

# **YEAR END INFORMATION DISCLOSURE**

**December 31, 2013**

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## **Amarium Technologies, Inc.** (A Nevada Corporation)

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**TRADING SYMBOL: AMMG**

**CUSIP NUMBER: 02311N 109**

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### **ISSUER'S EQUITY SECURITIES:**

**Common Stock, \$0.001 par value**

**Issued and Outstanding Common Shares as of December 31, 2013: 498,778,578**

### **TRANSFER AGENT:**

Signature Stock Transfer, Inc.  
2632 Coachlight Ct.  
Plano, TX, 75093  
972-612-4120  
[SignatureStock@aol.com](mailto:SignatureStock@aol.com)

# **AMARIUM TECHNOLOGIES, INC.**

**December 31, 2013**

## **Information required for compliance with the provisions of the OTC Markets, Inc., OTC Pink Disclosure Guidelines (Version 1.0 1/03/13)**

Because we want to provide more meaningful and useful information, this Disclosure Statement contains certain “forward-looking statements” (as such term is defined in Section 21E of the Securities Exchange Act of 1934, as amended). These statements reflect our current expectations regarding our possible future results of operations, performance, and achievements. These forward-looking statements are made pursuant to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995, regulation of the Securities and Exchange Commission, and common law.

Wherever possible, we have tried to identify these forward-looking statements by using words such as “anticipate,” “believe,” “estimate,” “expect,” “plan,” “intend,” and similar expressions. These statements reflect our current beliefs and are based on information currently available to us. Accordingly, these statements are subject to certain risks, uncertainties, and contingencies, which could cause our actual results, performance, or achievements to differ materially from those expressed in, or implied by, such statements. These risks, uncertainties and contingencies include, without limitation, the factors set forth under “Item 4. Management's Discussion and Analysis or Plan of Operation.” We have no obligation to update or revise any such forward-looking statements that may be made to reflect events or circumstances after the date of this Disclosure Statement.

### **Item 1.        The exact name of the Issuer and its predecessors (if any).**

The Company was originally incorporated in the State of Nevada on April 6, 2000 as eXmailit.com to engage in the business of providing Internet-based email-to-mail printing and delivery services.

On November 25, 2003, we acquired all of the issued and outstanding capital stock of Cirond Networks Inc., a Nevada corporation (“CNI”), in exchange for 17,000,000 shares of our common stock. As a result of this share exchange, the parent company of CNI owned approximately 51.2% of our issued and outstanding shares and CNI became our wholly-owned subsidiary. We changed our name to Cirond Corporation as of October 14, 2003. CNI was founded in March 2001 to develop technologies designed to enhance the performance and security of wireless networking technologies.

On August 31, 2006 the Company’s shareholders approved an amendment to the registrant's Articles of Incorporation to change its name to Amarium Technologies, Inc. In connection with the new name, the registrant has changed its trading symbol to AMMG and its CUSIP number to 02311N109 to be effective at the open of market August 31, 2006. The Company now does business as Amarium Minerals Inc.

Other than listed above, the corporation has used no other names in the past five years.

**Item 2. Address of the Issuer's Principal Executive Offices**

**Company Headquarters:**

5940 S. Rainbow Blvd  
LAS VEGAS, NV 89118

Tel: 800.983.0814  
Fax: 800.291.6802

**IR Contact:**

Email: [info@amariumminerals.com](mailto:info@amariumminerals.com)  
Investor Relations Email: [ir@amariumminerals.com](mailto:ir@amariumminerals.com)

**Item 3. Security Information (as of December 31, 2013).**

Trading Symbol: AMMG  
Exact Title and Class of Securities Outstanding: Common Stock  
CUSIP: 02311N 109  
Par or Stated Value: \$0.001  
Total Shares Authorized: 600,000,000 & 25,000,000  
Total Shares Outstanding: 498,778,578

**Transfer Agent:**

Signature Stock Transfer, Inc.  
2632 Coachlight Ct.  
Plano, TX, 75093  
972-612-4120  
[SignatureStock@aol.com](mailto:SignatureStock@aol.com)

Is the Transfer Agent registered under the Exchange Act: Yes ☒ No ☐

List any restrictions on the transfer of securities: Other than 42,667,721 shares of its common stock that are free-trading, all the other 456,110,857 shares are restricted and subject to Rule 144.

