**OTC Pink Basic Disclosure Guidelines**

**1) Name of the issuer and its predecessors (if any)**

In answering this item, please also provide any names used by predecessor entities in the past five years and the dates of the name changes.

GREEN AND HILL INDUSTRIES, INC.

| Formerly | Date changed |
|---|---|
| Bluewave Group Inc. | August 6, 2013 |
| Cape Cod Aquaculture Corp. | March 17, 2010 |

**2) Address of the issuer's principal executive offices**

Company Headquarters
Address 1: 102A-1075 Bay Street
Address 2: Suite 254
Address 3: Toronto, ON, Canada M5S 2B2
Phone: 647-478-3603
Email: ir@rossgold.com
Website(s): http://www.rossgold.com

IR Contact
Address 1: 102A-1075 Bay Street
Address 2: Suite 254
Address 3: Toronto, ON, Canada M5S 2B2
Phone: 647-478-3603
Email: ir@rossgold.com
Website(s): http://www.rossgold.com

**3) Security Information**

Trading Symbol: GHIL
Exact title and class of securities outstanding: COMMON
CUSIP: 39260U106
Par or Stated Value: $0.001
Total shares authorized: 475,000,000 as of: March 2, 2015
Total shares outstanding: 101,139,797 as of: March 2, 2015

At March 2, 2015, there are a total 373,860,203 common shares that could be issued. Each holder of Common Stock is entitled to one vote for each share held of record on each matter submitted to vote to stockholders, including election of directors. Stockholders do not have any right to cumulate votes on the election of directors. Each holder of Common Stock is entitled to share ratably in distributions to stockholders and to receive ratably such dividends as may be declared by the Board of Directors out of funds legally available therefore. In the event of our liquidation, dissolution or winding up, the holders of Common Stock will be entitled to receive, after payment of all of our debts and liabilities and of all sums to which holders of any outstanding preferred stock, if any, may be entitled, the distribution of any of our remaining assets. Holders of our Common Stock have no conversion, exchange, sinking fund, redemption or appraisal rights (other than such as may be determined by the Board of Directors in its sole discretion) and have no preemptive rights to subscribe for any of our securities. There are no provisions in our Articles of Incorporation or By-Laws that would delay, defer or prevent a change of control of the Company.

Additional class of securities (if necessary):
Trading Symbol: None
Exact title and class of securities outstanding: PREFERRED – SERIES A
CUSIP: None

Par or Stated Value: $0.001
Total shares authorized: 14,000,000 as of: March 2, 2015
Total shares outstanding: 2,000 * as of: March 2, 2015

Each preferred shareholder is entitled to 100,000 votes for each share of Preferred Stock of record on each matter submitted to vote to stockholders, including election of directors. The shares of Preferred Stock are with respect to dividend rights and rights of liquidation, dissolution and winding-up, rank senior to all other classes or series of equity securities of the Company. The Preferred Stock are convertible into one hundred thousand (100,000) shares of the Company's Common Stock for every one (1) share of Preferred Stock.

* Pursuant to the Merger Agreement, the existing Series A Preferred Stock will be retired to Treasury and canceled. As of March 2, 2015 this is currently in process.

Trading Symbol: None
Exact title and class of securities outstanding: PREFERRED – SERIES B
CUSIP: None
Par or Stated Value: $0.001
Total shares authorized: 11,000,000 as of: March 2, 2015
Total shares outstanding: 0 as of: March 2, 2015

Shares of restricted Series B Preferred may only be issued in exchange on a 1:1 basis to existing shareholders of Rebagliati Gold Enterprises, Inc. Each Series B preferred shareholder is entitled to receive dividends (on an as-if-converted-to-Common-Stock basis) when, as and if declared by the Board of Directors, in the Board's sole discretion. Series B preferred shareholders shall not have voting rights for any election or other vote placed before the stockholders of the Company. Each share of Series B Preferred shall be convertible into the Company's Common Stock at par value $0.001 per share after February 28, 2015 or the initial holding period of 12 months.

Transfer Agent
Name: Island Stock Transfer
Address 1: 15500 Roosevelt Boulevard
Address 2: Suite 301
Address 3: Clearwater, FL 33760
Phone: 727-289-0010
Fax: 727-289-0069
Is the Transfer Agent registered under the Exchange Act?* Yes: ☒ No: ☐

*To be included in the OTC Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

List any restrictions on the transfer of security:

None

Describe any trading suspension orders issued by the SEC in the past 12 months.

