

REGISTRATION PURSUANT TO
PART X of
THE ENVIRONMENTAL PROTECTION ACT

FOR
TILT COVE MINE DUMP PILE

**Tilt Cove Area, Baie Verte Peninsula,
Newfoundland and Labrador**

RAMBLER METALS AND MINING CANADA LTD
Baie Verte, Newfoundland and Labrador

February 9, 2011

REGISTRATION FORM

Pursuant to Part X of

The Environmental Protection Act

NAME OF UNDERTAKING:

TILT COVE MINE DUMP PILE

PROPONENT:

(i) Name of Corporate Body: **Rambler Metals and Mining Canada Ltd.**

(ii) Address: P.O. Box 291
Baie Verte, NL
A0K 1B0

(iii) Chief Executive Officer: George Ogilvie
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(709) 532-4990

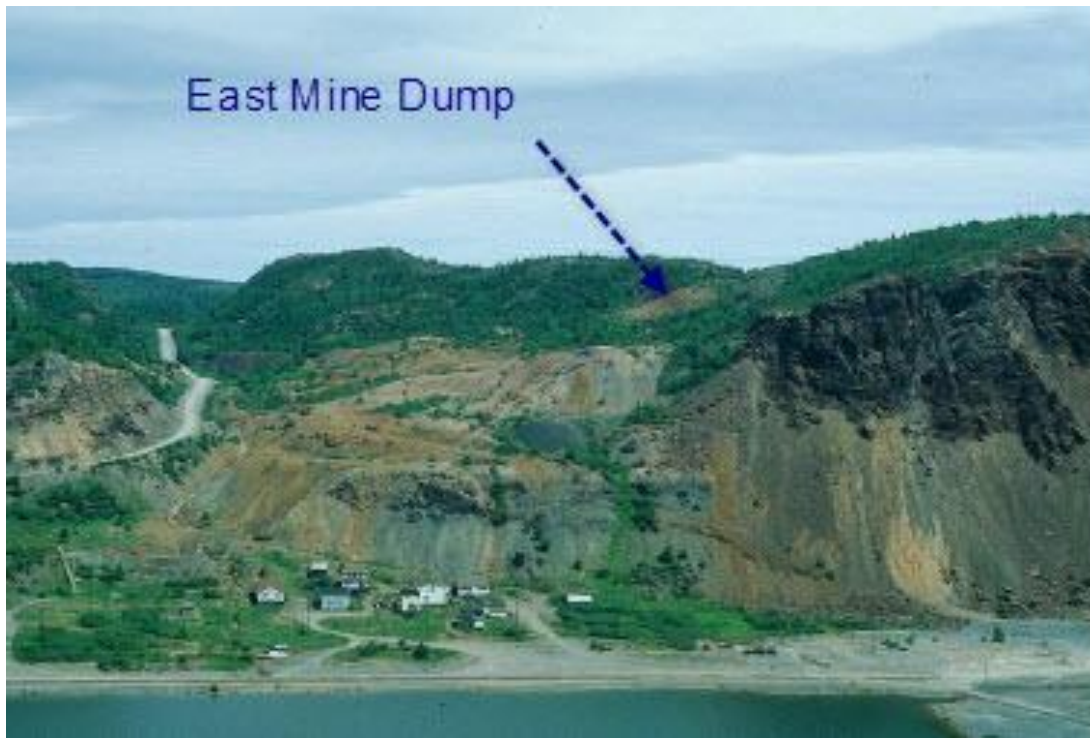
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Summary

Rambler Metals and Mining Canada Ltd. (“Rambler” or “RMM”) proposes to excavate the Tilt Cove Mine Dump Pile (also referred to as the East Mine Dump) located within the historical footprint of the Tilt Cove mining camp on the east coast of the Baie Verte Peninsula. The East Mine Dump is located adjacent to the historical East Mine workings at Tilt Cove. The Dump Pile consists of unconsolidated material and is believed to have been the original regolith which had capped the East Mine copper volcanogenic massive sulphide ore body before development and production in the 1950’s. Historical volume surveys of the Dump Pile reported 50,000 to 80,000 tonnes of unconsolidated sand to cobble size material. Rambler completed a profile survey of the Dump Pile and determined it to contain 48,000 tonnes. Recent analytical assaying of the dump by Rambler reported the material to contain 2-5 grams per tonne gold. Rambler has also completed a gold ore leachability characterization test, as well as, trial processing of a 600 tonne bulk sample through the Nugget Pond milling facility, both with positive results. The proposal by Rambler will see the removal of the material through excavation and trucking by semi-dump 23 kilometers to Ramblers hydrometallurgical gold mill and tailings facility at Nugget Pond for processing. After processing, doré gold bars will be poured at the Nugget Pond foundry.

