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UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

Table with OMB APPROVAL, OMB Number: 3235-0076, Expires: May 31, 2005, Estimated average burden hours per response... 1

FORM D

NOTICE OF SALE OF SECURITIES PURSUANT TO REGULATION D, SECTION 4(6), AND/OR UNIFORM LIMITED OFFERING EXEMPTION

Table with SEC USE ONLY, Prefix, Serial, DATE RECEIVED

PROCESSED MAY 06 2003

Name of Offering ([] check if this is an amendment and name has changed, and indicate change.) Private Placement of Units



Filing Under (Check box(es) that apply): [] Rule 504 [] Rule 505 [x] Rule 506 [] Section 4(6) [] ULOE

Type of Filing: [x] New Filing [] Amendment

A. BASIC IDENTIFICATION DATA

1. Enter the information requested about the issuer

Name of Issuer ([] check if this is an amendment and name has changed, and indicate change.) MAG Silver Corp. (formerly Mega Capital Investments Inc.)

Address of Executive Offices (Number and Street, City, State, Zip Code) Telephone Number (Including Area Code) Suite 800, 409 Granville Street, Vancouver, British Columbia Canada V6C 1T2 (604) 630-1399

Address of Principal Business Operations (Number and Street, City, State, Zip Code) Telephone Number (Including Area Code) (if different from Executive Offices)

Brief Description of Business: Mineral exploration

Type of Business Organization

A. BASIC IDENTIFICATION DATA

2. Enter the information requested for the following:

- Each promoter of the issuer, if the issuer has been organized within the past five years;
- Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer;
- Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and
- Each general and managing partner of partnership issuers.

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Full Name (Last name first, if individual) Young, George Spencer

Business or Residence Address (Number and Street, City, State, Zip Code) Suite 800, 409 Granville Street, Vancouver, British Columbia Canada V6C 1T2

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Full Name (Last name first, if individual) Pearce, David Gregory Sandford

Business or Residence Address (Number and Street, City, State, Zip Code) 3310 Mathers Avenue, West Vancouver, British Columbia Canada, V7V 2K5

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Full Name (Last name first, if individual) Dennie, Gregory David Howard

Business or Residence Address (Number and Street, City, State, Zip Code) Suite #22, 1209 Alpha Lake Road, Whistler, British Columbia, Canada, V0N 1B1

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Full Name (Last name first, if individual) Jones, Richard Michael

Business or Residence Address (Number and Street, City, State, Zip Code) Suite 800, 409 Granville Street, Vancouver, British Columbia Canada V6C 1T2

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Full Name (Last name first, if individual) Carlson, Eric Harald

Business or Residence Address (Number and Street, City, State, Zip Code) Suite 500, 1111 Melville Street, Vancouver, British Columbia Canada V6E 2X5

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Full Name (Last name first, if individual) Prudent Bear Fund

Business or Residence Address (Number and Street, City, State, Zip Code) Suite 300, 8140 Walnut Hill Lane, Dallas, Texas, U.S.A. 75231

Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or Managing Partner

Full Name (Last name first, if individual)

Business or Residence Address (Number and Street, City, State, Zip Code)

(Use blank sheet, or copy and use additional copies of this sheet, as necessary.)

B. INFORMATION ABOUT OFFERING

1. Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering?..... Yes No

Answer also in Appendix, Column 2, if filing under ULOE.

2. What is the minimum investment that will be accepted from any individual?..... \$ n/a

3. Does the offering permit joint ownership of a single unit?..... Yes No

4. Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only.

Full Name (Last name first, if individual) Global Resource Investments Ltd.

