

Alternative Reporting Standard:
Guidelines for Providing Adequate Current Information

Pink OTC Markets encourages all issuers of OTC equity securities to make *adequate current information* available to the public markets. Pink OTC Markets believes that federal securities laws, such as Rules 10b-5 and 15c2-11 of the Securities Exchange Act of 1934 (“Exchange Act”), and Rule 144 of the Securities Act of 1933 (“Securities Act”), and state Blue Sky laws require issuers to provide adequate current public information. With a view to encouraging compliance with these laws, Pink OTC Markets has created these Guidelines for Providing Adequate Current Information (“Guidelines”) in order to assist issuers with understanding their disclosure obligations under the Alternative Reporting Standard.¹

Pink OTC Markets believes *adequate current information* **must** be publicly available when an issuer’s securities are quoted by a broker-dealer under the following circumstances:

- 1 At the time of initial quotation in public markets;
- 2 At any time corporate insiders or other affiliates of the issuer are offering, buying or selling the issuer’s securities in the OTC market;
- 3 During any period when a security is the subject of ongoing promotional activities having the effect of encouraging trading of the issuer’s securities in the OTC market;
- 4 At the time securities initially sold in a private placement become freely tradable in the OTC market; or
- 5 At any time the issuer’s securities are quoted on OTCQX or included in the Current Information OTC Market Tier.

Issuers with securities listed on OTCQX International are providing adequate current information because such issuers either (i) have a class of their securities registered with the Securities and Exchange Commission (“SEC”) under Section 12(g) of the Exchange Act and are current in their SEC reporting obligations or (ii) are non-U.S. issuers that are exempt from registration pursuant to Exchange Act Rule 12g3-2(b), are current and fully compliant with their obligations thereunder, and have posted the information required to be made publicly available pursuant to Exchange Act Rule 12g3-2(b), in English via the OTC Disclosure and News Service.

These Guidelines may be amended from time to time, in the sole and absolute discretion of Pink OTC Markets, with or without notice.

¹ This is not legal advice, and Pink OTC Markets cannot assure anyone that compliance with our disclosure requirements will satisfy any legal requirements.

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General Considerations

An issuer preparing a disclosure statement under the Alternative Reporting Standard shall consider the purpose of adequate disclosure. Current and potential investors in the issuer's securities should be provided with all "material" information □ the information available to the issuer necessary for the investor to make a sound investment decision. The disclosure should enable an investor of ordinary intelligence and investment skills to understand the issuer's business and prospects.

The disclosure must therefore present the issuer's business plan and include a full and clear picture of the issuer's assets, facilities, properties, investments, management and other resources, as well as a complete description of how they will be used to make profits. The issuer's business plan should clearly describe the competition, regulatory environment and other risks to the issuer's business, as well as the issuer's plans for confronting these challenges.

It is also important for an investor to understand how the issuer raises capital and treats investors. At a minimum, the issuer must describe the ways it has raised capital by issuing shares in the past – to whom and the amount of consideration involved. The investor should also be provided with market information, including the past price history of any transactions in the issuer's shares.

Finally, the disclosure should use plain English.² This means using short sentences, avoiding legal and technical jargon and providing clear descriptions. Your goal, as an issuer should be to give the investor the information you would wish the investor to supply if your positions were reversed. You don't need to be Shakespeare; you must, though, have a sincere desire to BLAH BLAH BLAH.

Section One: Issuers' Initial Disclosure Obligations

Instructions relating to the preparation of initial disclosure statements:

Issuers shall prepare a document that responds to each item and sub-item of the Guidelines with information current as of the issuer's most recent fiscal quarter or year end and shall include in its response to a particular item (i) whether a particular item is not applicable or unavailable and (ii) the reason it is not applicable or unavailable. The disclosure statement shall be provided in the format set forth below.

Issuers may incorporate by reference financial statements and other exhibits that are either posted elsewhere through the OTC Disclosure and News Service or on SEC's EDGAR system, or are attached to the issuer's disclosure statement, as long as (i) the incorporated documents are current, (ii) the issuer clearly explains where the incorporated documents can be found, and (iii) the issuer provides a clear cross-reference to the specific location where the information requested by any particular Item can be found in the incorporated documents.

The initial disclosure statement shall be published through the OTC Disclosure and News Service under the report name of *"Initial Company Information and Disclosure Statement."*

Part A General Company Information

Item I The exact name of the issuer and its predecessor (if any).

