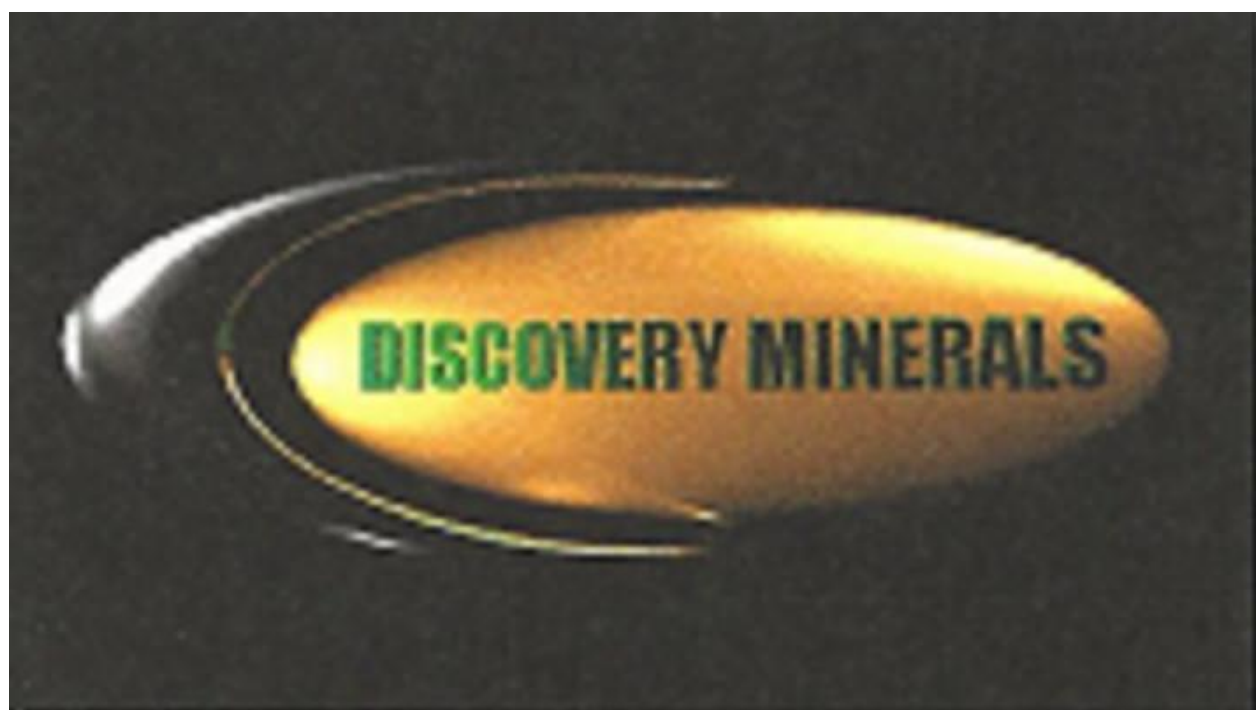


Company Information and Disclosure Statement
Section One: Issuers' Annual Disclosure Obligations for the
For Period Ended September 30, 2014

Discovery Minerals Ltd.
OTCPK: DSCR



OTC Pink Basic Disclosure Guidelines

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

Discovery Minerals LTD. (hereinafter referred to as “we”, “us”, or “our” or “the Issuer”).
Name used by predecessor entities in the past five years: Dhanoa Minerals, Ltd. until 8/2012

2) Address of the issuer's principal executive offices

Company Headquarters

13428 Maxella Avenue, Suite 294
Marina del Rey, California 90292
Phone: 310-961-4654
Email: info@discoveryholdingscorp.com
Website: www.discoveryholdingscorp.com
IR Contact: None

3) Security Information

- Trading Symbol: DSCR
- Common Stock Outstanding: 1,657,217,908 (as of 9/30/2014)
- Restricted Common Stock: 347,871,580 (as of 9/30/2014)
- Preferred Stock Outstanding: 232,752 Preferred C (as of 9/30/2014)
- CUSIP Number: 25470V109
- Par or Stated Value: Common-\$.00001 and Preferred stock-\$.00001
- Total shares authorized:
 - Common – Two Billion Nine Hundred Eighty Six Million Nine Hundred and Ninety Nine Thousand Nine Hundred and Ninety Four shares (2,986,999,994) Shares.
 - Preferred – Thirteen Million and Six (13,000,006) Shares designated to three classes as of 9/30/2014
- Total shares outstanding: 1,657,450,662 as of 9/30/2014

