



Johnstone & Company
Barristers & Solicitors
 Experience, dedication, integrity

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PLEASE REPLY TO: VIVIAN LOUIE, LAW CLERK
 Direct Line: (416) 860-7150 Ext.254
 Direct Email: jcolaw@jcolaw.com

April 9, 2003

VIA TELECOPIER ONLY

Fax: (604) 899-6550
British Columbia Securities Commission
 12th Floor, Pacific Centre, 701 West Georgia St.
 Vancouver, B.C. V7Y 1L2
Attention: Insider Reports

Fax: (416) 593-3666
Ontario Securities Commission
 19th Floor, 20 Queen Street West
 Toronto, Ontario M5H 3S8
Attention: Insider Reports

Fax: (403) 297-6156
Alberta Securities Commission
 4th Floor, 300 - 5th Avenue S.W.
 Calgary, Alberta
 T2P 3C4
Attention: Insider Reports



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PROCESSED

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THOMSON
FINANCIAL

Dear Sirs/Mesdames:

RE: Outlook Resources Inc. ("Outlook")
File No. 1006

Enclosed please find a copy of an Insider Report for **WILLIAM R. JOHNSTONE** dated April 9, 2003.

Yours very truly,

JOHNSTONE & COMPANY

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dlw 4/21

Per: Vivian Louie
 Law Clerk

Encl.

cc: United States Securities and Exchange Commission - 12g3-2(b) (Exemption No. 82-4163)

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Tel: 416 860 7150
 Email: jcolaw@jcolaw.com
 Fax: 416 860 9843
 Web: www.jcolaw.com
 Address: 390 Bay St. #1515, Toronto, ON M5H 2Y2

INSIDER REPORT

(See instructions on the back of this report)

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

OUTLOOK RESOURCES INC.

BOX 2. INSIDER DATA

RELATIONSHIPS TO REPORTING ISSUER
 4 5 _____ DAY MONTH YEAR
 10 2 2003

DATE OF LAST REPORT FILED OR IF INITIAL REPORT, DATE ON WHICH YOU BECAME AN INSIDER
 _____ DAY MONTH YEAR

CHANGE IN RELATIONSHIP FROM LAST REPORT
 YES NO

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

FAMILY NAME OR CORPORATE NAME
JOHNSTONE

GIVEN NAMES
WILLIAM R.

STREET
88 DIVADALE DRIVE

CITY
TORONTO

PROV.
ONTARIO

POSTAL CODE
M4G 2P2

BUSINESS TELEPHONE NUMBER
416-860-7150

BUSINESS FAX NUMBER
416-860-9843

CHANGE IN NAME, ADDRESS OR TELEPHONE NUMBER FROM LAST REPORT
 YES NO

BOX 4. JURISDICTIONS WHERE THE ISSUER IS A REPORTING ISSUER OR THE EQUIVALENT

ALBERTA ONTARIO

BRITISH COLUMBIA QUEBEC

MANITOBA SASKATCHEWAN

NEWFOUNDLAND

NOVA SCOTIA

OTHERS U.S.S.E.C. - Exemption No. 82-4163

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

A		B		C		D		E		F	
DATE	NATURE	NUMBER/VALUE ACQUIRED	NUMBER/VALUE DISPOSED OF	UNIT PRICE/ EXERCISED PRICE	\$US	PRESENT BALANCE OF CLASS OF SECURITIES HELD	DIRECT/INDIRECT OWNERSHIP/CONTROL OR DIRECTION	IDENTIFY THE REGISTERED HOLDER WHERE OWNERSHIP IS INDIRECT OR WHERE CONTROL OR DIRECTION IS EXERCISED	OWNERSHIP/CONTROL OR DIRECTION	OWNERSHIP IS INDIRECT OR WHERE CONTROL OR DIRECTION IS EXERCISED	OWNERSHIP IS INDIRECT OR WHERE CONTROL OR DIRECTION IS EXERCISED
2 4 2003	16	100,000		\$0.10		355,000	1	See Remark 1	1	See Remark 1	
						51,646	2	See Remark 2	2	See Remark 2	
						20,000	2	See Remark 3			
						300,000	1		1	See Remark 1	
						100,000	1		1	See Remark 1	

BOX 6. REMARKS

- On April 2, 2003, the undersigned acquired 100,000 units of Outlook Resources Inc. priced at \$0.10 per unit with each unit consisting of one (1) common share and one (1) share purchase warrant with each warrant entitling the holder to acquire a common share at \$0.10 until April 2, 2005.
- 51,646 common shares are held by Merlin Capital Corp. of which the undersigned is the sole shareholder.
- 20,000 common shares are held by Poplar Properties Inc. in which the undersigned has a 50% interest.

ATTACHMENT YES NO

This form is used as a uniform report for the insider reporting requirements under all provincial securities Acts. The terminology used is generic to accommodate the various Acts.

CORRESPONDENCE ENGLISH FRENCH

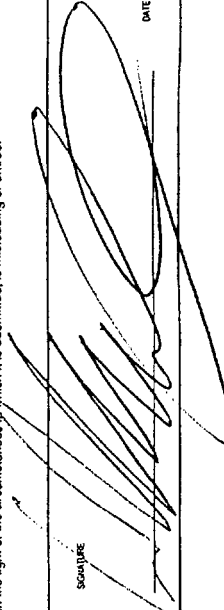
KEEP A COPY FOR YOUR FILE

The undersigned certifies that the information given in this report is true and complete in every respect. It is an offence to submit information that, in a material respect and at the time and in the light of the circumstances in which it is submitted, is misleading or untrue.

BOX 7. SIGNATURE

NAME (BLOCK LETTERS)
WILLIAM R. JOHNSTONE

SIGNATURE



DATE OF THE REPORT

DAY MONTH YEAR
9 4 2003

William R. Johnstone No. 82-4163