

# OTC Pink® Basic Disclosure Guidelines

Federal securities laws, such as Rules 10b-5 and 15c2-11 of the Securities Exchange Act of 1934 ("Exchange Act") as well as Rule 144 of the Securities Act of 1933 ("Securities Act"), and state Blue Sky laws, require issuers to provide *adequate current information* to the public markets. With a view to encouraging compliance with these laws, OTC Markets Group has created these OTC Pink Basic Disclosure Guidelines. We use the basic disclosure information provided by OTC Pink companies under these guidelines to designate the appropriate tier in the OTC Pink marketplace: Current, Limited or No Information. OTC Markets Group may require companies with securities designated as Caveat Emptor to make additional disclosures in order to qualify for OTC Pink Current Information tier.

#### **Qualifications for the OTC Pink - Current Information Tier**

Companies that make the information described below publicly available on a timely basis (90 days after fiscal year end for Annual Reports; 45 days after each fiscal quarter end for Quarterly Reports) qualify for the Current Information Tier. Financial reports must be prepared according to U.S. GAAP or IFRS, but are *not required to be audited* to qualify for the OTC Pink Current Information tier.

#### **Initial Qualification:**

- 1. Subscribe to the OTC Disclosure & News Service on www.OTCIQ.com to publish your financial reports and material news.
- 2. Create the following documents, save them in PDF format and upload them via www.OTCIQ.com:
  - Annual Financial statements (Document must Include: Balance Sheet, Income Statement, Statement of Cash Flows, Notes to Financial Statements) for the previous two fiscal years. If these reports are audited, please attach the audit letter from the <u>PCAOB</u> registered audit firm. Each year's Annual Financial statements should be posted separately under the report type "Annual Report" in OTCIQ.
  - Any subsequent Quarterly Reports since the most recent Annual Report.
  - The most recent fiscal period end report should also include information in accordance with these OTC Pink Basic Disclosure Guidelines; use the fillable form beginning on page 3.
- 3. If financial reports are not audited by a <a href="PCAOB">PCAOB</a> registered audit firm:
  - Submit a signed Attorney Letter Agreement (first two pages of the Attorney Letter Guidelines).
  - After following the appropriate procedures with a qualified attorney, upload an Attorney Letter complying with <u>Attorney</u>
     <u>Letter Guidelines</u> through your otciq.com account.

#### **Ongoing Qualification:**

- 1. **For each Fiscal Quarter End**, upload a Quarterly Report via www.OTCIQ.com within **45** days of the quarter end. (A separate quarterly report is not required for the 4<sup>th</sup> quarter.) The Quarterly Report should include:
  - Information in accordance with these OTC Pink Basic Disclosure Guidelines -- use the fillable form beginning on page
  - Quarterly financial statements (Balance Sheet, Income Statement, Statement of Cash Flows, Notes to Financial Statements).
  - No Audit Letter or Attorney Letter is required.
- 2. For each Fiscal Year End, upload an Annual Report within 90 days of the fiscal year end. The Annual Report should include:
  - Information in accordance with these OTC Pink Basic Disclosure Guidelines -- use the fillable form beginning on page
     3
  - Annual financial statements (Balance Sheet, Income Statement, Statement of Cash Flows, Notes to Financial Statements, and Audit Letter, if the financial statements are audited).
- 3. If financial reports are not audited by a PCAOB registered audit firm, upload an Attorney Letter via <a href="www.OTCIQ.com">www.OTCIQ.com</a> complying with the <a href="Attorney Letter Guidelines">Attorney Letter Guidelines</a> within **120 days** of the fiscal year end.

#### **Qualifications for the OTC Pink - Limited Information Tier**

Companies that make the information described below publicly available within the prior 6 months qualify for the Limited Information Tier.

- 1. Subscribe to the OTC Disclosure & News Service on www.OTCIQ.com to publish your financial reports and material news.
- 2. Create a Quarterly Report or Annual Report for a fiscal period ended within the previous 6 months, save it in PDF format and upload it via www.OTCIQ.com. The Quarterly Report or Annual Report includes:
  - Balance Sheet, Income Statement, and Total Number of Issued and Outstanding Shares. Financial statements must be prepared in accordance with US GAAP, but are not required to be audited. (Please note that Cash Flow Statements are not required to qualify for the Limited Information tier; however, unless the financial statements include a Cash Flow Statement, no financial data will be included in the OTC Financials Data Service, which distributes company financial data to online investor portals and makes the data available on your company's Financials tab on www.otcmarkets.com)
  - A company in the Limited Information tier, may, but is not required to, include information in accordance with these OTC Pink Basic Disclosure Guidelines using the fillable form beginning on page 3.