Transfer Agent:

Pacific Stock Transfer Company
4045 South Spencer Street, Suite 403
Las Vegas, NV 89119 Ph: 571-485-9998
Registered Under Exchange Act: Yes
Regulatory Authority: Security Exchange Commission (SEC)

List any restrictions on the transfer of security: None

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

4) Issuance History

On January 13, 2014, 170,000,000 shares were issued to a non affiliated third party as a result of a debt assignment on September 25th, 2013 and subsequent conversion of \$1700 from a convertible promissory note dated January 23rd, 2012. The partial assignment of this debt has a conversion price of \$0.00001. The shares were issued pursuant to the exemption from registration provided by Section 4(1) of the Securities Act of 1933. The shares were not registered or qualified in any jurisdiction. The shares were issued free of restrictive legend as the holding period of Rule 144 had been satisfied.

On February 11, 2014, 50,000,000 shares were issued to a non affiliate third party as a result of a debt assignment on November 25th, 2013 and subsequent conversion of \$500 from a convertible promissory note dated January 23rd, 2012. The partial assignment of this debt has a conversion price of \$0.00001. The shares were issued pursuant to the exemption from registration provided by Section 4(1) of the Securities Act of 1933. The shares were not registered or qualified in any jurisdiction. The shares were issued free of restrictive legend as the holding period of Rule 144 had been satisfied.

On February 24, 2014, 50,000,000 shares were issued to a non affiliate third party as a result of a debt assignment January 16th, 2014 and subsequent conversion of \$500 from a convertible promissory note dated January 23rd, 2012. The partial assignment of this debt has a conversion price of \$0.00001. The shares were issued pursuant to the exemption from registration provided by Section 4(1) of the Securities Act of 1933. The shares were not registered or qualified in any jurisdiction. The shares were issued free of restrictive legend as the holding period of Rule 144 had been satisfied.

On March 10, 2014, 50,000,000 shares were issued to a non affiliate third party as a result of a debt assignment January 15th, 2014 and subsequent conversion of \$500 from a convertible promissory note dated January 23rd, 2012. The partial assignment of this debt has a conversion price of \$0.00001. The shares were issued pursuant to the exemption from registration provided by Section 4(1) of the Securities Act of 1933. The shares were not registered or qualified in any jurisdiction. The shares were issued free of restrictive legend as the holding period of Rule 144 had been satisfied.

On April 17, 2014, 24,500,000 restricted common shares were issued to previous and existing directors for services amounting to \$67,000.

On April 17, 2014, 10,000,000 restricted common shares were issued pursuant to a mining property option agreement amounting to \$16,000.

5) Financial Statements

Discovery Minerals Ltd.

(A Development Stage Company)

BALANCE SHEET

September 30, 2014 and 2013

	September	
	2014	2013
ASSETS		
Current Assets		
Cash	\$ 103	\$ 14,945
Due from related party	1,000	-
TOTAL CURRENT ASSETS	1,103	14,945
TOTAL ASSETS	\$ 1,103	\$ 14,945
LIABILITIES AND STOCKHOLDERS' DEFICIT		
Current Liabilities		
Accounts payable and accrued expenses	\$ 366,373	\$ 207,610
Notes payable	161,970	345,788
Notes payable-related parties	18,914	102,500
TOTAL LIABILITIES	547,257	655,898
Stockholders' Deficit		
Preferred stock, Class A,B,C		
13,000,006 shares authorized, \$.0001 par value, 232,752 Class C shares issued and outstanding at September 30, 2014	23	-
Common stock		
2,986,999,994 shares authorized, \$.00001 par value, 1,657,217,910 shares issued and outstanding at September 30, 2014	19,072	19,759
Additional paid in capital	11,099,337	10,835,905
Deficit accumulated during development stage	(11,664,585)	(11,489,610)
TOTAL STOCKHOLDERS' DEFICIT	(546,154)	(633,946)
TOTAL LIABILITIES AND STOCKHOLDERS' DEFICIT	\$ 1,103	\$ 21,952

See accompanying accountant's compilation report.

