

[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *					2	2. Issuer Name and Ticker or Trading Symbol								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
MFC BANCORP LTD						TRIMAINE HOLDINGS INC [TRMH]								Directo	or	_	_ X 10%	Owner
(Last)	(First)		(Middle)		3	. Dat	e of Earl	liest Tra	nsa	action (ΜМ	/DD/Y	YYYY)	Officer below)	(give title l	pelow) _	Other	(specify
FLOOR 21, MILLENIUM TOWER, HANDELSKAI 94-96						10/20/2004												
10 ((21,)11.)	(Street)						mendmo	ent, Date	e C	Original	Fil	ed		6. Individu Applicable Li		nt/Group l	Filing (Ch	eck
A-1200 VIEN (City)	(State)		(Zip)					1/6/	/20	000						Reporting Pe han One Rep		n
		Tab	ole I - No	n-De	riv	ativ	e Securi	ties Acq	ιui	ired, Di	spo	sed	of, or E	Seneficially	Owned			
1.Title of Security (Instr. 3)					. Tra	ans.	2A. Deemed Execution Date, if any	3. Trans. Code (Instr. 8)		4. Securi Acquired Disposed (Instr. 3,	(A) of ((D)		nt of Securitie g Reported Tr and 4)				7. Nature of Indirect Beneficial Ownership (Instr. 4)
								Code	v	Amount	or (D)	Price	,				(1) (Ilisti: 4)	
common stock, par v	alue \$0.01 p	er shar	e											7533	008		I	By New Image Investment Company Limited
common stock, par v	alue \$0.01 p	er shar	e											5115	900		I	By New Image Investment Company Limited
Preferred Stock													60000			I	By New Image Investment Company Limited	
Tal	ole II - De	rivati	ive Secur	ities	Ве	enefi	cially O	wned (2.g.	. , puts	, ca	lls, v	varrant	ts, options,	convert	ible secur	rities)	
1. Title of Derivate Security Conversion or Exercise Date Execution Code			. 8)	5. Nur Deriv Secur Acqui Dispo	mber of ative	6. Date Exercisable and Expiration Date				Title a curitie erivati	and Amou es Underly ve Securit and 4)	nt of ring		9. Number	10. Ownership Form of Derivative	Beneficial Ownership (Instr. 4)		
				Code	П		(D)	Date Exercisab		Expiration Date	1 Ti		mount or N	Number of		Transaction (s) (Instr. 4)	4)	

Explanation of Responses:

The intra-corporate group share transfers of the common stock and preferred stock of the Issuer from MFC Bancorp Ltd. ("MFC"),

Sutton Park International Limited ("Sutton Park") and CVD Financial Corporation ("CVD") to New Image Investment Company Limited ("New Image") was a reorganization of MFC's direct and indirect holdings of the Issuer into MFC's subsidiary, New Image. These trnasfers were made pursuant to the Share Purchase Agreement dated October 20, 2004 between MFC and New Image, the Share Purchase Agreement dated October 20, 2004 between Sutton Park and New Image, and the Share Purchase Agreement dated October 20, 2004 between CVD and New Image, in which the shares in the common stock and preferred stock of the Issuer were transferred to New Image.

Reporting Owners

Paparting Owner Name / Address	Relationships								
Reporting Owner Name / Address	Director	10% Owner	Officer	Other					
MFC BANCORP LTD									
FLOOR 21, MILLENIUM TOWER									
		X							
HANDELSKAI 94-96									
A-1200 VIENNA, C4									

Signatures

/s/ Michael J. Smith

** Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.