The Dump Pile is located on mineral licence 014630M held by Metals Creek Resources Corporation of Gander, Newfoundland. Mineral licence 014630M is part of a larger land package along the eastside of the Baie Verte Peninsula which is being actively explored by Metals Creek for gold and base metals. A recent press release (see press January 19, 2011, www.ramblermines.com) outlines the conditions of an agreement between Rambler and Metals Creek for the mining of the Dump Pile which is scheduled to begin in late Q2 2011.

The Dump Pile is a fan shaped debris pile which forms a positive topographical high on the side of an escarpment immediately south of the historical East mine workings at Tilt Cove. The proposed operation will see the loading of the pile by excavator to the original topographical level beneath. The mining process will not entail excavation below the original topography and will serve to rehabilitate previous disturbances. Rehabilitation of the site will include grading and exposure of the original organic material, along with scarifying, liming and seeding to encourage natural re-growth of native shrubs and trees.



Looking northeast across Windsor Lake at Tilt Cove. The Tilt Cove road which connects with La Scie Highway is on the left. The East Mine Dump pile is approximately 200 meters to the east of Tilt Cove Road.

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1. THE UNDERTAKING

1.1 Nature of the Undertaking

Rambler Metals and Mining Canada Ltd. (“Rambler” or “RMM”) proposes to excavate the Tilt Cove Mine Dump Pile located within the historical footprint of the Tilt Cove Mining Camp on the east coast of the Baie Verte Peninsula. The East Mine Dump is located on mineral licence 014630M held by Metals Creek Resources Corporation of Gander, Newfoundland (Figure 1 and 2). Mineral licence 014630M is part of a larger land package along the east side of the Baie Verte peninsula which is being actively explored by Metals Creek. A recent press release (see press January 19, 2011, Attached as Appendix A) outlines the conditions of an agreement between Rambler and Metals Creek for the removal of the of the Dump Pile and processing at Ramblers Nugget pond milling facility scheduled to begin in Q2 2011. The agreement defines Rambler as the operator of the project, while Rambler will pay Metals Creek an NSR royalty on all gold doré poured.

The Dump Pile was surveyed by Rambler and determined to contain 48,000 tonnes of unconsolidated sand to cobble size material. Recent analytical assaying of the dump by Rambler and others reported the material to contain 2-5 g/tonne gold. The mining proposal by Rambler will see the removal of the material through excavation and trucking by semi-dump 23 kilometers to Ramblers hydrometallurgical gold mill and tailings facility at Nugget Pond for processing. After processing, doré gold bars will be poured at the Nugget Pond foundry.

1.2 Purpose/ Rationale/ Need for the Undertaking

The Dump Pile is located adjacent to the historical East Mine workings at Tilt Cove, consists of unconsolidated material and is believed to have been the original regolith which had capped the East Mine volcanogenic massive sulphide ore body previous to development and production in the 1950’s. The Dump Pile is estimated to contain 48,000 tonnes of unconsolidated sand to cobble size material. Recent analytical assaying of the dump by Rambler and others reported the material to contain 2-5 grams per tonne gold.

In July 2010, Rambler contracted Thibault and Associates of New Brunswick to complete a leachability characterization test on a 31 kilogram sample of the Dump Pile using a

bench top batch process at its laboratory in Fredericton, New Brunswick. The test concluded that gold recoveries were high at 96% after 24 hours for a cyanide concentration between 1.0 and 2.0 g/L NACN and grind sizes between 70% and 90% passing 75 micron. The gold head assay of the 31 kilogram sample provided by Rambler returned 3.62 to 3.80 g/t gold. The leachability characterization test determined that 64.4% of the gold to be concentrated in the minus 20 mesh fraction of the dump material, The tailings were characterized as non-acidgenerating. The TCLP and custom leachate tests did not produce metals concentrations greater than MMER limits. The WAD cyanide in the cyanide leach solution was within the original design parameters for the existing cyanide destruction system at Nugget Pond. Several recommendations were made by Thibault to further evaluate overall gold recovery and the impact on tailings treatment. Thibault recommended conducting an in-plant trial at the Nugget Pond milling facility using a larger bulk sample from the Dump Pile

As recommended by Thibault, Rambler completed trial processing of 600 tonnes of the Dump Pile ore through the Nugget Pond facility during September to October, 2010. The sample was excavated from the Dump Pile under an exploration permit and trucked from Tilt Cove to Nugget Pond by semi-dump. The result of the trial processing was positive. The throughput was exceptional with 43 tonnes per hour while the leach tank feed solid reported 1.48 to 2.21 g/tonne gold.

Considering the positive testing results, the present market value for gold, accessibility of the stockpile, proximity to Rambler's milling facility and low mining cost, Rambler is confident that the Dump Pile at Tilt Cove can be excavated and processed profitably and within environmental standards. Revenues from this project will provide Rambler with economic support for its Nugget Pond mill while bringing its Ming Mine into production. The project will also be an added benefit in that it will provide opportunities for work on the Baie Verte Peninsula.