The exact name of the issuer is; Grand Pacaraima Gold Corp. (hereinafter referred to as the "Company or GP")

Formerly Mindenao Gold Mining Corp until 3-2006

Formerly United Development International until 7-2005

Item II The address of the issuer's principal executive offices.

***Grand Pacaraima Gold Corp.
13, Trumpeldor Street
Unit 3
Petah Tikwa 49441
Israel***

Tel: 44 20 3239 3494

Fax: no fax

***Email address: grandpacaraimagold@yahoo.com
info@gpgd.pk***

In answering this item, please also provide (i) the telephone and fax number of the issuer's principal executive offices, (ii) if applicable, the URL of each website maintained by or on behalf of the issuer, and (iii) if applicable, the name, phone number, email address, and mailing address of the person responsible for the issuer's investor relations.

Item III The jurisdiction(s) and date of the issuer's incorporation or organization.

The issuer was incorporated in British Columbia on Feb. 6, 2006.

Provide the issuer's jurisdiction(s) of incorporation or jurisdiction(s) of organization (if the issuer is not a corporation) and the date on which it was incorporated or organized.

Part B Share Structure

Item IV The exact title and class of securities outstanding.

The issuer has one class of securities outstanding which are common shares.

The CUSIP number is 38610P106 for the common shares

Trading Symbol is GPGD

In answering this item, provide the exact title and class of each class of outstanding securities. In addition, please provide the CUSIP and trading symbol.

Item V. Par or stated value and description of the security.

A. *Par or Stated Value.* Provide the par or stated value for each class of outstanding securities.

The issuer has 500,000,000 shares authorized of common stock and they have a par value of \$0.001 per share.

B. *Common or Preferred Stock.*

1. For common equity, describe any dividend, voting and preemption rights. **NA**

2. For preferred stock, describe the dividend, voting, conversion and liquidation rights as well as redemption or sinking fund provisions. **NA**

3. Describe any other material rights of common or preferred stockholders. **NA**

4. Describe any provision in issuer's charter or by-laws that would delay, defer or prevent a change in control of the issuer. **NA**

Item VI. The number of shares or total amount of the securities outstanding for each class of securities authorized.

In answering this item, provide the information below for each class of securities authorized. Please provide this information (i) as of the end of the issuer's most recent fiscal quarter and (ii) as of the end of the issuer's last two fiscal years.

As of Dec. 31 2009 the total issued was **302,080,272 shares of common stock.**

(i) Period end date; **Dec. 31, 2009**

(ii) Number of shares authorized; **500,000,000**

(iii) Number of shares outstanding; **302,080,272**

(iv) Freely tradable shares (public float); **100,000,000**

(v) Total number of beneficial shareholders; **1,797**

(vi) Total number of shareholders of record. **169**

Part C Business Information

Item VII The name and address of the transfer agent*.

***First Public Securities Transfer Corp.
4546 B-10 Del Camino Real #288
Los Altos, CA 94022
(310) 770-6689***

Item VIII The nature of the issuer's business.

In describing the issuer's business, please provide the following information:

A. Business Development. Describe the development of the issuer and material events during the last three years so that a potential investor can clearly understand the history and development of the business.

The Company's principal business is the acquisition, exploration and mining of mineral properties. Grand Pacaraima Gold Corporation currently holds the concession for four gold mines in Venezuela known as the Cerro Trompa, San Miguel, Mosquito and Zapata mines. In addition, through an

80%-owned subsidiary, Grand Pacaraima owns oil and gas wells in a 640 acre Oklahoma oil and natural gas field.

If the issuer has not been in business for three years, provide this information for any predecessor company. This business development description must also include:

1. the form of organization of the issuer (e.g., corporation, partnership, limited liability company, etc.); **Corporation**
2. the year that the issuer (or any predecessor) was organized; **United Development International in Nevada November 7, 1989**
3. the issuer's fiscal year end date; **Dec. 31. 2009**
4. whether the issuer (or any predecessor) has been in bankruptcy, receivership or any similar proceeding; **NO**
5. Any material reclassification, merger, consolidation, or purchase or sale of a significant amount of assets;
Grand Pacaraima Gold Corp.
Formerly Mindenao Gold Mining Corp until 3-2006
Formerly United Development International until 7-2005
6. Any default of the terms of any note, loan, lease, or other indebtedness or financing arrangement requiring the issuer to make payments; **NO**
7. Any change of control;

The Company issued 100 million (100,000,000) shares of common stock to Central Asia Franchise Holdings on May 30, 2007.
8. Any increase of 10% or more of the same class of outstanding equity securities; **see item above.**
9. Any past, pending or anticipated stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization;
Grand Pacaraima Gold Corp.

