PINK OTC MARKET

MARKRAY CORP

(A Delaware Company)

Pursuant to Rule 15c2-11

DISCLOSURE STATEMENT

As of August 31, 2014

Financial Statements for period ended November 30, 2014
And for year ended May 31, 2014

All this information and Disclosure Statement has been compiled to fulfill the disclosure requirements of rule 15c2-11(a) promulgated under the Securities and Exchange Act of 1934, as amended. The enumerated captions contained herein correspond to the sequential format set forth in the rule.

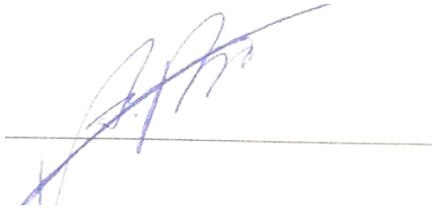
No Dealer, salesmen or any other person has been authorized to give any information, or to make any representations, not contained herein in connection with the issuer Such information or representations, if made, must not be relied upon as having been authorized by the issuer, and

Delivery of this information file does not any imply that the information contained herein is correct as of any time subsequent to the date first written above.

The undersigned herein certifies that the information herein is true and correct to the best of knowledge and belief.

Date: December 15, 2014

MARKRAY CORP.



By:

Name: Aleksey Borisov

Position: President

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 predecessor entities in the past five year and the dates of the name charges.

The exact name of the issuer is Markray Corp.

Name Change history:

Open Sea Corporation as of September 14,1998

Nebo Products as of September,2000

Laxican, Inc as of August 7, 2007

Boulan, Inc as of October 5, 2007

Osage Enterprise Corp. as of January 18, 2008

R'Vibrant Inc. as of December 22, 2009

Markray Corp. as of January 20, 2011

2) Address of the issuer's principal executive offices

Company Headquarters

Address:Kosyakova st.,18

Moscow region, Roshal,

140730, Russian Federation

Phone: +7 916 870 63 33

Email: asmirn@newmail.ru

Website: www.markray.ru

3) Security Information

Trading Symbol: RVBR

Exact title and class of securities outstanding:

The Issuer has been authorized to issue 500,000,000 common shares in virtue of an authorization to increase its capital dated January 11, 2011 and 100,000,000 preferred shares, each having a par value of $0.001. The issuer affected a forward stock split of 1:12 and on February 17, 2011 it had 483,976,488 shares of common stock and no shares of preferred stock issued and outstanding.

On April 1,2011, there was a cancellation of 288,682,488 shares leaving a balance of 195,294,000 shares of common stock issued and outstanding.

On December 7, 2012 the aforementioned cancellations were rescinded and the cancelled shares were re-issued. Westmount Capital has a total of 176,280,000 restricted common shares and Olga Smolnikova has a total of 264,420,000 restricted common shares.

On January 22, 2013 the authorized capital of the Issuer was increased to 900,000,000 common shares at a par value of $0.001.

On April 23, 2013 issued Convertible Promissory Notes for the sum $ 196,910 were converted in 196,910,000 common shares.

On February 12, 2014 there were translated to Bontori Ltd. 430,919,298 restricted common shares from Westmount Capital Corp., Olga Smolnikova and the companies and persons who have received shares from Convertible Promissory Notes issue.

Westmount Capital Corp. shares in volume 115,470,595 were cancelled by the decision of Board of directors on August 11, 2014.

CUSIP: 570693 101

Par or Stated Value: $0.001

Total shares authorized: 900,000,000 common shares, 100,000,000 preferred shares as of: August 31, 2014

Total shares outstanding: 565,409,893 common shares; 0 preferred shares as of: August 31, 2014

Transfer Agent

Name: Colonial Stock Transfer Co, Inc

66 Exchange PL, Suite 100

Salt Lake City, UT, 84111

(801) 355-5740

(801) 355-6505 fax

info@colonialstock.com

Website: www.colonialstock.com

Is the Transfer Agent registered under the Exchange Act?* Yes: [x] No: [ ]

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

List any restrictions on the transfer of security:

528,784,417 common shares are restricted

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

nil

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 years and any interim period. The list shall include all offerings of 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, ect.);

December 16, 2010 – merger with Markray OOO, issue of 14,690,000 restricted shares to Westmount Capital Corp. and 22,035,000 shares to Olga Smolnikova.