The Nugget Pond Mill was built specifically to process gold ore and the Tailings Management Facility is fully permitted with abundant capacity to handle the small amount of tailings generated from processing of the Tilt Cove Mine Dump Pile. An added benefit to the project is to remove potentially acid generating material to a secure tailings pond facility and partial re-habilitation of a historical mining footprint.

2. DESCRIPTION OF THE UNDERTAKING

2.1 Geographical Location

The East Mine Dump is located on mineral licence 014630M (Figure 1 and 2) held by Metals Creek Resources Corporation of Gander, Newfoundland. Mineral licence 014630M is part of a larger land package along the east side of the Baie Verte Peninsula being actively explored by Metals Creek. Metals Creek has recently completed a land survey and has applied for a mining lease to cover the area of the Dump Pile. The Dump Pile is within the original disturbed footprint of the Tilt Cove Mine area.

Access to the Tilt Cove Mine area is byway of a 5 kilometer gravel road from La Scie Highway Route 416. The Tilt Cove access road is maintained by the provincial Department of Works and Services. Only two permanent residents remain in Tilt Cove year-around, however a number of seasonal cottages do exist.

2.2 Physical Features

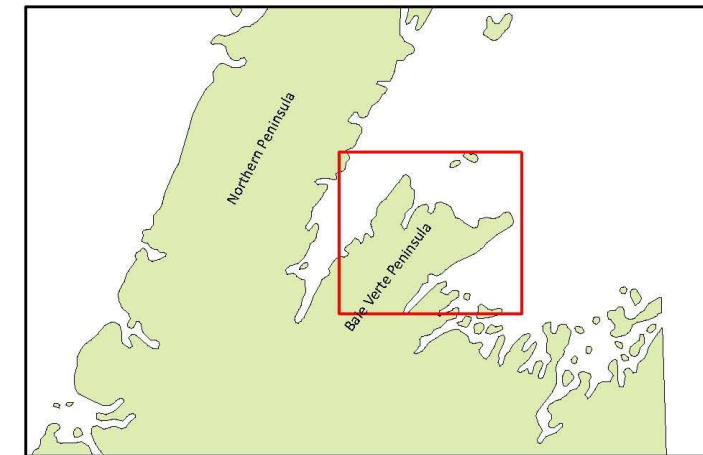
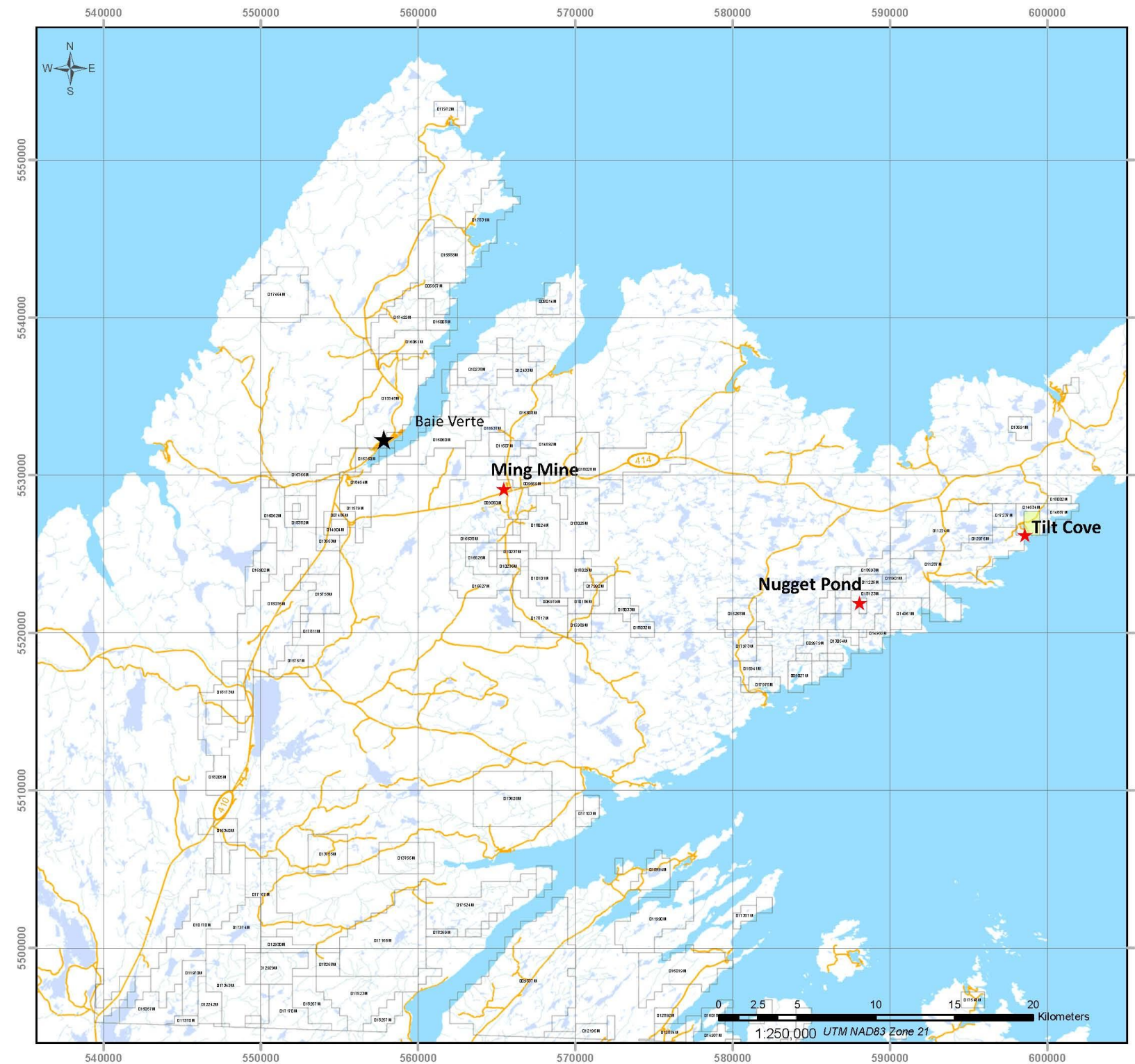
The Tilt Cove Mine Dump Pile is a fan shaped debris pile which forms a topographical high on the side of an escarpment immediately south of the historical East Mine workings at Tilt Cove (Figure 3). The dump material consists of unconsolidated surface material believed to be the original regolith that had developed on surface above the East Mine massive sulphide deposit. The material had been removed to expose the underlying mineralization during development in the 1950's. Sieve analysis by Thibault determined that slightly less than 50 % of the material was finer than 1 mm in size.