Describe any trading suspension orders issued by the SEC in the past 12 months: **None**

#### **Item 4. Issuance History**

There were issuances totaling 42,300,000 shares for the last year of 2012 and to the present March 31, 2013. On December 31, 2010 the number of shares outstanding was 456,478,578, on December 31, 2011 the number of shares outstanding was also 456,478,578, on December 2012 the number of shares outstanding was 498,778,578 and on December 31, 2013 the total number of shares outstanding remained the same at 498,778,578 while the number of authorized shares outstanding of 500,000,000 was increased by 100,000,000 to now have authorized shares of 600,000,000.

**Issuances subsequent to December 31, 2013:** On February 4, 2014: 44.5 million shares were issued at \$0.001 and on March 18, 2014 28.5 million shares were issued at \$0.001. Total shares issued and outstanding on March 31, 2014 were 571,778,578.

#### **Item 5. Financial Statements**

The financial statements for the Year Ending December 31, 2013, are being filed with OTC Markets, Inc. contemporaneously herewith, as Annual Reports for the respective fiscal Year.

#### **Item 6. Describe the Issuer's Business, Products and Services.**

##### **A. Description of the Issuer's Business Operations:**

We were originally incorporated in the State of Nevada on April 6, 2000 to engage in the business of providing Internet-based email-to-mail printing and delivery services.

##### **CURRENT DEVELOPMENTS:**

As a result of the significant challenges facing the Company in the technology business, management has been in the process of winding-down its involvement in the technology sector over the past several years. At this time, the Company has acted on a decision to transition its operations and focus its business efforts exclusively in the mining sector. The Company plans to utilize its extensive business contacts to facilitate its launch and expansion as a mining entity. Recently the Company has signed a Non-Disclosure and Non-Circumvention Agreement regarding a copper property in the mineral rich region of Michoacán Mexico.

On May 22, 2013 the Company Amarium signed a Definitive Agreement ("Agreement") with Minerales Consolidados S.A. de C.V. (MCSA) to purchase the Jovita Mine and a 40 ton per day (tpd) copper mill. The Jovita Mine is a producing copper concentrate mine operating in Michoacán, a well-known base metals mining region in Mexico.

Under the terms of the Agreement, Amarium will acquire 100% ownership of the Jovita Mine for aggregate expenditures of USD \$6.1 Million over the next 3 years. Expenditures include a payment of USD \$2.5 Million and 1 million shares of Amarium to MCSA, within 30 days. Additional payments of 1 million shares will also be issued to MCSA, in 12 months and 24 months. Amarium will also be required to spend USD \$3 million in exploration activities on the property over the next 36 months. MCSA is transitioning the management and operation of the Jovita Mine to Amarium over the next 60 days.

**Item 6: CURRENT DEVELOPMENTS cont'd:**

The Jovita Mine encompasses a 250 hectare mineral concession and production facility located in the Mexican state of Michoacán. The Jovita property covers a total of 250 hectares and is located in the municipality of Vialla Madero, Michoacán and 150 meters east of the town "La Carpinteria". Coordinates (UTM) 02, 56,719 East and 21, 32,971 North, and only 47 km from the city of Morelia Michoacán. The main access to the property is from highway number 14 that comes from Morelia, Michoacán going to Patzcuaro, Michoacán.

The current mill operation allows for ore to be processed onsite into copper concentrate for shipment to foreign buyers. Michoacán is a historic mining region in Western Mexico with a large deep-sea port located along the Pacific coastline that is well situated for transport and the supply of Western US, Asian and other Pacific Rim markets.

On August 21, 2013, the Company has acquired the San Pedro Copper Mine and Flotation Mill in Michoacán, Mexico, from Minera Rio Cobre SA de CV. The San Pedro Mine, located in southwestern Michoacán, is a past producer with a 20 ton-per-day (tpd) flotation mill currently on the property. The San Pedro acquisition is a cash and shares purchase transaction totaling \$3 million USD consisting of \$2.5 million USD and \$500,000 paid in stock by issuing 2 million common shares valued @ \$0.25.

At full capacity, San Pedro currently processes approximately 600 tons of ore per month, producing an average of over 25,000 lbs. of copper. Amarium is committed to expand the production capacity of the San Pedro mill to 100 tons per day, as part of the acquisition terms. The Company's first acquisition, the Jovita Mine in Michoacán, Mexico, is currently producing copper at 40 tpd with a flotation mill located on the property. Additionally, the expansion plans for the Jovita mill are to increase production to 500 tpd. Therefore, after expansions, the Jovita and San Pedro mills would have a total production capacity of 600 tpd.

