S) TO REPORTING ISSUER	DATE OF LAST REPORT FILED	DAY	MONTH	YEAR
4 5		00	12	01
CHANGE IN RELATIONSHIP FROM LAST REPORT	IF INITIAL REPORT OR DATE ON WHICH YOU BECAME AN INSIDER	YES	NO	
		X		

BOX 3. NAME, ADDRESS AND TELEPHONE NUMBER OF THE INSIDER (BLOCK LETTERS)

FAMILY NAME OR CORPORATE NAME	
MCMINNES	
GIVEN NAMES	DOUGLAS ARTHUR
NO	4330 CANTERBURY CRENS
CITY	NORTH VANCOUVER
PROV	BRITISH COLUMBIA
BUSINESS TELEPHONE NUMBER	604-684-0454
BUSINESS FAX NUMBER	604-684-8727
CHANGE IN NAME, ADDRESS OR TELEPHONE NUMBER FROM LAST REPORT	YES
	X
POSTAL CODE	V7R 3N5

BOX 4. JURISDICTION(S) WHERE THE ISSUER IS A REPORTING ISSUER OR THE EQUIVALENT

☐ ALBERTA	☐ NEWFOUNDLAND
☐ BRITISH COLUMBIA	☐ NOVA SCOTIA
☐ FEDERAL	☐ ONTARIO
☐ BANK ACT	☐ QUEBEC
☐ CCAA	☐ SASKATCHEWAN
☐ ICA	☐ UNITED STATES
☐ TLCA	☐ NASDAQ
☐ CRCA	☐ SEC
☐ MANITOBA	

BOX 5. INSIDER HOLDINGS AND CHANGES (IF INITIAL REPORT, COMPLETE SECTIONS A, D, E AND F ONLY. SEE ALSO INSTRUCTIONS TO BOX 5)

DESIGNATION OF CLASS OF SECURITIES	BALANCE OF CLASS OF SECURITIES OR INTERESTS ON LAST REPORT	TRANSACTIONS		UNIT PRICE/ EXERCISE PRICE	\$ US	DIRECT/INDIRECT OWNERSHIP/ CONTROL OR DIRECTION	IDENTIFY THE REGISTERED HOLDER WHERE OWNERSHIP OR DIRECTION IS EXERCISED
		NATURE	NUMBER/VALUE ACQUIRED				
OPTION'S	68,000	96	72,000	10	140,000	0	
PRIVATE OPTIONS	(10,000)				(10,000)	0	
Common	40,000				40,000	2	
Common	407,800				407,800	0	
Common	1,053,639				1,053,639	1	
WARRANT	200,000				200,000	0	
WARRANT	800,000				800,000	1	

BOX 6. REMARKS

I OWE 100% OF THE EQUITY

ATTACHMENT ☐ YES ☐ NO

This form is used as a uniform report for the insider reporting requirements under all provincial securities Acts, Bank Act, Cooperative Credit Associations Act, Insurance Companies Act, Trust and Loan Companies Act and Canada Business Corporations Act. The terminology used is generic to accommodate the various Acts.

CORRESPONDENCE ☐ ENGLISH ☐ FRENCH
KEEP A COPY FOR YOUR FILE

BOX 7. SIGNATURE

NAME (BLOCK LETTERS) DONALD A. MCINNES

SIGNATURE [Signature]

DATE OF THE REPORT

DAY MONTH YEAR

10 01 02