None

List any stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization either currently anticipated or that occurred within the past 12 months:

On July 16, 2013, a Majority of the voting shareholders and the Board of Directors authorized a one to seven hundred and fifty (1:750) reverse stock split, name change to Green and Hill Industries, Inc., and symbol change, which was approved by FINRA and made effective on August 6, 2013. Further, new symbol, GHIL, was assigned and thereafter made effective on September 3, 2013.

On March 3, 2014, a Merger Agreement was entered into between our Company and Rebagliati Gold Enterprises, Inc. whereby Rebagliati Gold Enterprises would acquire 70% of the outstanding common shares of the Green and Hill Industries, Inc., and as a result, become the surviving Company.

**4) Issuance History**

List below any events, in chronological order, that resulted in changes in total shares outstanding by the issuer in the past two fiscal years and any interim period. The list shall include all offerings of equity securities, including debt convertible into equity securities, whether private or public, and all shares or any other securities or options to acquire such securities issued for services, describing (1) the securities, (2) the persons or entities to whom such securities were issued and (3) the services provided by such persons or entities. The list shall indicate:

A. The nature of each offering (e.g., Securities Act Rule 504, intrastate, etc.);

On October 11, 2013, the Company converted $25,950 of convertible notes payable and issued common stock at par into 25,950,000 shares of common stock of the Company.

During the Quarter ended October 31, 2013 and pursuant to their respective employment agreements with the Company, on September 8, 2013, 60,000,000 shares of common stock of the Company were issued to Lorne L. Green for compensation for his past and futures duties, responsibilities and services as CEO, and 15,000,000 shares of common stock were issued to Melanie Green as compensation for her past and continued administrative duties. Both of these employment agreements carry a three-year term.

Pursuant to the Merger Agreement entered into on March 3, 2014, Rebagliati Gold Enterprises, Inc. will acquire 70% of the common shares of Green and Hill Industries, Inc. becoming the surviving Company. Lorne L. Green, with the assistance of Melanie Green, will reassign 70,797,449 common shares to the Management of Rebagliati Gold Enterprises, Inc. The shares will be divided between Ross Rebagliati and Patrick Smyth. 49,805,015 shares of common stock will be transferred to Ross Rebagliati, CEO of Rebagliati Gold Enterprises, Inc. 20,992,434 shares of common stock will be transferred to Patrick Smyth, President and CFO of Rebagliati Gold Enterprises, Inc. As well, a new class of Series B Preferred shares has been created and will be issued to the existing shareholders of Rebagliati Gold Enterprises, Inc. The new class of preferred shares will be categorized as Series B Preferred Stock and will be restricted for one year. Each Series B Preferred Stock can be converted into one share of common stock only after February 28, 2015. The existing outstanding Series A Preferred Stock will be retired to Treasury and canceled. This is in process.

On March 6, 2014, a private placement of common stock was subscribed for 50,000 common shares at a purchase price of $0.50 per share or $25,000 in the aggregate. The subscription of shares is in reliance upon Regulation S of the Securities Act of 1933 to one non US person in an offshore transaction, as those terms are therein defined. As of March 2, 2015, the Company has received the advance of $25,000 but the common stock has not been issued yet.

On March 15, 2014, a private placement of common stock was subscribed for 50,000 common shares at a purchase price of $0.50 per share or $25,000 in the aggregate. The subscription of shares is in reliance upon Regulation S of the Securities Act of 1933 to one non US person in an offshore transaction, as those terms are therein defined. As of March 2, 2015, the Company has received the advance of $25,000 but the common stock has not been issued yet.

On April 15, 2014, a private placement of common stock with warrant was issued for $100,000. The offering consists of units (“Units”) at $1.00 per Unit. Each Unit will consist of one common share in the capital of the Issuer and one warrant. Each warrant shall entitle the holder thereof to purchase an additional share at $2.50 within 2 years of the closing of this transaction and an additional half share at $4.00 within 4 years. As of March 2, 2015, the Company has received the advance of $200,000 for the private placement but the common stock has not been issued yet.

B. Any jurisdictions where the offering was registered or qualified;

N/A

C. The number of shares offered;

N/A

D. The number of shares sold;

N/A

E. The price at which the shares were offered, and the amount actually paid to the issuer;

N/A

F. The trading status of the shares; and

N/A

G. Whether the certificates or other documents that evidence the shares contain a legend (1) stating that the shares have not been registered under the Securities Act and (2) setting forth or referring to the restrictions on transferability and sale of the shares under the Securities Act.

