

# SECURITIES AND EXCHANGE COMMISSION

## FORM 6-K

Current report of foreign issuer pursuant to Rules 13a-16 and 15d-16 Amendments

Filing Date: **2004-02-12** | Period of Report: **2003-02-28**

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### FILER

#### **DONNER MINERALS LTD**

CIK: **949068** | IRS No.: **000000000** | Fiscal Year End: **0228**

Type: **6-K** | Act: **34** | File No.: **000-26566**

SIC: **1000** Metal mining

#### Mailing Address

605 ROBSON STREET STE  
1360  
VANCOUVER BC CANADA A1  
V6B5J3

#### Business Address

1300 605 ROBSON ST  
VANCOUVER BC A1

FORM 6-A  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
Report of Foreign Issuer  
Pursuant to Rule 13a-16 or 13d-16  
of the Securities Exchange Act of 1934  
Donner Minerals Ltd.  
(Translation of registrant's name into English)  
Suite 1360, 605 Robson Street, Vancouver, BC Canada V6B 5J3  
(Address of principal executive officer)  
Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.  
Form 20-F

Indicate by check mark whether the registrant has furnished the information contained in this Form in also thereby furnishing the information to the Commission pursuant to Rule 13d-2(b) under the Securities Exchange Act of 1934.

Yes  No   
If "No" is marked, indicate below the SEC filing number assigned to the registrant in connection with Rule 13d-2(b) of the

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, who is duly authorized.  
Donner Minerals Ltd.  
Registrant

SIGNATURES

Dated: February 11, 2004 By: Harvey Keats  
Title: Chief Executive Officer

FORM 53-001F  
SECURITIES ACT

MATERIAL CHANGE REPORT UNDER SECTION 85(1) OF THE ACT  
Reporting Issuer

Item 1. DONNER MINERALS LTD.  
1360 - 605 Robson Street  
Vancouver, BC V6B 5J3

Date of Material Change  
February 11, 2004

Item 2. News release dated February 11, 2004 was issued in Vancouver, BC and disseminated through CCN Matthews.

Item 3. The Issuer announces that the \$2,000,000 private placement announced on February 9, 2004 has been increased to \$3,000,000. These funds will be raised by the Issuer issuing a total of 18,750,000 units at a price of \$0.16 per unit. Each unit is comprised of one common share and one non-transferable share purchase warrant entitling the holder to purchase one additional common share of the Issuer at a price of \$0.20 for two years. A portion of the units will be flow through units.

Item 4. The Issuer announces that the \$2,000,000 private placement announced on February 9, 2004 has been increased to \$3,000,000. These funds will be raised by the Issuer issuing a total of 18,750,000 units at a price of \$0.16 per unit. Each unit is comprised of one common share and one non-transferable share purchase warrant entitling the holder to purchase one additional common share of the Issuer at a price of \$0.20 for two years. A portion of the units will be flow through units.

Item 5. Funder's fees may be payable in cash, shares or warrants, with respect to certain private placement subscribers and in accordance with the policies of the TSX Venture Exchange. The private placement is subject to the approval of the TSX Venture Exchange.

Item 6. If the report is being filed on a confidential basis in reliance on Section 85(2) of the Act, state the reasons for such reliance.

Item 7. N/A

Item 8. N/A

Item 9. HARVEY KEATS  
PRESIDENT Telephone: (604) 683-0564

Statement of Senior Officer  
The foregoing accurately discloses the material change referred to herein.

DATED at Vancouver, British Columbia, this 11<sup>th</sup> day of February, 2004.

DONNER MINERALS LTD.

Per:  
Harvey Keats  
Harvey Keats,  
President