On September 5, 2013 the Company has executed a Copper Stream Sale Agreement ("Agreement") with Anglo-Asia Resource Partners ("Anglo-Asia") for US\$8.75 million. Under the terms of the Agreement, Anglo-Asia is entitled to 18% of the copper concentrate produced at the Jovita Mill operating in Michoacán, Mexico. Amarium will allocate the sale proceeds from the Agreement to complete the financial obligations outstanding from the Jovita Mine acquisition and the remaining funds will be expended on upgrades and expansion of the existing flotation mill and facilities.

The Agreement entitles Anglo-Asia, a private Hong Kong partnership that is focused on procuring precious and base metals for the Asian market, to 18% of the monthly production at the Jovita Mill. Anglo-Asia will make an initial payment of US\$8.75 million to Amarium and on-going payments of US\$0.75 per pound of copper produced. If the spot price of copper was to decline below US\$2.50 per pound, Anglo-Asia's on-going payment obligations would be reduced to US\$0.50 per pound of copper. Additional terms of the Agreement will be released at a later date.

**Item 6: CURRENT DEVELOPMENTS cont'd:**

On September 9, 201, Amarium received a \$4.5 Million Payment from Anglo-Asia Resource Partners representing the first installment of payments in their previously announced Copper Stream Agreement. Anglo-Asia is a private Hong Kong based partnership that is focused on procuring precious and base metals for the Asian market. Previously on June 5<sup>th</sup>, 2013, Amarium entered into a Copper Stream Agreement with Anglo-Asia, for an initial payment of US\$8.75 million. A second installment of USD\$4.25 million is expected to be completed later this fall, as the expansion project at the Jovita mill continues to progress. Under the terms of the Copper Stream Agreement, Anglo-Asia is entitled to 18% of the monthly production at Jovita, but is also required to make ongoing payments of \$0.75 per pound of copper.

On September 26, 2013, Amarium Completes High-Grade Copper Ore Purchase Agreement with Minera Cobre SA de CV to purchase 50,000 tonnes of high-grade ore over the next 24 months. The purchased ore is to have an average grade in excess of 2.1% copper per tonne and is to be used as feedstock for both the Jovita Mill and the San Pedro Mill, located in Michoacán, Mexico, while the Company conducts advanced exploration activities at the Jovita property. The Minera agreement enables the Company to satiate our production requirements to our partner, Anglo-Asia, and continue to increase the asset base for our shareholders through earnings and the expansion of our mineral resource. In facilitating this initiative, Amarium has been able to complete this agreement with Minera at terms that fix of our production costs over the next 24 months. The agreement calls for the delivery of approximately 2,000 tonnes of high-grade ore to be delivered by Minera Cobre monthly.

Company is currently ahead of Copper production targets at the Jovita Mill in Michoacán, Mexico. The primary factors cited for the higher than anticipated production were increased operational efficiency from recent implementations and higher than expected ore grades. Production results will be reflected in the Company's next quarterly report for the period ending September 30. The Company also announced that it is conducting an initial assessment to upgrade the existing 20 ton-per-day San Pedro Mill, also located in Michoacán.

Company's first shipment of copper production to Anglo Asia Resource Partners is currently in transit. The initial copper shipment of 65,000 pounds to its destination in China begins the fulfillment of the copper stream sales agreement the Company entered into with Anglo Asia on June 5, 2013. Anglo Asia Resource Partners is a private Hong Kong partnership that is focused on procuring precious and base metals for the Asian market's manufacturing and industrial supply chain.

Additional copper shipments are now scheduled to the Asian market, due to increased sales orders from Anglo-Asia Resource Partners. Amarium is currently organizing shipping and production schedules at both the Jovita and San Pedro Mine facilities to ensure the Company successfully fulfills the new sales orders. Anglo-Asia Resource Partners is a private Hong Kong partnership that is focused on procuring precious and base metals for the Asian market's manufacturing and industrial supply chain.

**Item 6: CURRENT DEVELOPMENTS cont'd:**

Net Earnings for the 3<sup>rd</sup> quarter ending September 30, 2013, of \$392,034, the Company's first earnings report to include revenues from the producing La Jovita and San Pedro Copper Mines in Michoacán, Mexico. Amarium reported total production revenues from both sites of US\$784,035 during the period.