Both the shares issued to Melanie Green and Lorne L. Green contain a restrictive legend upon them setting forth restrictions on transferability and sale of the shares under the Securities Act, nor have these shares been registered under the Act.

The shares to be transferred to Ross Rebagliati and Patrick Smyth bear any legend as required by the "blue sky" and contain a restrictive legend; these shares have not been registered under the Securities Act. Under the Merger Agreement, both Ross Rebagliati and Patrick Smyth must keep their shares in certificate form and refrain from selling, reassigning, or pledging their shares for 12 months.

The new class of preferred shares to be categorized as Series B Preferred Stock will be restricted for one year. Each Series B Preferred Stock can be converted into one share of common stock only after February 28, 2015.

**5) Financial Statements (FOR THE SIX MONTHS ENDED OCTOBER 31, 2014)**

Provide the financial statements described below for the most recent fiscal year end or quarter end to maintain qualification for the OTC Pink Current Information tier. For the initial disclosure statement (qualifying for Current Information for the first time) please provide reports for the two previous fiscal years and any interim periods.

A. Balance sheet;
B. Statement of income;
C. Statement of cash flows;
D. Financial notes; and
E. Audit letter, if audited

The financial statements requested pursuant to this item shall be prepared in accordance with US GAAP by persons with sufficient financial skills.

You may either (i) attach/append the financial statements to this disclosure statement or (ii) post such financial statements through the OTC Disclosure & News Service as a separate report using the appropriate report name for the applicable period end. ("Annual Report," "Quarterly Report" or "Interim Report").

If you choose to publish the financial reports separately as described in part (ii) above, you must state in the accompanying disclosure statement that such financial statements are incorporated by reference. You may reference the document(s) containing the required financial statements by indicating the document name, period end date, and the date that it was posted to otciq.com in the field below.

**SEE THE ATTACHED OCTOBER 31, 2014 QUARTERLY REPORT**

Information contained in a Financial Report is considered current until the due date for the subsequent Financial Report. To remain in the OTC Pink Current Information tier, a company must post its Annual Report within 90 days from its fiscal year-end date and Quarterly Reports within 45 days of its fiscal quarter-end date.

**6) Describe the Issuer's Business, Products and Services**

Describe the issuer's business so a potential investor can clearly understand the company. In answering this item, please include the following:

A. a description of the issuer's business operations;

Prior to the Merger with Rebagliati Gold Enterprises, Inc., the Company operated in the oil and gas sector. The Company focused on two aspects of the business; as a pipeline distributor, as well as Oil & Gas equipment service provider.

Since the Merger Agreement, the Company survives as Rebagliati Gold Enterprises, Inc. operating under the name Ross' Gold™. Rebagliati Gold Enterprises Ltd. was incorporated in October 2011. With changes announced in the way that Health Canada was going to deal with medical marijuana made public in December 2012, the Company decided to enter the medical marijuana industry in January 2013 under the name Ross' Gold™ using the celebrity of Olympic Gold winner Ross Rebagliati as a springboard into the industry.

Ross' Gold is poised to be the first super premium BRANDED medical marijuana, launched in tandem with the Canadian government's changes in legislation. Think about it: Advil, Tylenol, Grey Goose etc- brands are all around us, and provide the consumer with confidence. The Company is positioning Ross' Gold to shift, and ultimately dominate the pain management market that is about to erupt with legitimized medicinal cannabis.

Ross' Gold plans to partner with medical cannabis growers providing them with an established brand headed by Olympic Gold winner Ross Rebagliati and intends to distribute medical marijuana through partnerships with government approved licensed producers through online retail channels. Ross has been featured and continues to be featured in the media, on television, and print including USA Today, High Times, NBC, CBC, CNN, Yahoo Sports, Die Welt, CTV, The Toronto Star, The Denver Times, Sports Illustrated, The Pique, Leafly.com, Whistler Question, NORML, Huffington Post, The Daily Telegraph, and more.

On July 15, 2014 the Company entered into an agreement with West Coast Gifts, an established (23 years in business/11 years in Canada) manufacturer and distributor of cannabis related retail items in Canada. West Coast is the exclusive manufacturer and distributor of the following nationally recognized brands of smoking accessories and vaporizers including Red Eye Glass®, GEAR®, Red Eye Tek™, LIT Glass™, iRie™, Retro Glass™, Vapor Daddy™ and Deluxe Daddy™ Vaporizers, GoodFellas™ Wood Tobacco Pipes, HOOTS™ Clips, and Bug Clips™.