On February 16, 2011 there was a forward stock split of 1:12 and then Olga Smolnikova was issued 264,420,000 common shares of which 173,205,893 shares were cancelled leaving a balance of 91,214,107 shares.

Westmount capital Corp. was issued 176,280,000 common shares of which 115,470,595 were cancelled leaving a balance of 60,803,405 shares.

On December 7, 2012 there was an issue of 155,470,595 restricted common shares to Westmount Capital Corp. as well as 173,205,893 restricted common shares to Olga Smolnikova. Westmount Capital Corp. has a total of 176,280,000 restricted common shares and Olga Smolnikova has a total of 264,420,000 restricted common shares.

On February 12, 2014 there were translated to Bontori Ltd. 430,919,298 restricted common shares from Westmount Capital Corp., Olga Smolnikova and from the companies and persons who have received shares from Convertible Promissory Notes issue.

These were cancelled 115,470,595 Westmount Capital Corp. shares on August 11, 2014.

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

Delaware

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

There are 36,625,476 free trading common and 528,784,417 restricted common shares

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

5) Financial Statement

Provide the financial statement described below for the most recent fiscal year 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. Income Statement;

C. Cash Flows Statement;

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 attach/append the financial statement 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.

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-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:

Markray Corp. operates a mine of rare earth minerals, in particular, gold, silver, platinum as well as for iron and transparent iron-oxide pigment. The minerals are extracted from technogenic dumps which are all above ground.

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

Incorporated in Delaware on September 14, 1998

C. The Issuer's primary and secondary SIC Codes:

1040

D. The Issuer's fiscal year end date:

May 31

E. Principal products or services, and their markets:

Gold,silver and platinum are on sale to the Central Bank of Russia, authorized banks as well as to the international market. Transparent iron-oxide pigment - sale in domestic market.

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 property is leased to the Issuer. All technogenic dump are situated on a property and the Issuer will process these dumps within an area adjacent to the stockpile. The Issuer fenced the area and has a electrical lines installed.

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 the date of the information statement

Borisov Alexey, president

Elkina Olga, vice – president

Savaskina Svetlana – vice – president

Bontory Ltd., beneficial owner

Olga Smolnikova, beneficial owner

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);

No

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;

No

3. A findind 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 findind or judgment has not been reversed, suspended, or vacated; or

No

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.

No

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.

Bontory Ltd. *430,919,298 restricted common shares*

1 Mapp st., Belize city,

Belize

Olga Smolnikova: *91,214,107 restricted common shares*

45-1 Birulevskaya st.,29

Moscow, Russia,115372

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 Councel:

Name*: Owen Naccarato*

Firm*: Naccarato&Associates*

1100, Quail Suite 100,Newport Beach, CA, 92660

Phone*: 949 851 92 61*

Email*: owen@owenn.com*

Accountant or Auditor

Name: *n/a*

Investor Relations Consultant

Name: *n/a*

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

Name: *n/a*

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, [identify the certifying individual], certify that:

1. I have reviewed this[specify either annual or quarterly disclosure statement] of [identify issuer];

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 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.

November 30, 2014

Aleksey Borisov, president

MARKRAY CORPORATION

Quarterly Report

BALANCE SHEETS (in US dollars)

As at November, 30, 2014 and for period ended May 31, 2014 (Unaudited)

	November,30,2014 Q1	Year end May 31,2014
ASSETS		
Current assets		
Cash and cash equivalents	12,382	5,341
Accounts Receivable	52,896	12,896
Subscription Receivable	-	-
Inventory	31,838	32,894
Total current assets	97,116	82,787
Property Plant and Equipment	430,213	387,902
Intangible Assets	206	262
Long-term VAT receivable	22,253	25,823
Mining Property & Reserves	43,650	436,990,882
Total assets	593,438	437,487,656
LIABILITIES AND MEMBER'S EQUITY		
Current liabilities		
Accounts Payable and Accruals	43,392	14,339
Notes Payable	21,902	12,895
Other payables	19,001	11,447
Total current liabilities	84,295	38,681
Long-term liabilities	53,483	41,483
Stockholders' Equity		
Capital Stock	565,409	680,880
Paid in Capital Surplus	43,692	436,928,526
Retained Earning(Loss)	(153,442)	(201,914)
Total Member's Equity	455,659	437,407,492
Total liabilities and Stockholders' Equity	593,438	437,487,656