Discovery Minerals Ltd.

(A Development Stage Company)

STATEMENTS OF OPERATIONSFor The Years Ended September 30, 2014 and 2013 and For the Period From Inception (July 11, 2005)
to September 30, 2014

	Year Ended September 30,		Inception (July 11, 2005)
	2014	2013	to September 30, 2014
REVENUES	\$ -	\$ -	\$ -
EXPENSES			
Property Investigation	7006	-	17006
Exploration Expense	-	-	381737
Property Option Expense	16,000	-	16,000
Joint Venture Costs	155,573	-	155,573
General and administrative	236,525	586,539	5,359,537
TOTAL OPERATING EXPENSES	415,104	586,539	5,531,110
OTHER INCOME			
Forgiveness of debt	247,785	-	247,785
Loss on abandonment of mining properties	-	(105,366)	(6,300,556)
Litigation settlement, net	-	140,000	140,000
Interest income	-	-	7,526
Interest expense-related parties	(1,613)	(6,215)	(11,748)
Loss on Debt Conversion	-	(25,000)	(84,000)
Interest expense	(6,043)	(18,725)	(62,877)
TOTAL OTHER INCOME (EXPENSES)	240,129	(15,306)	(6,063,870)
NET INCOME (LOSS)	\$ (174,975)	\$ (601,845)	\$ (11,594,980)
EARNINGS PER SHARE	\$ -		
WEIGHTED AVERAGE SHARES OUTSTANDING BASIC AND DILUTED	2,300,329,019		

See accompanying accountant's compilation report.

Discovery Minerals Ltd.

(A Development Stage Company)

STATEMENT OF CHANGES IN STOCKHOLDERS' EQUITY (DEFICIT)