A land survey of the stockpile area was completed in December 2010 by registered land surveyor Stephen Burt of King's Point, NL. The survey has been submitted to the Department of Natural Resources by Metals Creek for the establishment of a mining lease. The mining lease is expected to be available by early February 2011.

Figure 3 shows the general location of the proposed mining lease with respect to the geographical area and the Dump Pile. The mining lease will capture the area of the stockpile and loading area only. A copy of the land survey is attached as Appendix B.



Location Map of the
Tilt Cove East Mine Dump,
Baie Verte



- East Mine Dump 014630M
- MapStakedClaims
- Roads
- Rivers
- Lakes

Figure 1: Location map of the Tilt Cove East Mine Dump, Baie Verte (1:250,000).

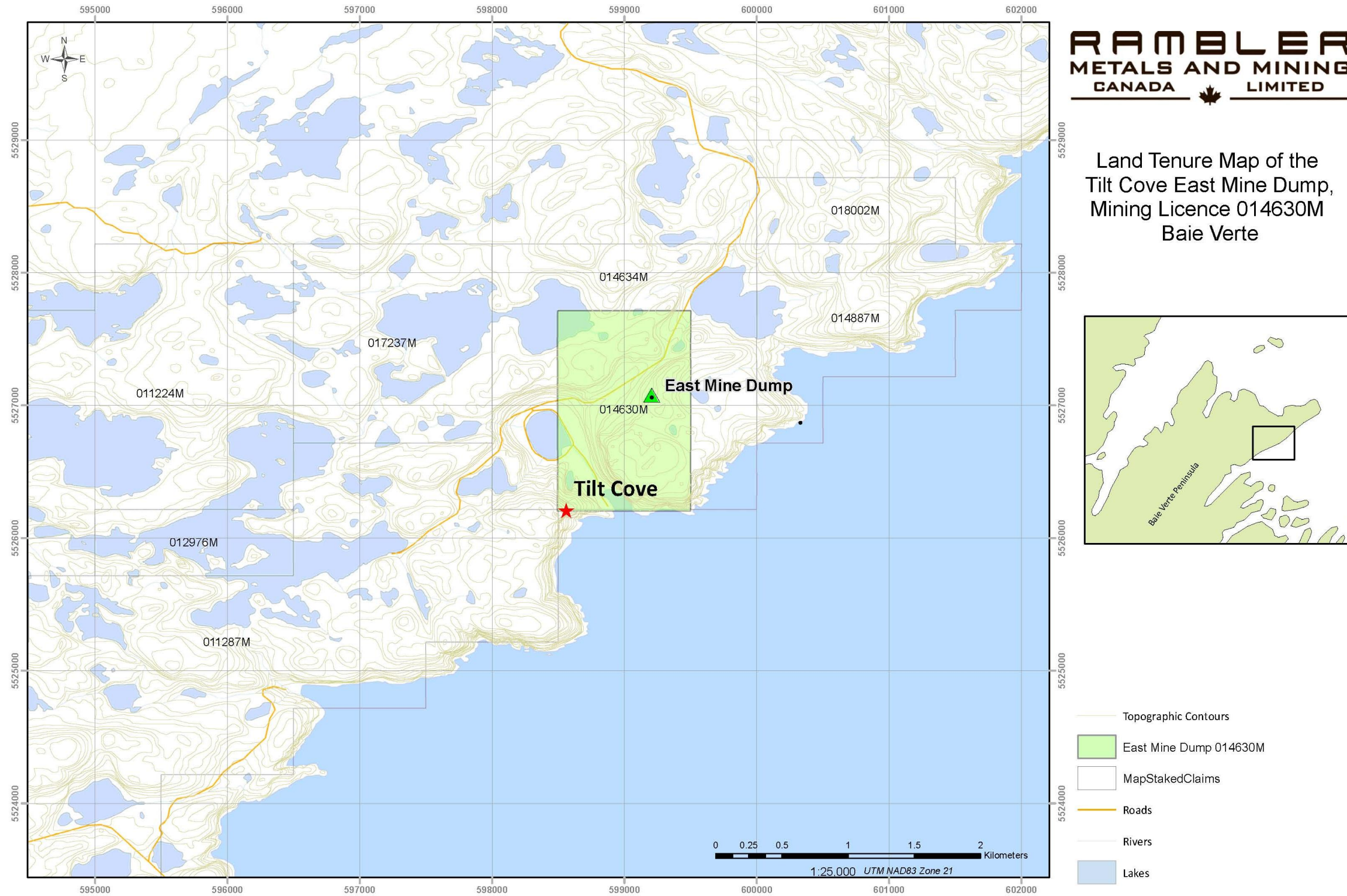


Figure 2: Land Tenure map of the Tilt Cove East Mine Dump, Mineral Licence 014630M, Baie Verte (1:25,000).



Figure 3: Location map of Tilt Cove East Mine Dump relative to historical Tilt Cove mining sites.

2.3 Construction

No new construction is required at the East Mine Dump Pile site to excavate and process the ore from the pile. A 200 meter temporary haulage road was established in September 2010 as part of the exploration program permitted to access the Dump Pile for the 600 tonne bulk sample processed at Nugget Pond. This road does not require further construction and is quite suitable to transport the ore to the Tilt Cove access road. The material covering the general area of the stockpile appears fairly acidic, inhibiting re-growth of natural vegetation, therefore mining of the stockpile will not disturb any existing vegetation.

2.4 Mining Operation

Extraction of the Dump Pile at Tilt Cove will be a small scale venture which will see only surface excavation of the existing material and transporting it 23 kilometers by semi-dump to Rambler's milling facility at Nugget Pond. A local trucking company will be contracted to load and truck the material. The removal process will see the truck loading of the material by excavator into semi-dumps. The pile will be shaped to provide ramps for excavator access and sloped to maximize safety from slumping of the material. During excavation of