# **Current Reporting of Material Corporate Events**

OTC Markets Group encourages companies to make public disclosure available regarding corporate events that may be material to the issuer and its securities. Persons with knowledge of such events would be considered to be in possession of material nonpublic information and may not buy or sell the issuer's securities until or unless such information is made public. If not included in the issuer's previous public disclosure documents or if any of the following events occur after the publication of such disclosure documents, the issuer shall publicly disclose such events by disseminating a news release within 4 business days following their occurrence, and posting such news release through the OTC Disclosure & News Service.

Material corporate events include:

- Entry or Termination of a Material Definitive Agreement
- Completion of Acquisition or Disposition of Assets, Including but not Limited to mergers
- Creation of a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement of an Issuer
- Triggering Events That Accelerate or Increase a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement
- Costs Associated with Exit or Disposal Activities
- Material Impairments
- Sales of Equity Securities
- Material Modification to Rights of Security Holders
- Changes in Issuer's Certifying Accountant
- Non-Reliance on Previously Issued Financial Statements or a Related Audit Report or Completed Interim Review
- Changes in Control of Issuer
- Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers
- Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year
- · Amendments to the Issuer's Code of Ethics, or Waiver of a Provision of the Code of Ethics
- Other events the issuer considers to be of importance

# **OTC Pink Basic Disclosure Guidelines**

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

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

Gold and Silver Mining of Nevada, Inc., CJT Financial, Inc. prior to September 2013

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

Company Headquarters Address 1: 6130 Elton Ave., Las Vegas, NV 891 Address 2: 6289 S. Lake Fork Circle, Taylorsvill Address 3: Phone: 801-679-3945 Email: fred@goldandsilvermining.com Website(s): www.goldandislvermining.com	
IR Contact Address 1: Address 2: Address 3: Phone: Email: Website(s):	
3) Security Information	
Trading Symbol: <u>CJTF</u> Exact title and class of securities outstanding: <u>C</u> CUSIP: <u>380476 200</u> Par or Stated Value: <u>.001</u> Total shares authorized: <u>5,000,000,000</u> Total shares outstanding: <u>107,971,148</u>	
Additional class of securities (if necessary): Trading Symbol: <u>CJTF</u> Exact title and class of securities outstanding: <u>P</u> CUSIP: <u>380476 200</u> Par or Stated Value: <u>.00001</u> Total shares authorized: 50.000.000	
Total shares authorized: 50,000,000  Total shares outstanding:  Exact title and class of securities outstanding: C	as of:
Par or Stated Value: .00001 Total shares authorized: 4 Total shares outstanding: 4 Exact title and class of securities outstanding: C Par or Stated Value: .00001	as of: <u>June 30, 2016</u> as of: <u>September 30, 2016</u> class E Preferred
Total shares authorized: 10,000,000 Total shares outstanding:	as of: <u>June 30, 2016</u> as of:

Transfer Agent

Name: Pacific Stock Transfer Co.

Address 1: 6725 Via Austi Parkway, S. 300, Las Vegas, NV 89119

**OTC Markets Group Inc.** 

Address 2: 173-3 Keith Street, Warrenton, VA 201286 Address 3:		
Phone: <u>702-361-3033</u> 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 mus	st be registered under the Exchange Act.
List any restrictions on the transfer of security:		
<u>None</u>		
Describe any trading suspension orders issued by the SEC ir	n the past 12 month	ns.
<u>None</u>		

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

Reverse Split Completed March 1, 2016. (2,000 to 1) Details in 1st Quarter Financial Statement Note 7

#### 4) **Issuance History**

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

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

6,750,000 common
20,000,000 common
e \$0.375/share restricted – issued in exchange
34,000,000 common
85,374,825 common
45,845,471 common
377,630,801 common
1,000,000,000 common
300,000,000 common
176,226,000 common
-764,377,344 common
4 preferred
0 preferred
301,910,805 common
290,777,777 common
25,000,000 common
5,093,732 common
30,093,732 common
5,000,000 common
66,174,466 common
5,668,338 common

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

# **None**

C. The number of shares offered;

# See B Above

D. The number of shares sold;

## See B Above

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

#### See B Above

F. The trading status of the shares; and

#### See B Above

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

NA

# 5) Financial Statements

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

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

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

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

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

The Current Financial Statement "Quarterly Report" for the period ending September 30, 2016 was posted on the OTC Markets Site under Filings and Disclosures on October 26, 2016.

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

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

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

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

The company is focused on developing and bringing into production mining properties in Nevada that are ready to come into production in the near future. For more information, please visit the company web site at <a href="https://www.goldandsilvermining.com">www.goldandsilvermining.com</a> or call Investor Relations at 801-679-3945. These are large, gold and silver deposits.