For the Period From Inception (July 11, 2005) to September 30, 2014

	Preferred Stock		Capital Stock		Additional Paid in Capital	Subscription Receivable	Accumulated Deficit	Total
	Shares	Amount	Shares	Amount				
Common stock issued for cash	-	\$ -	47,500,000	\$ 475	\$ 56,525	\$ -	\$ -	\$ 57,000
Stock subscription receivable	-	-	-	-	-	(4,813)	-	(4,813)
Net loss for the period ended Sept. 30, 2005	-	-	-	-	-	-	(4,210)	(4,210)
Balance, September 30, 2005	-	-	47,500,000	475	56,525	(4,813)	(4,210)	47,977
Stock subscription receivable	-	-	-	-	-	4,813	-	4,813
Net loss for the year ended Sept. 30, 2006	-	-	-	-	-	-	(65,396)	(65,396)
Balance, September 30, 2006	-	-	47,500,000	475	56,525	-	(69,606)	(12,606)
Common stock and warrants issued for cash	-	-	8,139,414	81	7,549,916	-	-	7,549,997
Cancelled shares	-	-	(17,330,267)	(173)	173	-	-	-
Common stock and warrants issued for services	-	-	1,207,000	12	738,869	-	-	738,881
Common stock and warrants issued for mining properties	-	-	6,818,181	68	18,477,202	-	-	18,477,270
Net loss for the year ended Sept. 30, 2007	-	-	-	-	-	-	(1,955,516)	(1,955,516)
Balance, September 30, 2007	-	-	46,334,328	463	26,822,685	-	(2,025,122)	24,798,026
Common stock issued for services	-	-	303,000	3	184,827	-	-	184,830
Common stock issued for warrants and cash	-	-	2,570,580	26	454,500	-	-	454,526
Common stock and warrants cancelled for mining properties	-	-	(6,818,181)	(68)	(18,477,202)	-	-	(18,477,270)
Contributed capital	-	-	-	-	20,000	-	-	20,000
Net loss for the year ended Sept. 30, 2008	-	-	-	-	-	-	(7,124,462)	(7,124,462)
Balance, September 30, 2008	-	-	42,389,727	424	9,004,810	-	(9,149,584)	(144,350)
Common stock issued for services	-	-	60,000	-	6,000	-	-	6,000
Net loss for the year ended Sept. 30, 2009	-	-	-	-	-	-	(319,101)	(319,101)
Balance, September 30, 2009	-	-	42,449,727	424	9,010,810	-	(9,468,685)	(457,451)
Common stock issued for services	-	-	600,000	6	59,994	-	-	60,000
Contributed capital	-	-	-	-	58,000	-	-	58,000
Net loss for the year ended Sept. 30, 2010	-	-	-	-	-	-	(365,387)	(365,387)
Balance, September 30, 2010	-	-	43,049,727	430	9,128,804	-	(9,834,072)	(704,838)
Common stock issued for services	-	-	250,000,000	2,500	791,371	-	-	793,871
Contributed capital	-	-	-	-	27,850	-	-	27,850
Net loss for the year ended Sept. 30, 2011	-	-	-	-	-	-	(351,534)	(351,534)
Balance, September 30, 2011	-	-	293,049,727	2,930	9,948,025	-	(10,185,606)	(234,651)
Common stock issued for debt conversion	-	-	21,800,000	218	80,582	-	-	80,800
Common stock issued for services	-	-	8,050,000	81	80,419	-	-	80,500
Net loss for the year ended Sept. 30, 2012	-	-	-	-	-	-	(702,159)	(702,159)
Balance, September 30, 2012	-	-	322,899,727	3,229	10,109,026	-	(10,887,765)	(775,510)
Loss from debt conversion	-	-	-	-	35,000	-	-	35,000
Common stock issued for debt conversion	-	-	1,653,000,000	16,530	691,879	-	-	708,409
Net loss for the year ended Sept. 30, 2013	-	-	-	-	-	-	(601,845)	(601,845)
Balance, September 30, 2013	-	-	1,975,899,727	19,759	10,835,905	-	(11,489,610)	(633,946)
Common stock issued for debt conversion	-	-	670,000,000	9,200	180,799	-	-	189,999
Adjust common stock outstanding	-	-	46,818,181	468	-	-	-	468
Retirement of common stock	-	-	(1,070,000,000)	(10,700)	-	-	-	(10,700)
Common Stock Issued for services	-	-	24,500,000	245	66,755	-	-	67,000
Common stock issued for property option	-	-	10,000,000	100	15,900	-	-	16,000
Adjust for accrued expense converted to Class C	232,752	23	-	-	(23)	-	-	-
Net loss for the year ended Sept. 30, 2014	-	-	-	-	-	-	(174,975)	(174,975)
Balance, September 30, 2014	<u>232,752</u>	<u>\$ 23</u>	<u>1,657,217,908</u>	<u>\$ 19,072</u>	<u>\$ 11,099,336</u>	<u>-</u>	<u>\$ (11,664,585)</u>	<u>\$ (546,154)</u>

See accompanying accountant's compilation report.

Discovery Minerals Ltd.
(A Development Stage Company)
STATEMENTS OF CASH FLOWS

For The Years Ended September 30, 2014 and 2013 and For the Period From Inception (July 11, 2005) to September 30, 2014

	Year Ended September 30,		Inception (July 11, 2005) to
	2014	2013	September 30, 2014
CASH FLOWS FROM OPERATING ACTIVITIES			
Net income (loss) from operation	\$ (174,975)	\$ (601,845)	\$ (11,594,980)
Adjustments to reconcile net income (loss) to net cash used by operating activities:			
Forgiveness of debt	247,785	-	247,785
Litigation Settlement	-	(140,000)	-
Loss on abandonment of mining properties	-	105,366	6,300,556
Loss on debt conversion	-	25,000	84,000
Contribution of services for stock	468	468	1,984,550
(Increase) decrease in:			
Due from related party	1,000	-	1,000
Increase (decrease) in:			
Accounts payable and accrued expenses	(108,641)	(572,748)	547,257
Deposits payable	-	-	2,500
NET CASH PROVIDED (USED) BY OPERATING ACTIVITIES	(284,616)	(1,174,594)	(11,048,723)
CASH FLOWS FROM INVESTING ACTIVITIES			
Purchase of property, plant and equipment	-	-	(7,006)
NET CASH USED BY INVESTING ACTIVITIES	7,006	442,994	-
CASH FLOWS FROM FINANCING ACTIVITIES			
Increase (decrease) in notes payable	262,768	743,409	180,884
Proceeds from sale of stock	-	-	8,097,853
Contribution of capital	-	-	105,850
NET CASH PROVIDED BY FINANCING ACTIVITIES	262,768	743,409	11,048,826
NET CHANGE IN CASH	(14,842)	11,810	103
CASH AT BEGINNING OF PERIOD	14,946	3,136	-
CASH AT END OF PERIOD	\$ 103	\$ 14,946	\$ 103
SUPPLEMENTAL DISCLOSURE			
Income tax	\$ -	\$ -	\$ -
Interest paid	\$ 7,657	\$ 24,941	\$ 74,625
Consulting services	\$ 219,500	\$ 547,300	\$ 1,984,082
Cost of debt conversion	\$ -	\$ 25,000	\$ 84,000
Common stock issued for accrued consulting fees	\$ 67,000	\$ 708,649	\$ 1,900,610