the 600 tonne sample for trial processing in 2010, an excavator ramp and loading area was established at the base of the pile to the original topographical level beneath (Figure 4). A 200 meter access road was also established from existing material at the site (Figure 5). Reclamation of the Dump Pile site will include exposure of the organic material, allowing natural re-vegetation of the native species in the area.

The Nugget Pond Mill is a modern facility and has recently been utilized for toll processing ore from Tenacity Gold Mining Co.'s ("Tenacity") Stog'er Tight and Crosshair Exploration and Mining Corp.'s ("Crosshair") Jaclyn Main Gold Deposit. The tailings management facility is also fully permitted and has abundant capacity for the potential 48,000 tonnes of tailings which would result from the operation. The leachability characterization and trial processing tests completed by Rambler in 2010 was successful and has given Rambler the confidence level that the Dump Pile material can be processed at the Nugget Pond mill with only minor adjustments. The planned extraction rate will average approximately 600 tonnes of ore per day from the Dump Pile and is estimated to take 90 days to complete.



Figure 4: Photo of Tilt Cove East Mine Dump Pile with excavator ramp and loading area. Field of view is about 60 meters.



Figure 5: Photo of 200 meter access road from Tilt Cove Road to the Tilt Cove East Dump Pile.

2.5 Potential Sources of Pollution

Potential Sources of pollution during the extraction of the Dump Pile are similar to those incurred in any surface quarry operation. These may include:

2.5.1 Noise

The Dump Pile is located approximately 500 meters from seasonal cottages and about 1 kilometer from the single permanently occupied residence. No blasting will be required and noise from excavating equipment will be subdued by the physical distance to the settlement and the surrounding undulating topography. Noise is not expected to be a concern for the several permanent residents of Tilt Cove or the seasonal cottagers. The operation should be completed within 10 to 12 weeks

2.5.2 Air Emissions

All company and contractor vehicles and equipment are required to be in good safe operating condition.