Formerly Mindenao Gold Mining Corp until 3-2006
Formerly United Development International until 7-2005

10. Any delisting of the issuer's securities by any securities exchange or deletion from the OTC Bulletin Board; **NO** and,

11. Any current, past, pending or threatened legal proceedings or administrative actions either by or against the issuer that could have a material effect on the issuer's business, financial condition, or operations and any current, past or pending trading suspensions by a securities regulator. State the names of the principal parties, the nature and current status of the matters, and the amounts involved.

NO LEGAL PROCEEDINGS

3 For the purpose of this section a "shell company" means an issuer, other than a business combination related shell company, as defined by Securities Act Rule 405, or an asset-backed issuer, as defined by Item 1101(b) of Regulation AB, that has:

- (1) No or nominal operations; and
- (2) Either:
 - (A) No or nominal assets;
 - (B) Assets consisting solely of cash and cash equivalents; or
 - (C) Assets consisting of any amount of cash and cash equivalents and nominal other assets.

B. Business of Issuer. Describe the issuer's business so a potential investor can clearly understand it. To the extent material to an understanding of the issuer, please also include the following:

The Company's principal business is the acquisition, exploration and mining of mineral properties Grand Pacaraima Gold Corporation currently holds the concession for four gold mines in Venezuela known as the Cerro Trompa, San Miguel, Mosquito and Zapata mines. In addition, through an 80%-owned subsidiary, Grand Pacaraima owns oil and gas wells in a 640 acre Oklahoma oil and natural gas field.

1. The issuer's primary and secondary SIC Codes; list different mining SIC codes **10 – Metal mining; 1000 – Metal mining; 1499-01 – Mining Companies; 1499-02 – Mineral exploration.**

2. If the issuer has never conducted operations, is in the development stage, or is currently conducting operations; **Company is in development stage.**

3. Whether the issuer is or has at any time been a “shell company”;

The Issuer is not and has never been a shell company.

Instruction to paragraph B.3 of Item VIII:

If the issuer discloses that it is or has at any time been a shell company, it must also include the following disclosure on the front page of its disclosure statement in boldface, 12 point type:

If the issuer is currently a shell company:

N/A

If the issuer was formerly a shell company:

N/A

4. The names of any parent, subsidiary, or affiliate of the issuer, and its business purpose, its method of operation, its ownership, and whether it is included in the financial statements attached to this disclosure statement;

Parent company is Nadir Energy and Mining Corporation.

We are in the business of mineral exploration. To date, we have relied upon the mineral exploration of others and only recently commenced our mineral exploration activities. The Company purchased a majority interest in four gold mines in Venezuela known as the Cerro Trompa, San Miguel, Mosquito and Zapata mines in 2007. We own a 100% undivided interest in the Venezuela mines, purchased from the Castora Family for the purposes of exploring the mineral claims, and if deemed appropriate, bringing the property into commercial production by establishing and operating a mine.

5. The effect of existing or probable governmental regulations on the business;

The company does not foresee any substantial changes that could adversely affect the business of the company at this time.

6. An estimate of the amount spent during each of the last two fiscal years on research and development activities, and, if applicable, the extent to which the cost of such activities are borne directly by customers; **NA**

7. costs and effects of compliance with environmental laws (federal, state and local);

NA

8. the number of total employees and number of full-time employees. **2**

For issuers engaged in mining, oil and gas production and real estate activities, substantial additional disclosure of the issuer's business is required. Contact Pink OTC Markets for more information.

Item IX The nature of products or services offered.

In responding to this item, please describe the following so that a potential investor can clearly understand the products and services of the issuer:

Principal products or services, and their markets; Oil, Gas, Gold, Iron Ore and other precious metals.

Distribution methods of the products or services;

Though international commodities exchanges, export-import, international trade

Status of any publicly announced new product or service;

N/A

Competitive business conditions, the issuer's competitive position in the industry, and methods of competition;

While the oil and gas business is very competitive with many large and hundreds of small companies scattered across the United States, Company Management exercises vigorous operating efficiency in order to achieve competitive resiliency and by consistently analyzing demand driven by domestic and foreign economic growth.

Sources and availability of raw materials and the names of principal suppliers;

NA

Dependence on one or a few major customers; **NA**

Patents, trademarks, licenses, franchises, concessions, royalty agreements or labor contracts, including their duration; refer to above mentioned patent pending. and the need for any government approval of principal products or services and the status of any requested government approvals.