MARKRAY CORPORATION

STATEMENT OF INCOME

(in US dollars)

As at November, 30, 2014 and for period ended May 31, 2014 (Unaudited)

	August,31,2014 Q1	**Year end May 31,2014**
Net sales	75,024	-
Cost of sales	(33,489)	29,121
Gross Profit	41,535	(29,121)
Selling, general and administrative expenses	(13,682)	43,667
Operating(Loss) gain	27,853	(72,788)
Other income	9,582	2,889
Other loss	(4,229)	(1,562)
Gain(Loss) Before Income Tax	33,206	(71,461)
Deferred Income tax	-	-
Net Gain(Loss)	33,206	(71,461)
Weighted average share Common Stock Outstanding	565,409,893	680,880,488
Net Earhings per share (Basic and Fully Deluted)	$0.00	$0.00

MARKRAY CORPORATION

SHAREHOLDER EQUITY
(in US dollars)

As at November, 30, 2014 (Unaudited)

	Capital Stock	Paid in Capital Surplus	Retained Earning(Loss)	Total
Balance as of August 31,2013	680,880	436,928,526	(159,325)	437,450,081
Net result for the period ended February 28, 2014	-	-	(17,330)	(17,330)
Balance as of February 28, 2014	680,880	436,928,526	(190,859)	437,418,547
Net result for the period ended May,31, 2014	-	-	(11,054)	(11,054)
Balance as of May,31, 2014	680,880	436,928,526	(201,914)	437,407,492
Net result for the period ended August,31, 2014	-	-	15,265	15,265
Balance as of August,31, 2014	680,880	436,928,526	(186,648)	437,422,758
Net result for the period ended November,30, 2014	(115,471)	(436,884,834)	33,206	(436,967,099)
Balance as of November,30, 2014	565,409	43,692	(153,442)	455,659

MARKRAY CORPORATION

STATEMENT OF CASH FLOWS
(in US dollars)

As at November,30, 2014 and for period ended May 31, 2014 (Unaudited)

	November,30,2014 Q1	**Year end May 31,2014**
Cash flow from activities		
Net income(loss)	33,206	(71,461)
Amortisation of long-term assets	24,887	52,236
Increase(decrease) in operating assets		
Receivables and prepayments	40,000	(38,143)
Changes in VAT receivables	(3,570)	(5,938)
Inventory	(1,056)	133,538
(Increase) decrease in operating liabilities		
Accounts payable, Notes Payable, other	45,614	13228
Net cash provided by operating activities	**167,475**	**83,460**
Purchase properties, equipment & reserves	436,839,871	(79,006)
Net cash provided by investing activities	**436,839,871**	**(79,006)**
Cash Flow from Financial Activities		
Issuance of Capital Stock	(115,471)	-
Paid on capital Surplus	(436,884,834)	-
Net Cash used in Financial Activities	-	-
Net increase (decrease) in cash or cash equivalents	7,041	4,454
Cash or cash equivalents:		
Beginning	5,341	887
Ending	12,382	5,341

MARKRAY CORPORATION

NOTES TO FINANCIAL STATEMENT

AS AT NOVEMBER 30, 2014

(In U.S. Dollars)

(Unaudited)

1. GOVERNING STATUTES AND NATURE OF OPERATIONS

MARKRAY CORPORATION was incorporated under the statutes of Delaware on January 14, 1998 under the original name Open Sea Corporation. The Company changed its name to Markray Corporation on January 20, 2011. Markray Corporation is a development stage mining company with proven reserves of gold, silver, platinum and iron, and is situated in the Russian Federation.