2.5.3 Fuel and Lubricants

Surface excavating activity poses a risk for the release of diesel fuel and lubricants from operating equipment. Rambler will ensure that all contractors and company equipment are inspected daily to ensure no hydrocarbon leaks occur. An authorized diesel fuel storage tank is already in use at the Nugget Pond site. All vehicles will be equipped with emergency and spill kits.

2.5.4 Waste and Garbage

All solid waste and small garbage will be collected and hauled to an existing local municipal landfill facility as per the waste disposal plan already in place at the Nugget Pond Mill Facility.

2.5.5 Dust

Road dust generated by ore haulage to the mill will be minimized by the application of water to the haul access road. No permanent residents live near the Tilt Cove access road, La Scie highway, Snooks Arm road or the Nugget Pond access road over which the haulage trucks will travel. The haulage trucks will be

equipped with cargo covers to minimize ore dusting during transport. A dust suppression program is already established for the Nugget Pond site. Ore trucks will be travelling next to the water supply of community of Snooks Arm, however, this haulage road to Nugget Pond has been in place since 1997 and is not considered to be a problem.

2.6 Potential Resource Conflicts

Potential sources of resource conflict during the operations may include:

2.6.1 Wildlife

No wildlife conflicts are anticipated. Moose, snowshoe hare, fox, squirrels and song birds are known to inhabit the area surrounding the Dump Pile area and the Nugget Pond Milling Facility.

2.6.2 Fish and Fish Habitat

No waterways or standing water occurs in the area of the planned excavation area. No new road construction or stream crossings will occur as a result of this operation.

2.6.3 Land Use

The Tilt Cove Dump Pile is located in an area that will not conflict with other land use. The land is not suitable for agriculture and no commercial stands of timber exist.

2.6.4 Water Resources

Water use conflicts will not occur as there are no other users in the project area. Water will not be required for the excavation of the Dump Pile and water use at the Nugget Pond mill will be from the tailings management facility.

2.7 Rehabilitation

Rehabilitation of the excavated area will begin immediately after the ore material is removed. During excavation of the 600 tonne sample for trial processing in 2010 Rambler discovered that the original organic horizon is intact below the Dump Pile. No excavation will occur below this original organic horizon.

It is anticipated that this original organic horizon has been impacted by the acid-generating ore materials that have been dumped in this area and may not support revegetation in its current condition. Rambler will commit to contouring, scarifying and liming and seeding the exposed original organic horizon in the footprint of the excavated pile to promote the natural vegetation of this area (alders, spruce, etc.) and to minimize surface erosion.

This rehabilitation plan and commitment to attempt revegetation of the excavated area is not necessarily consistent with rehabilitation commitments for Rambler's project sites (Nugget Pond, Ming Ming, and Goodyear's Cove). However, due to the general condition of the site and the ARD issues in the surrounding surface materials, a commitment by Rambler to re-establish vegetation growth in this small area may require future follow-up and maintenance. Rambler will work with the NLDEC and NLDNR to make a reasonable attempt to rehabilitate the footprint disturbed by excavating operation. The rehabilitation efforts by Rambler can be considered a test for any future rejuvenation efforts considered by the Government of Newfoundland and Labrador's either at Tilt Cove or any other abandoned mining site.

Environmental disturbances will be kept to a minimum during the excavation phase. Rambler will ensure that that all environmental measures will be adhered to by contractors used in the operation. All environmental regulations set by governmental regulatory agencies will be abided by.

Rehabilitation activities will include:

- Exposing the existing organic layer below the original Dump Pile area.
- Re-contoured any disturbed areas, as required, to match adjacent grades and to provide for stable runoff channels (i.e. to minimize potential erosion).
- An attempt will be made at re-vegetation by scarifying, liming and seeding .
- Monitoring of the rehabilitation efforts to ensure slope stability and vegetation re-generation.

2.8 Occupations

The Tilt Cove Dump Pile operation will employ approximately 25 people for a 10 to 12 week period at two 11 hour shifts per day. The excavating and trucking of the material will be contracted out to local independent contractors and it is anticipated that they would employ 12 people during the duration of the project. Required personnel are listed in Table 1 below.

Table 1: Occupations Required for Mining the Tilt Cove Dump Pile.

Occupation	Number Required	National Occupation Classification
Manager	1	0811
Mining Supervisor	1	8221
Geologist	1	2113
Geological Technician	1	2212
Mechanic	1	7312
Mill Workers	20	9411
Rambler Total	25	
Contractors total	12	
Total	37	

Rambler will provide management personnel from its established labor force for this project. The personnel required to operate the Nugget Pond Mill Facility are also currently in place at the site. Truckers, excavator operators, laborers and mechanics will be hired through an independent local contractor.

All positions are open to male and female workers. Rambler has recently implemented a Women's Employment Plan for its own Ming Mine project and those policies and procedures will be employed here. Rambler supports employment equity and diversity opportunities and will require the same from contractors where possible.