See accompanying accountant's compilation report.

DISCOVERY MINERALS LTD.

(A Development Stage Company)

Notes to Consolidated Financial Statements

September 30, 2014

Note 1 – Organization, Nature of Operations and Summary of Significant Accounting Policies**Organization and Business**

Discovery Minerals Ltd., (OTC PINKSHEETS: DSCR.PK) is an acquisition and development company that targets natural resource properties through its future subsidiaries. These properties fall within two primary channels, precious metals/mining and industrial hemp. Discovery's future subsidiaries will engage in activities that include the cultivation, product development, and distribution of industrial hemp; Gold, silver and precious metals. In addition, the Company is pursuing clean tech and alternative energy investments to be integrated into these business channels.

Use of Estimates

The preparation of consolidated financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities as of the date of the consolidated financial statements and the reported amounts of revenues and expense during the period. Actual results could differ from those estimates.

Fair Value of Financial Instruments

The carrying amount of the Company's cash and loans approximate their estimated fair values due to the short-term nature of those financial instruments.

Cash and cash equivalents

The Company considers all highly liquid investments purchased with original maturities of three months or less to be cash equivalents.

Income Taxes

Income taxes are accounted for in accordance with the provisions of FASB ASC Topic No. 740 - *Income Taxes*. Deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period that includes the enactment date. Valuation allowances are established, when necessary, to reduce deferred tax assets to the amounts expected to be realized.

The Company has a net operating loss carry forward of approximately \$11,594,980 expiring between 2025 and 2033.

Stock-Based Compensation

Stock based compensation is accounted for under FASB ASC Topic No. 718 – *Compensation – Stock Compensation*. The guidance requires recognition in the financial statements of the cost of employee services received in exchange for an award of equity instruments over the period the employee is required to perform the services in exchange for the award (presumptively the vesting period). The guidance also requires measurement of the cost of employee services received in exchange for an award based on the grant-date fair value of the award. The Company accounts for non-employee share-based awards in accordance with guidance related to equity instruments that are issued to other than employees for acquisition, or in conjunction with selling, goods or services.

Basic and Diluted Net Loss Per Common Share

Basic and diluted net loss per share calculations are presented in accordance with FASB ASC Topic No. 260 – *Earnings per Share*, and are calculated on the basis of the weighted average number of common shares outstanding during the period. Diluted net loss per share calculations include the dilutive effect of common stock equivalents in years with net income. Basic and diluted loss per share is the same due to the absence of common stock equivalents.

Recent Accounting Pronouncements

The Company does not expect the adoption of any other recently issued accounting pronouncements to have a significant effect on its consolidated financial position or results of operations.

Note 2 - Going Concern

As reflected in the accompanying consolidated financial statements, the Company has an accumulated deficit of \$11,664,585 and negative working capital of \$546,154 as of September 30, 2014. This raises substantial doubt about the Company's ability to continue as a going concern. The Company's ability to continue as a going concern is dependent on its ability to raise additional capital and implement its business plan. The consolidated financial statements do not include any adjustments that might be necessary if the Company is unable to continue as a going concern.

Management believes that actions presently being taken to obtain additional funding and implement its strategic plans provide the opportunity for the Company to continue as a going concern.