Free mining license issued by the government of British Columbia to our affiliate –1/2 owned by Grand Pacaraima. We currently have all government permissions for operations for oil and gas in Oklahoma – through our 80% owned subsidiary.

Item X. The nature and extent of 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

At the present time, the company does not lease or rent any property. Office space and services are provided without charge by the director of the Company at the address listed in Item (ii) above.

Company purchased a majority interest in four gold mines in Venezuela known as the Cerro Trompa, San Miguel, Mosquito and Zapata mines in 2007. We own a 100% undivided interest in these mines.

(for example, if others also own the property or if there is a mortgage on the property), describe the limitations on the ownership. **NA**

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

NA

Part D Management Structure and Financial Information

Item XI The name of the chief executive officer, members of the board of directors, as well as 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. Officers and Directors. In responding to this item, please provide the following information for each of the issuer's executive officers, directors, general partners and control persons, as of the date of this information statement:

1. Chief Executive Officer Full name; **Simon Rubin.**
2. Chief Financial Officer Full name; **Stephen Herbert.**

2. Business address; **145-157 St. John EC1V 4PY London**

3 .Employment history (which must list all previous employers for the past five years , positions held, responsibilities and employment dates); **NA**

1. Board memberships and other affiliations; **NA**

4. Compensation by the issuer; **NA**, and;
Number and class of the issuer's securities beneficially owned by each such person. **100,000 of common shares to Stephen Herbert.**

The term "family relationship" means any relationship by blood, marriage or adoption, not more remote than first cousin. **NA**

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 **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. Disclosure of Family Relationships. Describe any family relationships among and between the issuer's directors, officers, persons nominated or chosen by the issuer to become directors or officers, or beneficial owners of more than five percent (5%) of the any class of the issuer's equity securities.

D. Disclosure of Related Party Transactions. Describe any transaction during the issuer's last two full fiscal years and the current fiscal year or any currently proposed transaction, involving the issuer, in which (i) the amount involved exceeds the lesser of \$120,000 or one percent of the average of the issuer's total assets at year-end for its last three fiscal years and (ii) any related person had or will have a direct or indirect material interest. Disclose the following information regarding the transaction: **NA**

1. The name of the related person and the basis on which the person is related to the issuer; **NA**.

The related person's interest in the transaction; **NA**

The approximate dollar value involved in the transaction (in the case of indebtedness, disclose the largest aggregate amount of principal outstanding during the time period for which disclosure is required, the "Immediate family members" means any child, stepchild, parent, stepparent, spouse, sibling, mother-in-law, father-in-law, son-in-law, daughter-in-law, brother-in-law, or sister-in-law; **NA**

The amount thereof outstanding as of the latest practicable date, the amount of principal and interest paid during the time period for which disclosure is required, and the rate or amount of interest payable on the indebtedness); **NA**

4. The approximate dollar value of the related person's interest in the transaction; **NA**; and

5. Any other information regarding the transaction or the related person in the context of the transaction that is material to investors in light of the circumstances of the particular transaction. **NA**

Instruction to paragraph D of Item XI:

1. For the purposes of paragraph D of this Item XI, the term "related person" means any director, executive officer, nominee for director, or beneficial owner of more than five percent (5%) of any class of the issuer's equity securities, immediate family members of any such person, and any person (other than a tenant or employee) sharing the household of any such person.

2. For the purposes of paragraph D of this Item XI, a "transaction" includes, but is not limited to, any financial transaction, arrangement or relationship (including any indebtedness or guarantee of indebtedness) or any series of similar transactions, arrangements or relationships.

3. The "amount involved in the transaction" shall be computed by determining the dollar value of the amount involved in the transaction in question, which shall include:

- a. In the case of any lease or other transaction providing for periodic payments or installments, the aggregate amount of all periodic payments or installments due on or after the beginning of the issuer's last fiscal year, including any required or optional payments due during or at the conclusion of the lease or other transaction providing for periodic payments or installments; **NA**; and,
- b. In the case of indebtedness, the largest aggregate amount of all indebtedness outstanding at any time since the beginning of the issuer's last fiscal year and all amounts of interest payable on it during the last fiscal year. **NA**

In the case of a transaction involving indebtedness:

- a. The following items of indebtedness may be excluded from the calculation of the amount of indebtedness and need not be disclosed: amounts due from the related person for purchases of goods and services subject to usual trade terms, for ordinary business travel and expense payments and for other transactions in the ordinary course of business; **NA**. and
- b. Disclosure need not be provided of any indebtedness transaction for beneficial owners of more than five percent (5%) of any class of the issuer's equity securities or such person's family members.