2.9 Project Related Documents

There are no relevant environmental documents or studies related to the Tilt Cove Dump Pile project except those attached as appendices to this document.

3. APPROVAL OF UNDERTAKING

The following authorizations will be required for the Tilt Cove Dump Pile Undertaking.

Table 2: Permits and Approvals Required for the Tilt Cove Dump Pile Undertaking

Permit, Approval or Authorization	Issuing Agency
Release from Environmental Assessment	Minister of Environment and Conservation
Certificate of Approval for Operation of a Mine ¹	Dept. Natural Resources (Mineral Lands)

Notes:

1 The Certificate of Approval for Operation of a Mine requires the submission by Rambler of a Development Plan, a Closure Plan and Financial Security to be posted.

4. SCHEDULE

Extraction and processing of the Dump Pile is scheduled to begin as soon as approval is received by Rambler and weather permits. Excavating operations could commence in June or July 2011 and it is expected to take eight weeks to 12 weeks to complete. These dates are tentative and dependant on weather conditions and availability of personnel and equipment.

Reclamation would begin as soon as excavating is complete (July or August, 2011) and should take one to two weeks.

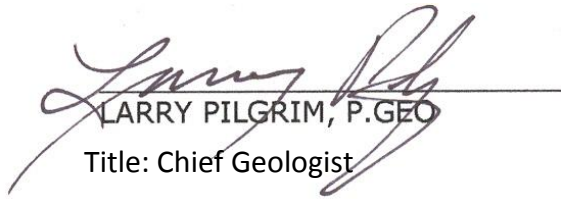
5. FUNDING

Rambler will wholly finance the proposed Undertaking. There is no requirement for a loan or grant from any government agency.

6. SUBMISSION

February 9, 2011

Date



LARRY PILGRIM, P.GEO
Title: Chief Geologist

Appendix A

19 January, 2011

Rambler Negotiates Terms to Process Gold from Surface Material at the East Mine Deposit, Tilt Cove

London, England & Baie Verte, Newfoundland and Labrador – Rambler Metals and Mining plc (TSXV: RAB, AIM: RMM) ('Rambler' or the 'Company') is pleased to announce it has successfully negotiated terms with Metals Creek Resources Corp. (TSX-V: MEK) ('Metals Creek') to process surface material remaining at the East Mine Dump, Tilt Cove; Newfoundland and Labrador, Canada. The agreement will be such that Metals Creek will be paid a Net Smelter Return ("NSR").

HIGHLIGHTS

- Historic resource estimate between 50,000 to 80,000 tonnes of unconsolidated material grading from 2 to 4 g/t gold.
- The East Dump material will be trucked and processed at the Company's Nugget Pond hydrometallurgical gold plant 23 kilometers from Tilt Cove.
- Early metallurgical test results indicate a gold recovery of 96% after 24 hours leach residence time.
- Minimal operational costs with material already crushed and ready for transportation.
- Proceeding with government approval with anticipated start date of Q2 2011.

George Ogilvie, President and CEO commented:

"The processing of the East Mine Dump Pile from the historic mining camp represents a good opportunity for Rambler to generate some early revenue prior to bringing the Ming Mine into production in 2H 2011. It also highlights just one of many opportunities that exist within the Baie Verte Peninsula that the Company will be evaluating in order to grow its business."

East Mine Dump Pile – Tilt Cove

The historic Tilt Cove mining camp saw production from 1864 to 1917 and then again from 1957 to 1967. The second phase of mining produced nearly 7.4 million tonnes of high grade copper along with significant gold. With the exception of basic mineral exploration programs the property has lain dormant since its closure in the late 1960's.

The planned work by Rambler will see trucking of the unconsolidated East Mine stockpile 23 kilometres to the company's hydrometallurgical facility. The East Mine Dump Pile is considered to be the original regolith representing the surface expression of Tilt Cove's East Mine deposit. Recent assays from the stockpile reported 2 to 4 g/t gold while subsequent leachability test work proved the gold leach extraction to be 96 % over a 24 hour period. Further, a 600 tonne sample of the material was processed at the Company's Nugget Pond Facility in November 2010 allowing for further test work and reagent optimization to be completed.

Once the project is officially registered and approved by the provincial authorities, Rambler is anticipating a start date late in Q2 2011 just after mining and processing the Nugget Pond Crown Pillar.

All resource estimates are historic in nature and non NI43-101 compliant. As such the economic viability of the proposed operation has not been determined; these estimates should not be relied upon in any way.

For further information, please contact:

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Larry Pilgrim, P.Geo. is the Qualified Person responsible for the technical content of this release and has reviewed and approved it accordingly. Mr. Pilgrim is an independent consultant contracted by Rambler Metals and Mining plc.

A qualified person has not done sufficient work to classify the historical estimate as current mineral resources, the issuer is not treating the historical estimate as current mineral resources and the historical estimate should not be relied upon in any way. Subsequently the economic viability of this proposed operation has not been determined.