Business or Residence Address (Number and Street, City, State, Zip Code) 7770 El Camino Real, Carlsbad, CA 92009-8506

Name of Associated Broker or Dealer N/A

States in Which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States) [] All States

[AL]	[AK]	[AZ]	[AR]	[CA] ✓	[CO]	[CT]	[DE]	[DC]	[FL]	[GA]	[HI]	[ID]
[IL]	[IN]	[IA]	[KS]	[KY]	[LA]	[ME]	[MD]	[MA]	[MI]	[MN]	[MS]	[MO]
[MT]	[NE]	[NV]	[NH]	[NJ]	[NM]	[NY]	[NC]	[ND]	[OH]	[OK]	[OR]	[PA]
[RI]	[SC]	[SD]	[TN]	[TX] ✓	[UT]	[VT]	[VA]	[WA]	[WV]	[WI]	[WY]	[PR]

Full Name (Last name first, if individual) N/A

Business or Residence Address (Number and Street, City, State, Zip Code)

Name of Associated Broker or Dealer

States in Which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States) [] All States

[AL]	[AK]	[AZ]	[AR]	[CA]	[CO]	[CT]	[DE]	[DC]	[FL]	[GA]	[HI]	[ID]
[IL]	[IN]	[IA]	[KS]	[KY]	[LA]	[ME]	[MD]	[MA]	[MI]	[MN]	[MS]	[MO]
[MT]	[NE]	[NV]	[NH]	[NJ]	[NM]	[NY]	[NC]	[ND]	[OH]	[OK]	[OR]	[PA]
[RI]	[SC]	[SD]	[TN]	[TX]	[UT]	[VT]	[VA]	[WA]	[WV]	[WI]	[WY]	[PR]

Full Name (Last name first, if individual)

Business or Residence Address (Number and Street, City, State, Zip Code)

Name of Associated Broker or Dealer

States in Which Person Listed Has Solicited or Intends to Solicit Purchasers

(Check "All States" or check individual States) [] All States

[AL]	[AK]	[AZ]	[AR]	[CA]	[CO]	[CT]	[DE]	[DC]	[FL]	[GA]	[HI]	[ID]
[IL]	[IN]	[IA]	[KS]	[KY]	[LA]	[ME]	[MD]	[MA]	[MI]	[MN]	[MS]	[MO]
[MT]	[NE]	[NV]	[NH]	[NJ]	[NM]	[NY]	[NC]	[ND]	[OH]	[OK]	[OR]	[PA]
[RI]	[SC]	[SD]	[TN]	[TX]	[UT]	[VT]	[VA]	[WA]	[WV]	[WI]	[WY]	[PR]

(Use blank sheet, or copy and use additional copies of this sheet, as necessary.)

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

1. Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if answer is "none" or "zero." If the transaction is an exchange offering, check this box " " and indicate in the columns below the amounts of the securities offered for exchange and already exchanged.

Type of Security	Aggregate	Amount Already
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	Offering Price	Sold
Debt	\$ _____	\$ _____
Equity	\$ _____	\$ _____
Units.....		
[] Common [] Preferred		
Convertible Securities (including warrants)	\$ _____	\$ _____
Partnership Interests	\$ _____	\$ _____
Other (Units - See Exhibit "A").	<u>\$3,910,000</u>	<u>\$3,910,000</u>
Total	<u>\$3,910,000</u>	<u>\$3,910,000</u>

Answer also in Appendix, Column 3, if filing under ULOE.

2. Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."

	Number Investors	Aggregate Dollar Amount of Purchases
Accredited Investors	<u>3</u>	<u>\$1,054,000</u>
Non-accredited Investors		<u>\$ _____</u>
Total (for filings under Rule 504 only)		<u>\$ _____</u>

Answer also in Appendix, Column 4, if filing under ULOE.

3. If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C-Question 1.

Type of offering	Type of Security	Dollar Amount Sold
Rule 505	_____	\$ <u>zero</u>
<u>Regulation A</u>	_____	\$ <u>zero</u>
Rule 504	_____	\$ <u>zero</u>
Total	_____	\$ <u>zero</u>

4. a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.