5. Disclosure of an employment relationship or transaction involving an executive officer and any related compensation solely resulting from that employment relationship or transaction need not be provided. Disclosure of compensation to a director also need not be provided.

6. A person who has a position or relationship with a firm, corporation, or other entity that engages in a transaction with the issuer shall not be deemed to have an indirect material interest for purposes of paragraph D of this Item XI where:

- a. The interest arises only:
 - i. From such person's position as a director of another corporation or organization that is a party to the transaction; **NA** or
 - ii. From the direct or indirect ownership by such person and all other related persons, in the aggregate, of less than a ten percent (10%) equity interest in another entity (other than a partnership) which is a party to the transaction; **NA**. or
 - iii. From both such position and ownership; **NA**. or
- b. The interest arises only from such person's position as a limited partner in a partnership in which the person and all other related persons have an interest of less than ten percent (10%), and the person is not a general partner of and does not hold another position in the partnership.

7. Disclosure need not be provided pursuant to paragraph D of this Item XI if:

a. The transaction is one where the rates or charges involved in the transaction are determined by competitive bids, or the transaction involves the rendering of services as a common or contract carrier, or public utility, at rates or charges fixed in conformity with law or governmental authority;

b. The transaction involves services as a bank depositary of funds, transfer agent, registrar, trustee under a trust indenture, or similar services; or

c. The interest of the related person arises solely from the ownership of a class of equity securities of the issuer and all holders of that class of equity securities of the issuer received the same benefit on a pro rata basis.

Include information for any material underwriting discounts and commissions upon the sale of securities by the issuer where any of the specified persons was or is to be a principal underwriter or is a controlling person or member of a firm that was or is to be a principal underwriter.

E. Disclosure of Conflicts of Interest. Describe any conflicts of interest. Describe the circumstances, parties involved and mitigating factors for any executive officer or director with competing professional or personal interests.

There are no conflicts of interest.

Item XII Financial information for the issuer's most recent fiscal period.

Instruction to Item XII: The issuer shall post the financial statements required by this Item XII through the OTC Disclosure and News Service under the appropriate report name for the applicable period end. (If the financial statements relate to a fiscal year end, publish it as an "*Annual Report*," or if the financial statements relate to a quarter end, publish it as a "*Quarterly Report*" or "*Interim Report*") **See attached financial statement.**

The issuer must state in its disclosure statement that such financial statements are incorporated by reference. The issuer must also (i) provide a list in the disclosure statement describing the financial statements that are incorporated by reference, (ii) clearly explain where the incorporated documents can be found, and (iii) provide a clear cross-reference to the specific location where the information requested by this Item can be found in the incorporated documents.

The issuer shall provide the following financial statements for the most recent fiscal period (whether fiscal quarter or fiscal year).

- 1 balance sheet;
- 2 statement of income;
- 3 statement of cash flows;
- 4 statement of changes in stockholders' equity;
- 5 financial notes; and

- 6 audit letter, if audited
7 See Attached.

6. Foreign private issuers that have furnished financial statements pursuant to Rule 12g3-2(b) under the Exchange Act can provide those same financial statements as an alternative to U.S. GAAP. For information regarding U.S. GAAP, see <http://cpaclass.com/gaap/gaap-us-01a.htm>.

The financial statements requested pursuant to this item shall be prepared in accordance with generally accepted accounting principles (GAAP)⁶ by persons with sufficient financial skills.

Information contained in annual financial statements will not be considered current more than 90 days after the end of the issuer's fiscal year immediately following the fiscal year for which such statement are provided, or with respect to quarterly financial statements, more than 45 days after the end of the quarter immediately following the quarter for which such statements are provided.

Item XIII Similar financial information for such part of the two preceding fiscal years as the issuer or its predecessor has been in existence.

Please provide the financial statements described in Item XII above for the issuer's two preceding fiscal years.

Instruction to Item XIII: The issuer shall either (i) attach the financial statements required by this Item XIII to its initial disclosure statement or (ii) post such financial statements through the OTC Disclosure and News Service as a separate report under the name of "*Annual Report*" for the applicable fiscal year end. **The issuer must state in its disclosure statement that such financial statements are incorporated by reference.**

The issuer must also (x) provide a list in the disclosure statement describing the financial statements that are incorporated by reference, (y) clearly explain where the incorporated documents can be found, and (z) provide a clear cross-reference to the specific location where the information requested by this Item can be found in the incorporated documents.

Item XIV Beneficial Owners.

Provide a list of the name, address and shareholdings of all persons beneficially owning more than five percent (5%) of any class of the issuer's equity securities. To the extent not otherwise disclosed, if any of the above 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.

