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VALERIE GOLD RESOURCES LTD.

1400 – 570 Granville Street

Vancouver, B.C. V6C 3P1

Tel: (604) 687-4622 Fax: (604) 687-4212

December 6, 2002

VIA FEDERAL EXPRESS

United States Securities and Exchange Commission
Office of International Corporate Finance
450 5th Street, N.W.
Judiciary Plaza
Washington, D.C. U.S.A. 20549

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Dear Sirs/Mesdames:

Re: **Valerie Gold Resources Ltd.** (the "Company")
Rule 12(g)3-2(b) Exemptions – File #82-3339
Under the United States Securities Exchange Act of 1934

Please find enclosed for 12(g) Exemption status the documents required to be filed with the British Columbia Securities Commission and the TSX Venture Exchange. Please note that the Company is a foreign issuer and its securities are neither traded in the United States nor quoted on NASDAQ.

We trust that the information included in this package is complete. However, should you have any questions regarding the foregoing, please do not hesitate to contact the writer.

Sincerely,

VALERIE GOLD RESOURCES LTD.

Shannon M. Ross,
Corporate Secretary

/lb
Enclosures

United States Sec Filing
December 6, 2002

**Valerie Gold Resources Ltd.
12(g)3-2(b) Exemption Application
Schedule "A"**

PART I – Documents required to be Made Public pursuant to the laws of the Province of British Columbia and the TSX Venture Exchange in connection with:

A. News Releases

Valerie Increases Flow-Through Financing – November 22, 2002

B. Correspondence with B.C. Securities Commission

1. Notice of the meeting & record date.

VALERIE GOLD RESOURCES LTD.

Suite 1400 – 570 Granville Street

Vancouver, B.C. V6C 3P1

www.valeriegold.com

November 22, 2002

Ticker Symbol: VLG-TSX Venture Exchange
SEC 12g3-2(b) exemption 82-3339

VALERIE INCREASES FLOW-THROUGH FINANCING

Valerie Gold Resources Ltd. (VLG-TSX Venture) is pleased to announce that subscription to a brokered private placement with Dundee Securities Corporation, previously announced on October 28, 2002, has been increased from 953,000 flow-through units to 1,183,095 flow-through units at a price of \$0.21 per unit, for gross proceeds of \$248,450. All other terms and conditions of the previously announced brokered private placement remain the same.

Proceeds from the private placement will be used for the exploration of Valerie's Tower Mountain Gold project in Ontario. The current work program includes trenching, detailed mapping and sampling, and drilling to a total of 1,000 meters in five holes.

This financing is expected to close promptly upon receipt of regulatory approval.

Shannon M. Ross, CA
Chief Financial Officer

For further information please contact Shannon M. Ross:

Tel: (604) 687-4622 Fax: (604) 687-4212

Toll Free: 1-888-267-1400

No regulatory authority has approved or disapproved the information contained in this news release

This release includes certain statements that may be deemed "forward-looking statements". All statements in this release, other than statements of historical facts, that address future production, reserve potential, exploration drilling, exploitation activities and events or developments that the Company expects are forward-looking statements. Although the Company believes the expectations expressed in such forward-looking statements are based on reasonable assumptions, such statements are not guarantees of future performance and actual results or developments may differ materially from those in the forward-looking statements. Factors that could cause actual results to differ materially from those in forward-looking statements include market prices, exploitation and exploration successes, and continued availability of capital and financing, and general economic, market or business conditions. Investors are cautioned that any such statements are not guarantees of future performance and that actual results or developments may differ materially from those projected in the forward-looking statements. For more information on the Company, Investors should review the Company's filings that are available at www.sedar.com.



Computershare Trust Company of Canada

510 Burrard Street, Vancouver, BC V6C 3B9 Tel.: (604) 661-9400 Fax: (604) 683-3694

November 15, 2002

To: All Applicable Commissions
TSX Venture Exchange

Dear Sirs:

Subject: Valerie Gold Resources Ltd.

We advise the following with respect to the upcoming Meeting of Shareholders for the subject Corporation:

| | | | |
|-----|---|---|-------------------|
| 1. | Meeting Type | : | Annual General |
| 2. | Class of Securities Entitled to Receive Notice: | : | Common |
| 3. | Class of Securities Entitled to Vote | : | Common |
| 4. | CUSIP Number | : | 918908104 |
| 5. | Record Date for Notice | : | December 13, 2002 |
| 6. | Record Date for Voting | : | December 13, 2002 |
| 7. | Beneficial Ownership Determination Date | : | December 13, 2002 |
| 8. | Meeting Date | : | January 22, 2003 |
| 9. | Meeting Location | : | Vancouver, BC |
| 10. | Business | : | Routine |

Yours truly,

COMPUTERSHARE TRUST COMPANY OF CANADA

"Adeline Niccoli"

Assistant Account Manager

Stock Transfer, Client Services

Telephone: (604) 661-9473

Fax: (604) 683-3694

/an