Transfer Agent's Fees	[<input checked="" type="checkbox"/>] <u>\$560</u>
Printing and Engraving Costs	[<input checked="" type="checkbox"/>] <u>\$1,200</u>
Legal Fees	[<input checked="" type="checkbox"/>] <u>\$110,000</u>

Accounting Fees	<input checked="" type="checkbox"/>] \$16,000
Engineering Fees	<input checked="" type="checkbox"/>] \$16,000
Sales Commissions (specify finders' fees separately)	<input checked="" type="checkbox"/>] \$315,000
Other Expenses (identify) Stock exchange fees	<input checked="" type="checkbox"/>] \$13,000
Total	<input checked="" type="checkbox"/>] \$471,760

b. Enter the difference between the aggregate offering price given in response to Part C - Question 1 and total expenses furnished in response to Part C - Question 4. a. \$3,438,240
This difference is the "adjusted gross proceeds to the issuer."

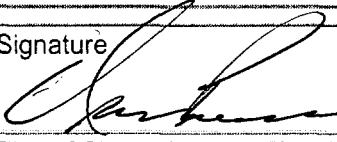
5. Indicate below the amount of the adjusted gross proceeds to the issuer used or proposed to be used for each of the purposes shown. If the amount for any purpose is not known, furnish an estimate and check the box to the left of the estimate. The total of the payments listed must equal the adjusted gross proceeds to the issuer set forth in response to Part C - Question 4. b above.

	Payments to Officers, Directors, & Affiliates	Payments To Others
Salaries and fees	<input checked="" type="checkbox"/>] \$ 81,600	<input type="checkbox"/>] \$ zero
Purchase of real estate	<input type="checkbox"/>] \$ zero	<input type="checkbox"/>] \$ zero
Purchase, rental or leasing and installation of machinery and equipment	<input type="checkbox"/>] \$ zero	<input type="checkbox"/>] \$ zero
Construction or leasing of plant buildings and facilities.....	<input type="checkbox"/>] \$ zero	<input type="checkbox"/>] \$ zero
Acquisition of other businesses (including the value of securities involved in this offering that may be used in exchange for the assets or securities of another issuer pursuant to a merger)	<input type="checkbox"/>] \$ zero	<input type="checkbox"/>] \$ zero
Repayment of indebtedness	<input type="checkbox"/>] \$ zero	<input type="checkbox"/>] \$ zero
Working capital	<input type="checkbox"/>] \$ zero	<input checked="" type="checkbox"/>] \$ 1,150,000
Other (specify): <u>Property payments and exploration</u>	<input type="checkbox"/>] \$ zero	<input checked="" type="checkbox"/>] \$2,206,640
_____	<input type="checkbox"/>] \$ _____	<input type="checkbox"/>] \$ _____
_____	<input type="checkbox"/>] \$ _____	<input type="checkbox"/>] \$ _____
Column Totals	<input checked="" type="checkbox"/>] \$ 81,600	<input checked="" type="checkbox"/>] \$3,356,640
Total Payments Listed (column totals added)	<input checked="" type="checkbox"/>] \$3,438,240	

All amounts herein are expressed in U.S. dollars. The U.S. dollar amounts have been calculated at an exchange rate of CDN\$0.68 = US\$1.00.

D. FEDERAL SIGNATURE

The issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the following signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission, upon written request of its staff, the information furnished by the issuer to any non-accredited investor pursuant to paragraph (b)(2) of Rule 502.

Issuer (Print or Type)	Signature	Date
MAG SILVER CORP.		29 April, 2003
Name of Signer (Print or Type)	Title of Signer (Print or Type)	
David Pearce	Secretary	

ATTENTION

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)

Exhibit "A"

MAG Silver Corp. sold 11,500,000 Units in the offering at the price of CDN\$0.50 per Unit. Each Unit was comprised of one common share in the capital of MAG Silver Corp. and one-half of one non-transferable share purchase Warrant. Each whole Warrant entitles the holder to purchase one additional common share in the capital of MAG Silver Corp. at the price of CDN \$0.75 per share until April 15, 2005.

Of these Units, 1,100,000 Units were purchased by residents of California and 2,000,000 Units were purchased by residents of Texas, having a total value of approximately US\$1,054,000.

The offering was effected in the U.S. pursuant to Regulation D and outside of the U.S. pursuant to Regulation S.