All tonnes reported are dry metric tonnes.

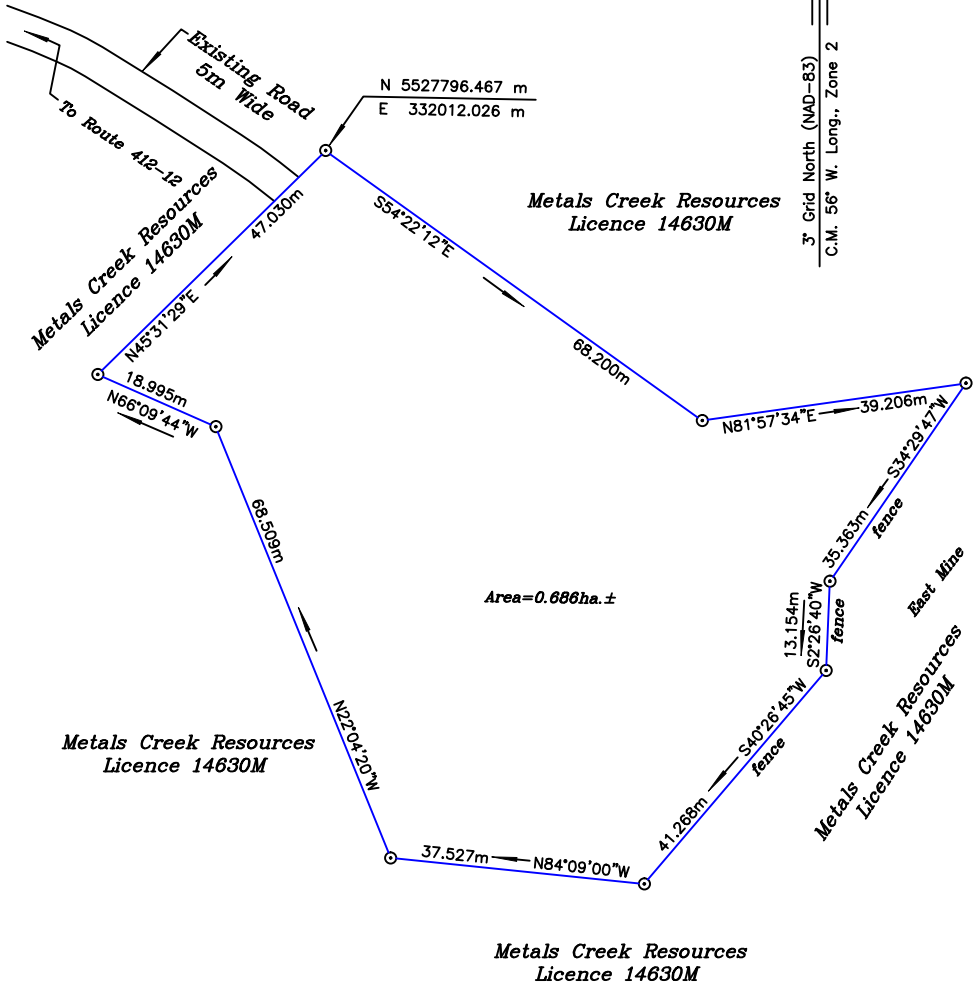
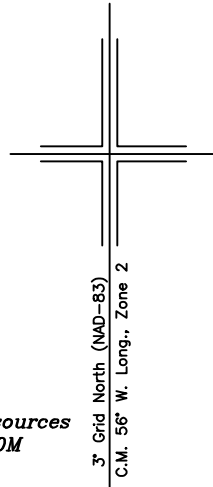
Neither TSX Venture Exchange nor its Regulation Service Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.

Forward Looking Statement:

Some of the statements contained herein may be forward-looking statement, which involve known and unknown risks and uncertainties. Without limitation, statements regarding future plans and objectives of the Company are forward looking statements that involve various degrees of risk. It is important to note that the Company's actual results could differ materially from those in such forward-looking statements.

Appendix B

SCHEDULE "B"



REFERENCE MONUMENTS:

Mon. No. 92G1082	Mon. No. 92G1081
N 5527708.970 m	N 5527557.411 m
E 331685.510 m	E 331165.332 m
SF=0.999901	SF=0.999906

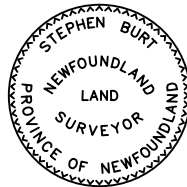
LEGEND:

- - Iron Bar
- ⊙ - Capped Iron Bar
- Fd. - Found
- - Pole

NOTE: ALL DISTANCES ARE GRID DISTANCES.

DATE: JANUARY 10, 2011

MINING LEASE SURVEY
FOR METALS CREEK RESOURCES
A PORTION OF LICENCE 14630M
TILT COVE, NL



SCALE : 1 : 750

Not to scale