Nevada Gold Mine: (Goldfield Basin Mine) An 80 acre portion of the mining claims has been assayed and analyzed and are now permitted and bonded and in the early stages of production. The 80 acres contain over 2 million tons of minable ore and another 4 million+ tons in the adjoining 160 acres which have also had some assay work verifying similar gold content. One of our permits geological review fact sheet from the state of Nevada reads as follows: "Overlaying the Wyman is the Reed Dolomite, a gray coarsely crystalline dolomite, which is overlain by an alluvial layer (gold-bearing pay dirt) that ranges in thickness from 10 feet to greater than 100 feet." The overlaid alluvial layer is the distance from the surface to bedrock. Initial sampling in the 80 acres selected for current production has confirmed that bedrock is 10 to 15 feet below the surface. This means that all of the mining is near surface mining.

As each 5 acre production segment is completed, the grid assay analysis of the next segment will already be completed and proof of expected recovery generated. For example the initial production area selected is TR21. The results from bulk sample TR21 shows concentrate results of 0.585 ounces per ton of gold in the top 5 feet over the large gravity table and 0.584 ounces per ton recovered through a high speed centrifugal concentrator and then 0.829 opt in the 5 to 10 feet area analyzed across the large gravity table and 0.141 opt through the high speed concentrator. The large gravity table overflow was piped to the concentrator so the results can be added together to arrive at total concentrate assay results. Since the large batch ore was hauled a considerable distance for analysis, the operation is still conducting assay analysis on a small scale and is waiting on delivery of on site equipment that will do at least as well or better than the numbers we have already verified at TR21 where production will continue using the new on site equipment.

The concentration equipment does not use chemicals and since the ore being processed is at or near the surface there is little to no impact to the environment. The area is extremely arid with little to no animal or plant life. The area is also flat with no washes or streams in the area so any mining activity is very easy to control and and reclaim and return to its natural arid state.

Safe Harbor Statement under the Private Securities Litigation Reform Act of 1995: This company information may contain forward-looking statements. Forward-looking statements are inherently subject to risks and uncertainties, some of which cannot be predicted or quantified. Future events and actual results could differ materially from those set forth in, contemplated by, or underlying the forward-looking statements. The risks and uncertainties to which forward-looking statements are subject include, but are not limited the effect of government regulation, competition and other material risks.

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

Nevada, March 19, 1998

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

SIC Code 1041 Gold Ores
NAICS Code 21222 Gold and Silver Ore Mining

D. the issuer's fiscal year end date;

December 31

E. principal products or services, and their markets;

Gold and Silver Dore Bars Sold to Wholesalers such as Johnson Matthey and Hedge Funds

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

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

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

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

The company's assets consist of some financial assets such as a Note Receivable. The primary assets of the company consist of 48 placer mining claims located in 3 different counties in Nevada. These assets contain gold and silver mineralization that when fully documented could amount to well over \$1 billion. The estimated tonnage from these mining claims and other nearby claims that can still be added could easily take more than 50 years to mine and process

## 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. <u>Names of Officers, Directors, and Control Persons</u>. In responding to this item, please provide the names of each of the issuer's executive officers, directors, general partners and control persons (control persons are beneficial owners of more than five percent (5%) of any class of the issuer's equity securities), as of the date of this information statement.
  - N. Fred Anderson, sole officer and director, is a majority shareholder and is the only shareholder with more than 10% of the common stock.
- B. <u>Legal/Disciplinary History</u>. 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);

<u>No</u>

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

 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. <u>Beneficial Shareholders</u>. 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.

There is only one. N. Fred Anderson of 6289 S. Lake Fork Circle, Taylorsville, UT 84129 owns a control block of 50 million shares and Class A Preferred and Class D Preferred shares which provide controlling votes 4 times the issued and outstanding common shares

#### 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:

<u>Legal Counsel</u>
Name: <u>John D. Thomas, PC</u>
Firm: <u>Legal Counsel</u>
Address 1: 11650 South State Street, Suite 240, Draper, UT 84020, United States
Address 2:
Phone: 801-816-2536
Email:
Accountant or Auditor
Name:
Firm:
Address 1:
Address 2:
Phone:
Email:
Investor Relations Consultant
Name:
Firm:
Address 1:
Address 2:
Phone:
Email:
Other Advisor: Any other advisor(s) that assisted, advised, prepared or provided information with respect to this
disclosure statement.
Name:
Firm:
Address 1:
Address 2:
Phone:
Email:
10) Issuer Certification

The issuer shall include certifications by the chief executive officer and chief financial officer of the issuer (or any other

# The certifications shall follow the format below

persons with different titles, but having the same responsibilities).

I, N. Fred Anderson, certify that:

- 1. I have reviewed this quarterly disclosure statement of Gold and Silver Mining of Nevada, Inc.;
- 2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
- 3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

August 10, 2016 [Date]

\_\_\_\_\_ [CEO's Signature]

\_\_\_\_\_[CFO's Signature]

(Digital Signatures should appear as "/s/ [OFFICER NAME]")

President/CEO/Director [Titles]