The Company is nearing completion of a gold and silver property acquisition. The target property is located in Mexico with significant surrounding infrastructure already in place and has historical production.

Upgrades have been approved to the mill at the San Pedro Copper Mine in Michoacán, Mexico. The flotation mill at the San Pedro Mine currently has a capacity of 20 tons per day (tpd), but after upgrades the mill will have a capacity of 200 tpd and will be expandable to 500 tpd. Amarium management stated that the upgrades to San Pedro are to begin immediately.

**Subsequent Events to December 31, 2013**

January 22, 2014: The Mill Expansion Programs for both the Jovita Mine and San Pedro Mine are progressing on schedule, and have met all of their aggressive milestones to date. In August, Amarium announced it had initiated an expansion program at the Jovita Mine, to expand production from the current 40 tons per day (tpd) to 500 tpd. Subsequently in December, the Company announced approval for upgrades to the San Pedro Mill that will bring production from 20 tpd to 200 tpd.

January 29, 2014: Net earnings in the 4th quarter ending December 31, 2013, of \$578,004 over the 3rd quarter results of \$392,034, representing a 47% increase in net revenue from Q3 to Q4.

February 20, 2014: The Company has initiated an exploration program at the Company's San Pedro Copper Mine in Michoacán, Mexico. The San Pedro Mine is currently undergoing an expansion project of the existing flotation mill now running at 20 tons per day that will be increased to 200 tons per day. The exploration program will involve extensive rock sampling and trenching throughout the southern portion of the property. The cost of the program is expected to come in on budget at US\$500,000 and will be completed within the next 90 days.

February 26, 2014: The Company now completed upgrades to its site along with additions to the excavating, crushing and milling equipment at the Jovita Mine that have allowed daily production to increase by 300%. The existing daily throughput of 40 tons per day will now be operated at a capacity of 120 tons per day. The Jovita mine will test operate at 120 tons per day for the next 45 days, while production variances will be measured to ensure that consistent processing and a minimum grade of 3% for recoverable copper ore are maintained.

**DESCRIPTION OF PROPERTY.**

Our principal offices are located at 5940 S. Rainbow Blvd Las Vegas, NV 89118  
Tel: 800.983.0814 Fax: 800.291.6802

**B. Date and State (or jurisdiction) of Incorporation:**

Reference is made to Item 1, above

**C. The Issuer's Primary and Secondary SIC Codes:**

1021 – Copper Mining & 1000 – Metal Mining

**D. The Issuer's Fiscal Year End Date:**

The Issuer's fiscal year end is December 31.

**E. Principal products or services, and their markets;**

Reference is made to Item 6

**Item 7. Describe the Issuer's Facilities**

A, as above at top of the page.

Rented office space with reception and call answering at:  
5940 S. Rainbow Blvd  
Las Vegas, NV 89118

Tel: 800.983.0814

Fax: 800.291.6802

**Item 8. Officers, Directors and Control Persons**

**A. Officers and Directors and Control Persons. Provide the full names, business addresses, employment histories (for the past 5 years), positions held, responsibilities and employment dates, board memberships, other affiliations, compensation and number of securities (specify each class) beneficially owned by each person as of May 29, 2013.**

**Executive Officers**

<b><u>Name</u></b> <sup>(1)</sup>	<b><u>Position</u></b>	<b><u>Other Affiliations</u></b>	<b><u>Common Shares</u></b>
Adam Carter	President/Secretary/Director	None	-0-
Alberto Navarro	Treasurer/Director	None	-0-

## **Item 8. Officers, Directors and Control Persons cont'd**

### **Directors**

<b><u>Other</u></b>	<b><u>Common</u></b>			
<b><u>Name</u></b> <sup>(1)</sup>		<b><u>Position</u></b>	<b><u>Other</u></b>	<b><u>Shares</u></b>
Adam Carter		Director	None	-0-
Alberto Navarro		Director	None	-0-
Sebastian Cervantes Cuevas		Director	None	-0-

#### **Adam Carter. President, Secretary and Director**

Based originally in Southern Australia, Mr. Carter has acquired more than 9 years' experience in the field of industrial equipment sales, leasing and supply as an agent servicing primarily the mining sector. Mr. Carter has consequently developed many contacts and business relationships worldwide and has also acted as a consultant facilitating the completion of various mining transactions during this time. Prior to his current focus, Mr. Carter began his involvement in the mining industry and spent more than 6 years working as a contracted staker, prospector and ground work specialist. In addition, Mr. Carter has been an active investor in primarily mining and resource-based companies around the world.

