

***Company Information and Disclosure Statement***  
***Section One: Issuers' Annual Disclosure Obligations for the***  
***For Period Ended September 30, 2013***

**Discovery Minerals Ltd.**  
**OTCPK: DSCR**

# OTC Pink Basic Disclosure Guidelines

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

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

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

### Company Headquarters

429 W. Plumb Lane  
Reno, NV 89509  
Phone: 310-822-0207  
Email:  
Website: www.discoveryminerals.com

### IR Contact

None

## **3) Security Information**

Trading Symbol: DSCR  
Common Stock Outstanding: 1,975,899,727 (as of 9/30/2013)  
Restricted Common Stock: 1,266,553,397 (as of 9/30/2013)  
Preferred Stock Outstanding: 0 (as of 9/30/2013)  
CUSIP Number: 25470V109  
Par or Stated Value: Common-\$0.00001 and Preferred stock-\$0.0001  
Total shares authorized: Common – One billion nine hundred eighty six million nine hundred ninety nine thousand and nine hundred ninety four (1,986,999,994) shares. Preferred – Thirteen million and six (13,000,006) shares designated to three classes as of 6/30/2013  
Total shares outstanding: 1,975,899,727 as of 9/30/2013

### Transfer Agent:

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

List any restrictions on the transfer of security:

None

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

None

#### 4) Issuance History

- A. The nature of each offering (e.g., Securities Act Rule 504, interstate, etc.);
- B. Any jurisdiction where the offering was registered or qualified;
- C. The number of shares offered;
- D. The number of shares sold;
- E. The price at which the shares were offered, and the amount actually paid to the issuer;
- F. The trading status of the shares; and
- G. Whether the certificates or other documents that evidence the shares contain legend (1) stating that the shares have registered under the Securities Act (2) setting forth or referring to the restrictions on transferability and sales of the share under the Securities Act.

Shareholder	Jurisdiction	Date	# of Shares Sold	Price Per share	Dollar Amount Sold	Nature of Offering
Russell Smith	California	04/22/2013	1,000,000,000	.0007	\$701,879	Consulting Services
Vectra Holdings	Canada	04/24/2013	65,000,000	.00001	\$650	Cash
Beatty Corporate Services Ltd.	Canada	05/02/2013	64,500,000	.00001	\$645	Cash
Quail Management Ltd	Canada	05/02/2013	62,000,000	.00001	\$620	Cash
Financial Providence Services	Canada	05/31/2013	58,000,000	.00001	\$580	Cash
JT Sands Corporation	USA	07/31/2013	60,000,000	.00001	\$600	Cash
Citadel EFT Inc.	USA	07/31/2013	57,000,000	.00001	\$570	Cash
AD Astra Holdings Inc.	Panama	09/10/2013	70,000,000	.00001	\$700	Cash
Silverton Adventures Inc.	USA	07/31/2013	56,500,000	.00001	\$565	Cash
Zebra Investment LLC	Canada	09/18/2013	70,000,000	.00001	\$700	Cash
Iman Khatamgouya	Canada	08/15/2013	30,000,000	.00001	\$300	Cash

*With respect to private offering of securities, the list shall also indicate the identity of the person 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 ten percent (10%) 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.*

#### 5) Financial Statements

*Provide the financial statements described below for the most recent fiscal year end or quarter end to maintain qualifications for the OTC Pink Current Information tier. For the initial disclosure statements (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 note; 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 statements or (ii) post such financial statements through the OTC Disclosure & News Service as separate reporting using the appropriate report name for the applicable period end. ("Annual Report," "Quarterly Report" or "Interim Reports").*

*If you choose to publish the financial reports separately as described in part (ii) above, you must state in the accompanying disclosure statements that such financial statements are incorporated by reference.*

*Information contain 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 with 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;

Discovery Minerals Ltd. is a production stage company formed to acquire and develop natural resource properties. Activities include gold, precious metals and minerals, including rare earth minerals production and sales. The Company has initiated a new program to evaluate undervalued assets, including clean tech and alternative energy investments, for potential addition to its portfolio.

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

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

- C. the issuer's primary and secondary SIC codes;

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

- D. the issuer's fiscal year end date;

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E. principal products or services, and their markets;

Discovery Minerals, Ltd. is an exploration stage company. Discovery is engaged in the acquisition and exploration of minerals properties with a view to exploiting any mineral deposits we discover. Further the Company plans to acquire producing mines in a known gold district, modernize the operations and increase production.

## 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 leases offices at 429 W. Plumb Lane, Reno, NV 89509. The lease is held by the Company's Secretary/Treasurer and he does not charge the Company for use of any space.

## 8) Officers, Directors, and Control Person

*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 name 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:

Russell Smith, President & CEO

Person Named above owns 1,106,000,000 shares of Common stock.

Fred Schiemann, Secretary, Treasurer & CFO

Person Named above owns 41,000,000 shares of Common stock.

Henry Manayan, Director & COO

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

William McInerney, Director

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

Michael Silver, Secretary & Treasurer

Person Named above owns 0 shares of Common stock.

Golden Swan,

Trust Named above owns 105,000,000 shares of Common stock.

Bruce Clifford Simpson, Beneficiary/Registered Agent  
5 Coolibah Way, Bibra Lake 6163, West Australia

**B.** Legal/Disciplinary History. Please identify whether any of the foregoing persons have, in the last five years, been the subject of:

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);

None

2. The entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or banking activities;

None

3. A finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated; or

None

4. The entry of an order by a self-regulatory organization that permanently or temporarily barred, suspended or otherwise limited such person's involvement in any type of business or securities activities.

None

**C.** Beneficial Shareholders. 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 residents agents of the corporate shareholders.

## **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 matter relating to operations, business development and disclosure:*

Legal Counsel

John E. Dolkart, Jr.  
John E. Dolkart, Jr., Esq.  
1750 Kettner Blvd., Ste 416  
San Diego, CA 92101  
(702) 275-2181  
www.dolkartlaw.com

Accountant or Auditor

Fred Schiemann  
429 W. Plumb Lane  
Reno Nevada 09509  
(775) 324-2012  
fschiemann@yahoo.com

Investor Relations Consultant

None

Other Advisor

Name:  
Firm:  
Address 1  
Address 2  
Phone  
Email

## 10) Issuer Certification

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

***I, Russell Smith, certify that:***

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

***2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and***

***3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.***

**Date: 1/13/2014**  
**Russell Smith**  
**/S/ Russell Smith**  
**Title: President**