**Central Asia Franchise Holdings
Nadir Energy and Mining Corporation**

Item XV. 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:

1. Investment Banker **NA**

2. Promoters **NA**

3. Counsel **NA**

Accountant or Auditor - the information shall clearly (i) describe if an outside accountant provides audit or review services, (ii) state the work done by the outside accountant and (iii) describe the responsibilities of the accountant and the responsibilities of management (i.e. who audits, prepares or reviews the issuer's financial statements, etc.). The information shall include the accountant's phone number and email address and a description of the accountant's licensing and qualifications to perform such duties on behalf of the issuer.

Accountant is Don Myers. Mr. Myers is public accountant specializing in GAAP accounting and audit preparation. His responsibility is to compile the unaudited financial statements according GAAP.

5. Public Relations Consultant(s) **NA**

6. Investor Relations Consultant **NA**

7. Any other advisor(s) that assisted, advised, prepared or provided information with respect to this disclosure statement - the information shall include the telephone number and email address of each advisor. **NA**

Item XVI Management's Discussion and Analysis or Plan of Operation.

Instructions to Item XVI

Issuers that have not had revenues from operations in each of the last two fiscal years, or the last fiscal year and any interim period in the current fiscal year for which financial statements are furnished in the disclosure statement, shall provide the information in paragraphs A and C of this item. All other issuers shall provide the information in paragraphs B and C of this item.

The discussion and analysis shall focus specifically on material events and uncertainties known to management that would cause reported financial information not to be necessarily indicative of future operating results or of future financial condition.

Issuers are not required to supply forward-looking information. This is distinguished from presently known data that will impact upon future operating results, such as known future increases in costs of labor or materials. This latter data may be required to be disclosed.

A. Plan of Operation.

1. Describe the issuer's plan of operation for the next twelve months. This description should include such matters as:

1 a discussion of how long the issuer can satisfy its cash requirements and whether it will have to raise additional funds in the next twelve months;

The next 12 month period will see substantial investment in research and development, acquisition analysis, refinery options, distribution and supply chain issues. While issuer is planning to further discover cost-cutting measures, it will operate as normal with measured growth and expansion. We intend to develop our assets without incurring additional debt or spending an undue amount of cash or cash equivalents.

We do intend to incur expenses for mineral exploration, site development, drilling and other costs related to the business of converting our assets into multiple cash flow scenarios including development, distribution and leveraging new mineral resources.

ii. A summary of any product research and development that the issuer will perform for the term of the plan;

- 1 any expected purchase or sale of plant and significant equipment; **NA** and
- 2 any expected significant changes in the number of employees. **NA**

B. Management's Discussion and Analysis of Financial Condition and Results of Operations.

Full fiscal years. Discuss the issuer's financial condition, changes in financial condition and results of operations for each of the last two fiscal years.

Issuer's financial condition is sound, the changes in financial condition are manageable and the results of operations for each of the last two fiscal years show consistency.

This discussion should address the past and future financial condition and results of operation of the issuer, with particular emphasis on the prospects for the future.

The past financial condition of the issuer shows a consistent superior ability to manage risk with a responsible management who utilized assets properly for the long-term benefit of the company.

The prospects for the future business success of the issuer are not without risk; there may be unforeseen global financial circumstances beyond our control with regard to world markets for gold and oil products. However, given the upward trends seen in these sectors, management and shareholders agree there will always be a need for energy and gold will withstand economic variables and keep and grow its value. The same is true for the issuer, who sees growth and value increasing through 2015.

The discussion should also address those key variable and other qualitative and quantitative factors that are necessary to an understanding and evaluation of the issuer. If material, the issuer should disclose the following:

Any known trends, events or uncertainties that have or are reasonably likely to have a material impact on the issuer's short-term or long-term liquidity; **NA**

Internal and external sources of liquidity; **NA**

Any material commitments for capital expenditures and the expected sources of funds for such expenditures; **NA**

Any known trends, events or uncertainties that have had or that are reasonably expected to have a material impact on the net sales or revenues or income from continuing operations; **NA**

Any significant elements of income or loss that do not arise from the issuer's continuing operations; **NA**

The causes for any material changes from period to period in one or more line items of the issuer's financial statements; **NA** and

Any seasonal aspects that had a material effect on the financial condition or results of operation. **NA**

Interim Periods. Provide a comparable discussion that will enable the reader to assess material changes in financial condition and results of operations since the end of the last fiscal year and for the comparable interim period in the preceding year. **NA**

C. Off-Balance Sheet Arrangements.

In a separately-captioned section, discuss the issuer's off-balance sheet arrangements that have or are reasonably likely to have a current or future effect on the issuer's financial condition, changes in financial condition, revenues or expenses, results of operations, liquidity, capital expenditures or capital resources that is material to investors. The disclosure shall include the items specified in paragraphs C(1)(i), (ii), (iii) and (iv) of this Item XVI to the extent necessary to an understanding of such arrangements and effect and shall also

include such other information that the issuer believes is necessary for such an understanding.

