# OTC Disclosure Statement for Diamond Lake Minerals, Inc. For the Year Ending December 31, 2016

## 1) Name of the issuer and its predecessors, if any, in the past five years

Diamond Lake Minerals, Inc.

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

Company Headquarters:

<u>Address</u>: 11700 Mukilteo Speedway Suite 201-1030, Mukilteo, WA 98275 <u>Phone</u>: (701) 897-1880 <u>Fax</u>: none <u>Email</u>: emil@tiogaindustries.com <u>Website</u>: tiogaindustries.com

IR Contact: none

Our investor relations are handled by the Company and its management directly

## 3) Security Information

Exact title and class of securities outstanding: Common Stock

Trading Symbol: DLMI

CUSIP: 252692 20 7

Par or Stated Value: \$0.001 per share

<u>Total shares authorized</u>: 100,000,000 shares of Common Stock authorized as of December 31, 2016 <u>Total shares outstanding</u>: As of December 31, 2016, there were 616,019 shares of Common Stock issued and outstanding, held of record by 432 shareholders of record. Holders of the Company's Common Stock are entitled to one vote each per share and may exercise cumulative voting rights under Utah Law. Holders of Common Stock are entitled to receive *pro rata* such dividends, if any, as may be declared by the Board of Directors of the Company, out of funds legally available therefore, subject to any preferential dividend rights of outstanding preferred stock. Upon liquidation, dissolution or winding up of the Company, the holders of Common Stock are entitled to receive *pro rata* the net assets of the Company available after the payment of all creditors and liquidation preferences, if any, of any outstanding Preferred Stock. Holders of Common Stock have no preemptive subscription, conversion or redemption rights. The outstanding shares of Common Stock are fully paid and non- assessable.

## Additional classes of securities:

Exact title and class of securities outstanding: Preferred Stock <u>Trading Symbol</u>: None <u>CUSIP</u>: None <u>Par or Stated Value</u>: \$0.001 per share <u>Total shares authorized</u>: 50,000,000 shares of Preferred Stock authorized as of December 31, 2016 <u>Total shares outstanding</u>: no shares of Preferred Stock issued as of December 31, 2016

## Transfer Agent:

<u>Name</u>: American Registrar & Transfer Company <u>Address</u>: 1234 W South Jordan Pkwy, Unit B-3 South Jordan UT 84095 Phone: 801-363-9065

Is the Transfer Agent registered under the Exchange Act? Yes: X No:

List any restrictions on the transfer of security:

None

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

None

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

The Company completed a 1-for-170 round lot reverse stock split on November 2, 2016.

## 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. <u>The nature of each offering</u> (e.g., Securities Act Rule 504, intrastate, etc.): Section 4(2) of the Securities Act of 1933
- B. Any jurisdictions where the offering was registered or qualified: None
- C. <u>The number of shares offered</u>: No shares were offered in 2015. In 2016, 1,000,000 shares of common stock were offered and sold.
- D. The number of shares sold: See 4.C., above.
- E. <u>The price at which the shares were offered, and the amount actually paid to the issuer</u>. The shares were offered in exchange for 100% control of the Company's wholly owned subsidiary, Tioga Industries, LLC, at an approximate value of \$1.00 per share.
- F. <u>The trading status of the shares:</u> All shares were historically issued as "restricted securities" and a standard '33 Act legend.

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: See 4.F., above.

## 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.

<u>Response</u>: The Company's financials for the period ending December 31, 2016 are incorporated by reference and were posted on OTCIQ.com on June 1, 2017.

## 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. Description of the issuer's business operations:

Diamond Lake Minerals, Inc. (the "Company") was incorporated under the laws of the State of Utah on January 5, 1954 as Garden & Lawn Equipment Company. It changed its name to G & L Equipment Company in 1958, in 1982 to G & L Energy, Inc., and in 1993 to Diamond Lake Minerals, Inc. Until 1999, it explored mining properties in Canada, but later abandoned that business and its mining claims, sold or disposed of all of its assets, and since at least 2005 and through 2015, had been a shell company, looking for business opportunities and potential acquisitions or reverse acquisition candidates.

The Company, through a reverse acquisition in November 2016, acquired Tioga Industries, LLC, and its business operations are through this subsidiary. Tioga specializes in contract sales of aggregates and scoria, and

custom crushing of the same for the oil and gas industry and general construction projects, primarily in the states of North Dakota, Montana, Washington and Oregon.

## B. The issuer's primary and secondary SIC Codes:

SIC Code 3530, Construction, Mining & Materials

C. The issuer's fiscal year end date:

December 31

D. Principal products or services, and their markets

Contract sales of aggregates and scoria, and custom crushing of the same for the oil and gas industry and general construction projects.

## 7) Describe the Issuer's Facilities

The Company maintains office space in Mukilteo, Washington, provided by the Company's President at no cost to the Company.

## 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.

#### Officers:

James Emil Sciarretta—President. Mr. Sciarretta founded Tioga Industries LLC in May 2011 as the Bakken Oil Play was getting under way in North Dakota. He has been in the construction industry since 1978, where he began selling construction and mining equipment in California, until he moved his family to Seattle in the late 80's to participate in the building boom the city was experiencing. In 1995 he established JESCO Aggregates Services, a contract sales company, servicing the greater Seattle area. As President and CEO of the Company, he manages business development and sales of construction aggregate, including sand and gravel products, and scoria for the oil and gas industries, and intends to build a diverse base of companies in mining, construction, and real estate development.

William Michael Reynolds —Secretary, Treasurer. Mr. Reynolds has been a CEO, officer or director of several public companies over the years, building strategic alliances with organization leaders to effectively align with and support key M&A initiatives. He has built and retained high performance teams by hiring, developing and motivating skilled professionals, and has experience managing all levels of multiple projects including budgeting, administration, and government relations. Previously Mr. Reynolds was an investment banker and real estate developer. He studied Prelaw at the University of Utah from 1964-1968.

Jerry Morrell—Vice President. Mr. Morrell was raised on a farm and ranch in Colorado and continued farming and ranching until 2000. He worked in oilfield construction and the trucking industry in Wyoming from 2000 to 2008. From 2008 to 2015 he worked in the Bakken oil and gas fields in North Dakota, and as of 2015 was operations manager of an oilfield construction company with over 200 employees and \$50,000,000 in annual sales. From 2015 to the present, Mr. Morrell has been the owner of Production Consulting, LLC., currently building out a 220-acre development in Billings, Montana, which will have a total of 195 houses on the property when completed. Construction has commenced on infrastructure, including roads, water and utilities. The final plat is expected to be filed by early summer 2017 and lots will be available for sale at that time.

Directors:

Emil Sciarretta (see bio above) William Michael Reynolds (see bio above) Jerry Morrell (see bio above)

- B. <u>Legal/Disciplinary History</u>. Please identify whether any of the foregoing persons have, prior to the period of this report of December 31, 2016, 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/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;

No/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/None

3. 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/None

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.

James Emil Sciarretta owns approximately 84% of the issued and outstanding shares of the Company.

# 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:

Accounting:

Steven Reiley 509 W Virginia Ave Phoenix, AZ 85003

Legal:

Labertew & Associates, LLC 1640 Creek Side Lane Park City, UT 84098

## 10) Issuer Certification

I, Emil Sciarretta, certify that:

1. I have reviewed this Disclosure Statement of Diamond Lake Minerals, 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.

June 1, 2017

<u>/s/ James Emil Sciarretta</u> James Emil Sciarretta, CEO

/s/ James Emil Sciarretta James Emil Sciarretta, CFO