2. ACCOUNTING POLICIES

Basis of Presentation

These financial statement have been prepared in U.S. dollars and in accordance with the General Accepted Accounting Principles in the United States of America.

Accounting Estimates

The preparation of financial statements in conformity with General Accepted Accounting Principles(GAAP) requires management to make estimates and assumptions that affect the amounts recorded in the financial statement. These estimates are based on management's best knowledge of current events and actions that the Company may undertake in the future. Actual results may differ from these estimates.

Revenue Recognition

The Company also recorded its revenues in accordance with Staff Accounting Bulletin (SAB) 104 which requires that four basic criteria must be met before revenue can be recognized: (i) persuasive evidence of an arrangement exists; (ii) delivery has ossurred or service has been rendered; (iii) the fee is fixed and determinable; (iv) collectability is reasonably assured. The Company recognized revenue when the services have been rendered.

Earning (loss) Per Share

The Company has presented the basic earning (loss) per share computed on the basis of the weighted average number of common shares outstanding during the year.

Income Taxes

The Company uses the liability method in providing income taxes on all transactions that have been recognized in the financial statements. This method requires the adjustment of deffered taxes to reflect the tax rates at which future amounts will be settled or realized. The effects of tax rate changes on future deferred tax liabilities and deferred tax benefits, as well as other changes in income tax laws are recognized in net earnings in the period in which such changes are enacted. Valuation allowances are established when necessary to reduce deferred tax assets to the amounts expected to be realized.

Comprehensive Income (Loss)

Comprehensive income (loss) includes net income (loss) and comprehensive income ("OCI"). OCI refers to changes in net assets from transactions and other events and circumstances other than transactions with shareholders. The only other comprehensive income (loss) item for the Company relates to foreign currency transactions arising from the transaction of the financial statements from the functional currency into the reporting currency.

3. FINANCIAL INSTRUMENTS

The fair value of the short-term financial assets and liabilities approximates their carrying amount given that they will mature shortly.

4. NEW ACCOUNTING PRONOUNCEMENTS

FASB Interpretation 48

In June 2006, FASB Interpretation 48 " Accounting for Uncertainty in Income Taxes" was issued which clarifies the accounting for uncertainty in income taxes recognized in an enterprise's financial statements in accordance with FASB Statement № 109, Accounting for Income Taxes. This Interpretation prescribes a recognition threshold and measurement attribute for the financial statement recognition and measurement of a tax position taken or expected to be taken in a tax return. This Interpretation also provides guidance on de-recognition, classification, interest and penalties, accounting in interim periods, disclosure, and transition.

This Interpretation is effective for fiscal years beginning after December 15, 2006, and earlier application of the provisions of this Interpretation is encouraged if the enterprise has not yet issued financial statements, including interim financial statements, in the period this Interpretation is adopted. The Company adoption of FIN 48 has not had an impact on its financial statements.

SFAS № 157

In September 2006, the FASB issued SFAS № 157, " Fair Value Measurements", which establishes a framework for measuring fair value measurements and expands disclosures about such measurements. SFAS № 157 does not require any new fair value measurements, but rather it creates a consistent method for calculating fair value measurements to address non-comparability of financial statement issued for fiscal years beginning after November 15, 2007. The Company is evaluating the impact SFAS 157 will have on the financial statements.

SFAS № 159

On February 15, 2007, the FASB issued SFAS № 159, "The Fair Value Option for Financial Assets and Financial Liabilities: Including an amendment of FASB № 115' to reduce earnings volatility caused by related assets and liabilities measured differently under GAAP SFAS № 159 allows all entities to make an irrevocable instrument-by-instrument election to measure eligible items at fair value in their entirety. In addition, unrealized gains and losses will be reported in earnings at each reporting date. SFAS № 159 also the establishes presentation and disclosure requirements that focus on providing information about the impact of electing the fair value option. SFAS № 159 is effective as of the beginning of the first fiscal year that begins after November 15, 2007, concurrent with the adoption of SFAS № 157. The Company does not anticipate that the adoption of SFAS № 159 will have a significant impact on the financial position, results of operations or cash flows.