1 The nature and business purpose to the issuer of such off-balance sheet arrangements; **NA**

2 The importance to the issuer of such off-balance sheet arrangements in respect of its liquidity, capital resources, market risk support, credit risk support or other benefits; **NA**

3 The amounts of revenues, expenses and cash flows of the issuer arising from such arrangements; the nature and amounts of any interests retained, securities issued and other indebtedness incurred by the issuer in connection with such arrangements; and the nature and amounts of any other obligations or liabilities (including contingent obligations or liabilities) of the issuer arising from such arrangements that are or are reasonably likely to become material and the triggering events or circumstances that could cause them to arise; **NA** and

4 Any known event, demand, commitment, trend or uncertainty that will result in or is reasonably likely to result in the termination, or material reduction in availability to the issuer, of its off-balance sheet arrangements that provide material benefits to it, and the course of action that the issuer has taken or proposes to take in response to any such circumstances. **NA**

5 As used in paragraph C of this Item XVI, the term off-balance sheet arrangement means any transaction, agreement or other contractual arrangement to which an entity unconsolidated with the issuer is a party, under which the issuer has:

1 Any obligation under a guarantee contract that has any of the characteristics identified in paragraph 3 of FASB Interpretation No. 45, Guarantor's Accounting and Disclosure Requirements for Guarantees, Including Indirect Guarantees of Indebtedness of Others (November 2002) ("FIN 45"), as may be modified or supplemented, and that is not excluded from the initial recognition and measurement provisions of FIN 45 pursuant to paragraphs 6 or 7 of that Interpretation; **NA**

ii. A retained or contingent interest in assets transferred to an unconsolidated entity or similar arrangement that serves as credit, liquidity or market risk support to such entity for such assets; **NA**

iii. Any obligation, including a contingent obligation, under a contract that would be accounted for as a derivative instrument, except that it is both indexed to the issuer's own stock and classified in stockholders' equity in the issuer's statement of financial position, and therefore excluded from the scope of FASB Statement of Financial Accounting Standards No. 133, Accounting for Derivative Instruments and Hedging Activities (June 1998), pursuant to paragraph 11(a) of that Statement, as may be modified or supplemented; **NA** or

iv. Any obligation, including a contingent obligation, arising out of a variable interest (as referenced in FASB Interpretation No. 46, Consolidation of Variable Interest Entities (January 2003), as may be modified or supplemented) in an unconsolidated entity that is held by, and material to, the issuer, where such entity provides financing, liquidity, market risk or credit risk support to, or engages in leasing, hedging or research and development services with, the issuer. **NA**

Instructions to paragraph C of Item XVI

1 No obligation to make disclosure under paragraph C of this Item XVI shall arise in respect of an off-balance sheet arrangement until a definitive agreement that is unconditionally binding or subject only to customary closing conditions exists or, if there is no such agreement, when settlement of the transaction occurs.

2 Issuers should aggregate off-balance sheet arrangements in groups or categories that provide material information in an efficient and understandable manner and should avoid repetition and disclosure of immaterial information. Effects that are common or similar with respect to a number of off-balance sheet arrangements must be analyzed in the aggregate to the extent the aggregation increases understanding. Distinctions in arrangements and their effects must be discussed to the extent the information is material, but the discussion should avoid repetition and disclosure of immaterial information.

iii. For purposes of paragraph C of this Item XVI only, contingent liabilities arising out of litigation, arbitration or regulatory actions are not considered to be off-balance sheet arrangements.

iv. Generally, the disclosure required by paragraph C of this Item XVI shall cover the most recent fiscal year. However, the discussion should address changes from the previous year where such discussion is necessary to an understanding of the disclosure.

In satisfying the requirements of paragraph C of this Item XVI, the discussion of off-balance sheet arrangements need not repeat information provided in the footnotes to the financial statements, provided that such discussion clearly cross-references to specific information in the relevant footnotes and integrates the substance of the footnotes into such discussion in a manner designed to inform readers of the significance of the information that is not included within the body of such discussion.