#### **Alberto Navarro. Treasurer and Director**

Over the past 7 years, Mr. Navarro has been a contractor in the South American mining industry specializing as a project planner and logistics coordinator. Through his travels and working relationships in this role, Mr. Navarro has gained an intimate knowledge of all aspects of the mining business from exploration to production. Previous to his mining industry experience, Mr. Navarro began his career in Central Chile as an operations research consultant and project planner within the forestry and construction industries for more than 6 years. Additionally, Mr. Navarro's responsibilities in this role included accounting and administrative support in the generation of IAS/GAAP compliant financial reports.

#### **Sebastian Cervantes Cuevas, Director**

has previously been engaged with numerous European and South American mining companies over the past 20 years and specializes in managing base metals exploration programs.

### **Control Person (shareholders holding more than 10% of any class)**

<b><u>Name</u></b>	<b><u>Shares</u></b>	<b><u>Class</u></b>	<b><u>Percentage Ownership</u></b>
INDUSTRIAS CALISSIO SUR SA RIO RHIN 22 201 COL CUAHUTEMOC MEXICO DF MEXICO Colosio Sembrano, Beneficial Owner	450,000,000	A – Common	90.22%

(1) **The business address is:** same as above

**B. Legal/Disciplinary History. Please identify whether any of the foregoing persons have in the last five years, been the subject of:**

**1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);**

None of the foregoing persons have been the subject of a conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding.

**2. The entry of an order, judgment, or decree not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such a person's involvement in any type of business, securities, commodities, or banking activities;**

None of the foregoing persons have been the subject of any order, judgment, or decree, that permanently or temporarily enjoined, barred, suspended or otherwise limited such a person's involvement in any type of business, securities, commodities, or banking activities

**3. A finding or judgment by a court of competent jurisdiction (in a civil action), the SEC, the CFTC, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated;**

None of the foregoing persons have been the subject of any finding or judgment by a court of competent jurisdiction (in a civil action), the SEC, the CFTC, or a state securities regulator of a violation of federal or state securities or commodities law.

**4. The entry of an order by a self-regulatory organization that permanently or temporarily barred suspended or otherwise limited such person's involvement in any type of business or securities activities.**

None of the foregoing persons have been the subject of any order by a self-regulatory organization that permanently or temporarily barred, suspended or otherwise limited such person's involvement in any type of business or securities activities.

**C. Beneficial Shareholders.**

**To the extent not otherwise disclosed in response to the foregoing, provide a list of the names, addresses and shareholdings of all persons holding more than ten percent (10%) of any class of the issuer's equity securities.**

**SEE PART A, ITEM 8, ABOVE.**

If any of the beneficial shareholders are corporate shareholders, provide the name and address of person(s) owning or controlling such corporate shareholders and the resident agents of the corporate shareholders. SEE PART A, ITEM 8, ABOVE.

**Item 9. Please provide the name, address, telephone number, and email address of each of the following outside providers that advise the issuer on matters relating to operations, business development and disclosure:**

**Legal Counsel;**

Law Offices of James R. J. Scheltema, LLC  
James R.J. Scheltema  
5042 Durham Road  
West Columbia, MD 21044  
Tel: (850) 723-7496  
Email: [jscheltema@gmail.com](mailto:jscheltema@gmail.com)

**Accountant or Auditor:**

Financial Statements have been prepared by the Company's Management

**Investor Relations Consultant:**

None

**Other Advisor: Any other advisor(s) that assisted, advised, prepared or provided information with respect to this disclosure documentation.**

None

## **Schedule of Exhibits**

<b><u>Exhibit No.</u></b>	<b><u>Description of Exhibit</u></b>
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5.1	Reference is made to Financial Statements of Amarium Technologies, Inc. for the Year ending December 31, 2013 filed with OTC Markets, Inc. as an Annual Report for the period ended December 31, 2013.
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### **Item 10. Issuer Certification**

I, Adam Carter, President of Amarium Technologies Inc., hereby certify that:

1.) I have reviewed the Initial Information Disclosure of Amarium Technologies Inc. for the annual period ended December 31, 2013.

2. ) Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements made, not misleading with respect to the period covered by this disclosure statement; and

3. ) Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the Issuer as, and for, the periods presented in this Issuer's Quarterly Disclosure Statement.

Date: March 31, 2014

/s/ Adam Carter

Adam Carter, President