Ross' Gold granted West Coast Gifts an exclusive license to manufacture, sell, or otherwise distribute the RG brand of glass smoking products and vaporizers in Canada under a licensing agreement whereby Ross' Gold will see a percentage of wholesale gross profit which is defined as total sales revenue less total cost of goods sold. Products contained in the agreement include all glass smoking products, including water pipes, bubblers, hand pipes, water pipe parts & accessories, and concentrate parts & accessories, as well as vaporizers. Ross' Gold glass water pipes will include a certificate of authenticity signed by Ross Rebagliati.

B. Date and State (or Jurisdiction) of Incorporation:

Date Incorporated: January 30, 2008
State of Incorporation: Nevada

C. the issuer's primary and secondary SIC Codes;

2092

D. the issuer's fiscal year end date;

April 30

E. principal products or services, and their markets;

The Company operates under the name Ross' Gold™ and plans to license its established international brand with the celebrity of Olympic Gold Medal winner Ross Rebagliati through partnerships and distribution with government approved licensed producers in Canada for medical cannabis strains with specific THC/CBD levels for prescribed ailments. The Company also has a line of retail clothing, a manufacturing deal with a major Canadian wholesaler of cannabis related retail products and is currently under a development contract with a major Canadian production company for a television series titled Ross' Gold.

**7) Describe the Issuer's Facilities**

The goal of this section is to provide a potential investor with a clear understanding of all assets, properties or facilities owned, used or leased by the issuer.

In responding to this item, please clearly describe the assets, properties or facilities of the issuer, give the location of the principal plants and other property of the issuer and describe the condition of the properties. If the issuer does not have complete ownership or control of the property (for example, if others also own the property or if there is a mortgage on the property), describe the limitations on the ownership.

If the issuer leases any assets, properties or facilities, clearly describe them as above and the terms of their leases.

The Company's principal corporate office are leased and are located at Suite 254, 102A-1075 Bay Street, Toronto, Ontario, Canada M5S 2B2. The space includes office facilities, meeting rooms, reception area and is on a monthly rental basis. The cost fluctuates due to the services used and is generally $50.00 per month. This space is adequate for its current operations and does not anticipate any expansion or leasehold improvements.

The Company has a secondary office at 2746 Cheakamus Way, Whistler BC. The space includes office facilities and a storage area and is on a monthly rental basis. The cost is $2000.00 per month. This space is adequate for its current operations and does not anticipate any expansion or leasehold improvements.

**8) Officers, Directors, and Control Persons**

The goal of this section is to provide an investor with a clear understanding of the identity of all the persons or entities that are involved in managing, controlling or advising the operations, business development and disclosure of the issuer, as well as the identity of any significant shareholders.

A. Names of Officers, Directors, and Control Persons. In responding to this item, please provide the names of each of the issuer's executive officers, directors, general partners and control persons (control persons are beneficial owners of more than five percent (5%) of any class of the issuer's equity securities), as of the date of this information statement.

| Name and Position | Shares of Common Stock | Percentage of Class (Common) | Shares of Preferred Stock | Percentage of Class (Preferred) |
|---|---|---|---|---|
| Ross Rebagliati, CEO and Director | 0 | 0% | 0 | 0% |
| Patrick Smyth, President, CFO, Treasurer and Director | 0 | 0% | 0 | 0% |
| Lorne L. Green, Secretary and Director | 60,029,465 | 59.35% | 2,000* | 100%* |
| Melanie Green, Assistant to Lorne L. Green | 15,000,000 | 14.83% | 0 | 0% |

Footnotes: Melanie and Lorne L. Green are husband and wife.

* Pursuant to the Merger Agreement, the existing Series A Preferred Stock will be retired to Treasury and canceled.

Pursuant to the Merger Agreement dated March 3, 2014, Rebagliati Gold Enterprises, Inc. will acquire 70% of the common shares of Green and Hill Industries, Inc. becoming the surviving Company. Lorne L. Green, with the assistance of Melanie Green, will reassign 70,797,449 common shares to the Management of Rebagliati Gold Enterprises, Inc. The shares will be divided between Ross Rebagliati and Patrick Smyth. As of March 2, 2015, the Share Transfer Agreement has been agreed and signed by all parties but the common shares have not been reassigned as yet. This is in process.