Note 3 – Common Stock

During the twelve months ended September 30, 2014, the Company issued 670,000,000 shares of common stock for converting debt amounting to \$189,999.

During the twelve months ended September 30, 2014, the Company issued 24,500,000 shares to officers and directors for services amounting to \$67,000 and 10,000,000 shares issued pursuant to a mining property option agreement amounting to \$16,000.

During the twelve months ended September 30, 2014, the Company retired 1,070,000,000 shares of common stock.

Note 4 – Forgiveness of Debt

During the twelve months ended September 30, 2014, several notes payable and the related accrued interest were forgiven totaling \$247,785.

Note 5 - Subsequent Events

In accordance with ASC 855-10, management has evaluated subsequent events through the date the financial statements were issued.

On November 21, 2014, the company issued 181,195,173 restricted common shares to fulfill commitments to pre existing contracts signed during the second and third quarters of 2014.

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

A. Discovery Minerals Ltd. is an acquisition and development company that targets natural resource properties through its subsidiaries. These properties fall within two primary channels, precious metals/mining and industrial hemp. Discovery subsidiaries engage in activities that include the cultivation, product development, and distribution of industrial hemp; Gold, silver and precious metals. In addition, the Company is pursuing clean tech and alternative energy investments to be integrated into these business channels.

B. The Company was originally incorporated in 2005, in the state of Nevada.

C. Primary Code: 1000 - Metal Mining. Secondary Code: None

D. Fiscal year end: September 30

E. Discovery Minerals Ltd., is an acquisition and development company that targets natural resource properties through its subsidiaries. These properties fall within two primary channels, precious metals/mining and industrial hemp. Discovery subsidiaries engage in activities that include the cultivation, product development, and distribution of industrial hemp; Gold, silver and precious metals. In addition, the Company is pursuing clean tech and alternative energy investments to be integrated into these business channels.

The Company entered into a Joint Venture Agreement with AB AGRO TECHNOLOGIES of which Discovery has committed to issue 33,500,000 shares of its common restricted stock in exchange for a 50% split of Net Revenue from the resale and processing of the cultivated Industrial Hemp seed and fiber.

Additionally, Discovery entered into a Joint Venture Agreement with VPR Group Inc., in conjunction with AB AGRO to pursue the research, development and processing of extracting Cannabinoid Oil (CBD Oil) from Industrial Hemp. VPR Group will also facilitate the processing of the remaining Hemp Bio-Mass to be utilized for Biofuel production. The Company has committed to exchange like kind equity in each company of 4.99%.

7) Describe the Issuer's Facilities

The Company leases offices at 13428 Maxella Avenue, Suite#294, Marina del Rey, CA 90292. The lease is held by the Company's Chief Executive Officer and he does not charge the Company for use of any space.

8) Officers, Directors, and Control Person

A. Russell Smith, President CEO:

Person Named above owns 106,000,000 shares of Common stock.

Henry Manayan, Director:

Person Named above owns 6,000,000 shares of Common stock.

William McNerney, Director:

Person Named above owns 9,500,000 shares of Common stock.

Michael Silver, Director:

Person Named above owns 5,000,000 shares of Common stock.

Golden Swan Holdings Limited:

Corporation Named above owns 105,000,000 shares of Common stock. Bruce Clifford Simpson, Beneficiary/Registered Agent 5 Coolibah Way, Bibra Lake 6163, West Australia.

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: 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. None

9) Third Party Providers

Legal Counsel:

John E. Dolkart, Jr., Esq.
1750 Kettner Blvd., Ste 416

San Diego, CA 92101 Ph: (702) 275-2181
www.dolkartlaw.com

Naccarato & Associates
18881 Von Karman Avenue, Suite 1440
Irvine, CA 92612 Ph: (949) 851-9261

Accountant or Auditor:

Cox CPA Services Inc.
974 Campbell Road, Suite 106
Houston, Texas 77024 Ph: (713) 647-0007

Investor Relations Consultant:
None

10) Issuer Certification

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

I, Russell Smith, certify that:

1. I have reviewed this Quarterly Disclosure Statement of Discovery Minerals Ltd.;

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.

Date: 03/05/2015

Russell Smith

/S/ Russell Smith

Title: CEO and President