Part E Issuance History

Item XVII List of securities offerings and shares issued for services in the past two years.

List below any events, in chronological order, that resulted in changes in total shares outstanding by the issuer (1) within the two-year period ending on the last

day of the issuer's most recent fiscal year and (2) since the last day of the issuer's most recent fiscal year.

The list shall include all offerings of securities, whether private or public, and shall indicate:

- (i) The nature of each offering (e.g., Securities Act Rule 504, intrastate, etc.);
- (ii) Any jurisdictions where the offering was registered or qualified;
- (iii) The number of shares offered;
- (iv) The number of shares sold;
- (v) The price at which the shares were offered, and the amount actually paid to the issuer;
- (vi) The trading status of the shares; and
- (vii) 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.

No securities or shares were distributed for services in the last two years.

The list shall also include all shares or any other securities or options to acquire such securities issued for services in the past two fiscal years and any interim periods, 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. With respect to private offerings of securities, the list shall also indicate the identity of the persons who purchased securities in such private offering; *provided, however*, that in the event that any such person is an entity, the list shall also indicate (a) the identity of each natural person beneficially owning, directly or indirectly, more than five percent (5%) of any class of equity securities of such entity and (b) to the extent not otherwise disclosed, the identity of each natural person who controlled or directed, directly or indirectly, the purchase of such securities for such entity.

N/A

No securities or shares were distributed for services in the last two years.

Part F Exhibits

The following exhibits must be either described in or attached to the disclosure statement:

Item XVIII Material Contracts.

A. Every material contract, not made in the ordinary course of business, that will be performed after the disclosure statement is posted through the OTC Disclosure and News Service or was entered into not more than two years before such posting. Also include the following contracts:

- 1 Any contract to which directors, officers, promoters, voting trustees, security holders named in the disclosure statement, or the Designated Advisor for Disclosure are parties other than contracts involving only the purchase or sale of current assets having a determinable market price, at such market price;
- 2 Any contract upon which the issuer's business is substantially dependent, including but not limited to contracts with principal customers, principal suppliers, and franchise agreements;
- 3 Any contract for the purchase or sale of any property, plant or equipment for consideration exceeding 15 percent of such assets of the issuer; or

- 1 Any material lease under which a part of the property described in the disclosure statement is held by the issuer.

B. Any management contract or any compensatory plan, contract or arrangement, including but not limited to plans relating to options, warrants or rights, pension, retirement or deferred compensation or bonus, incentive or profit sharing (or if not set forth in any formal document, a written description thereof) in which any director or any executive officer of the issuer participates shall be deemed material and shall be included; and any other management contract or any other compensatory plan, contract, or arrangement in which any other executive officer of the issuer participates shall be filed unless immaterial in amount or significance.

C. The following management contracts or compensatory plans need not be included:

- 1 Ordinary purchase and sales agency agreements;
- 2 Agreements with managers of stores in a chain organization or similar organization;
- 3 Contracts providing for labor or salesmen's bonuses or payments to a class of security holders, as such; and
- 4 Any compensatory plan that is available to employees, officers or directors generally and provides for the same method of allocation of benefits between management and non-management participants

N/A

Item XIX Articles of Incorporation and Bylaws.

A. A complete copy of the issuer's articles of incorporation or in the event that the issuer is not a corporation, the issuer's certificate of organization. Whenever amendments to the articles of incorporation or certificate of organization are filed, a complete copy of the articles of incorporation or certificate of organization as amended shall be filed.

B. A complete copy of the issuer's bylaws. Whenever amendments to the bylaws are filed, a complete copy of the bylaws as amended shall be filed.

Item XX Purchases of Equity Securities by the Issuer and Affiliated Purchasers.

A. In the following tabular format, provide the information specified in paragraph (B) of this Item XX with respect to any purchase made by or on behalf of the issuer or any "Affiliated Purchaser" (as defined in paragraph (C) of this Item XX) of shares or other units of any class of the issuer's equity securities. **NA**

ISSUER PURCHASES OF EQUITY SECURITIES				
Period	Column (a) Total Number of Shares (or Units) Purchased	Column (b) Average Price Paid per Share (or Unit)	Column (c) Total Number of Shares (or Units) Purchased as Part of Publicly Announced Plans or Programs	Column (d) Maximum Number (or Approximate Dollar Value) of Shares (or Units) that May Yet Be Purchased Under the Plans or Programs
Month #1 (identify beginning and ending dates)				
Month #2 (identify beginning and ending dates)				
Month #3 (identify beginning and ending dates)				
Total				