Therefore the holdings after the reassignment are as follows:

| Name and Position | Shares of Common Stock | Percentage of Class (Common) | Shares of Preferred Stock | Percentage of Class (Preferred) |
|---|---|---|---|---|
| Ross Rebagliati, CEO and Director | 49,805,015 | 49.24% | 0 | 0% |
| Patrick Smyth, President, CFO, Treasurer and Director | 20,992,434 | 20.76% | 0 | 0% |
| Lorne L. Green, Secretary and Director | 0 | 0% | 0 | 0% |
| Melanie Green, Assistant to Lorne L. Green | 4,232,016 | 4.18% | 0 | 0% |

Footnotes: Melanie and Lorne L. Green are husband and wife.

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

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 person's involvement in any type of business, securities, commodities, or banking activities;

   None

3. A finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, 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; or

   None

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

C. Beneficial Shareholders. Provide a list of the name, address and shareholdings or the percentage of shares owned by all persons beneficially owning more than ten percent (10%) of any class of the issuer's equity securities. If any of the beneficial shareholders are corporate shareholders, provide the name and address of the person(s) owning or controlling such corporate shareholders and the resident agents of the corporate shareholders.

Currently, the following shareholders beneficially own more than 10 percent (10%) of any equity securities:

| Name and Position | Shares of Common Stock | Percentage of Class (Common) | Shares of Preferred Stock | Percentage of Class (Preferred) |
|---|---|---|---|---|
| Lorne L. Green, Secretary and Director | 60,029,465 | 59.35% | 2,000* | 100%* |
| Melanie Green, Assistant to Lorne L. Green | 15,000,000 | 14.83% | 0 | 0% |

Footnotes: Melanie and Lorne L. Green are husband and wife.

* Pursuant to the Merger Agreement, the existing Series A Preferred Stock will be retired to Treasury and canceled

Pursuant to the Merger Agreement dated March 3, 2014, Rebagliati Gold Enterprises, Inc. will acquire 70% of the common shares of Green and Hill Industries, Inc. becoming the surviving Company. Lorne L. Green, with the assistance of Melanie Green, will reassign 70,797,449 common shares to the Management of Rebagliati Gold Enterprises, Inc. The shares will be divided between Ross Rebagliati and Patrick Smyth. As of March 2, 2015, the Share Transfer Agreement has been agreed and signed by all parties but the common shares have not been reassigned as yet. This is in process.

Therefore after the reassignment the beneficial holdings will be as follows:

| Name and Position | Shares of Common Stock | Percentage of Class (Common) | Shares of Preferred Stock | Percentage of Class (Preferred) |
|---|---|---|---|---|
| Ross Rebagliati, CEO and Director | 49,805,015 | 49.24% | 0 | 0% |
| Patrick Smyth, President, CFO, Treasurer and Director | 20,992,434 | 20.76% | 0 | 0% |
| Lorne L. Green, Secretary and Director | 0 | 0% | 0 | 0% |
| Melanie Green, Assistant to Lorne L. Green | 4,232,016 | 4.18% | 0 | 0% |

Footnotes: Melanie and Lorne L. Green are husband and wife.

**9) Third Party Providers**

Please provide the name, address, telephone number, and email address of each of the following outside providers that advise your company on matters relating to operations, business development and disclosure:

Legal Counsel
Name: None
Firm: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

Accountant or Auditor
Name: Jueane Thiessen
Firm: _____
Address 1: 21 Mallord Street
Address 2: London, UK SW3 6AL
Phone: _____
Email: jueane@gmail.com

Investor Relations Consultant
Name: None
Firm: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

Other Advisor: Any other advisor(s) that assisted, advised, prepared or provided information with respect to this disclosure statement.
Name: None
Firm: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

**10) Issuer Certification**

The issuer shall include certifications by the chief executive officer and chief financial officer of the issuer (or any other persons with different titles, but having the same responsibilities).

The certifications shall follow the format below:

I, ROSS REBAGLIATI, certify that:

1. I have reviewed this October 31, 2014 Quarterly Disclosure Statement of Green and Hill Industries, Inc.;

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 were 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 of, and for, the periods presented in this disclosure statement.

March 2, 2015 [Date]
/s/ ROSS REBAGLIATI [CEO's Signature]
CEO [Title]

I, PATRICK SMYTH, certify that:

1. I have reviewed this October 31, 2014 Quarterly Disclosure Statement of Green and Hill Industries, Inc.;

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 were 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 of, and for, the periods presented in this disclosure statement.

March 2, 2015 [Date]
/s/ PATRICK SMYTH [CFO's Signature]
(Digital Signatures should appear as "/s/ [OFFICER NAME]")

President and CFO [Title]