

# Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

## Fernhill Corporation

A Nevada Corporation

701 South Carson Street  
Suite 200

Carson City, NV 89701

Phone: (310) 989-2938

Website(s): www.fernhillcorporation.com

Email: [info@fernhillcorporation.com](mailto:info@fernhillcorporation.com)

SIC CODE 1040

### **Quarterly Report For the Period Ending: June 30, 2019 (The "Reporting Period")**

As of June 30, 2019, the number of shares outstanding of our Common Stock was:

1,470,381,295

As of March 31, 2019, the number of shares outstanding of our Common Stock was:

1,249,995,981

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933 and Rule 12b-2 of the Exchange Act of 1934):

Yes:  No:  (Double-click and select "Default Value" to check)

Indicate by check mark whether the company's shell status has changed since the previous reporting period:

Yes:  No:

Indicate by check mark whether a Change in Control<sup>1</sup> of the company has occurred over this reporting period:

Yes:  No:

---

<sup>1</sup> "Change in Control" shall mean any events resulting in:

(i) Any "person" (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the "beneficial owner" (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;

(ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;

(iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or

(iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

**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.

The exact name of the Issuer is Fernhill Corporation. (The "Company" or "Fernhill"). The Issuer was incorporated in Nevada on October 7, 1987 under the name Alaskan Geodetic Survey Inc., On January 16, 2009, the company filed articles of amendment with the state of Nevada changing the name of the Company to Global Gold Corporation. On November 7, 2011, the Company filed articles of amendment with the state of Nevada changing the name of the Company to Fernhill Corporation.

Date and state (or jurisdiction) of incorporation (also describe any changes to incorporation since inception, if applicable) Please also include the issuer’s current standing in its state of incorporation (e.g. active, default, inactive):

The exact name of the Issuer is Fernhill Corporation. (The "Company"). The Company standing is currently active.

Has the issuer or any of its predecessors ever been in bankruptcy, receivership, or any similar proceeding in the past five years?

Yes:  No:

**2) Security Information**

Trading Symbol: FERN

Exact title and class of securities outstanding:

Common Stock CUSIP: 315219105

Par or Stated Value: .0001

Total shares authorized: 2,000,000,000 as of: June 30, 2019

Total shares outstanding: 1,470,381,295 as of: June 30, 2019

Additional class of securities (if necessary):

Trading Symbol: FERN

Exact title and class of securities outstanding:

Preferred “A” Stock CUSIP: 315219105

Par or Stated Value: .0001

Total shares authorized: 10,000,000 as of: June 30, 2019

shares outstanding: 1,000,000 as of: June 30, 2019

Total

Holders of shares of common stock are entitled to one vote for each share on all matters to be voted on by the stockholders. Holders of the preferred “a” stock are entitled to ten thousand to one voting and conversion rights. Holders of common stock do not have cumulative voting rights. Subject to preferences that may be applicable to any outstanding shares of preferred stock, the holders of common stock are entitled to share in dividends, if any, as may be declared from time to time by the board of directors in its discretion from funds legally available therefore. Holders of common stock have no pre-emptive rights to purchase the common stock. There are no conversion or redemption rights or sinking fund provisions with respect to the common stock The Issuer may issue additional shares of common stock which could dilute its current shareholder's share value.

Transfer Agent

Name: Action Stock Transfer Corporation

Address 1: 2469 E. Fort Union Blvd., Suite 214, Salt\_Lake City, UT 84121

Is the Transfer Agent registered under the Exchange Act?<sup>2</sup> Yes:  No:

<sup>2</sup> To be included in the Pink Current Information tier, the transfer agent must be registered under the Exchange Act. OTC Markets Group Inc. OTC Pink Basic Disclosure Guidelines (v2.0 February 2019)

Describe any trading suspension orders issued by the SEC concerning the issuer or its predecessors:

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:

NONE

### 3) Issuance History

The goal of this section is to provide disclosure with respect to each event that resulted in any direct changes to the total shares outstanding of any class of the issuer's securities **in the past two completed fiscal years and any subsequent interim period**.

Disclosure under this item shall include, in chronological order, all offerings and issuances of 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. Using the tabular format below, please describe these events.

#### A. Changes to the Number of Outstanding Shares

Check this box to indicate there were no changes to the number of outstanding shares within the past two completed fiscal years and any subsequent periods:

Date of Transaction	Transaction type (e.g. new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to (entities must have voting / investment control disclosed).	Reason for share issuance (e.g. for cash or debt conversion) OR Nature of Services Provided (if applicable)	Restricted or Unrestricted as of this filing?	Exemption or Registration Type?				
										*Right-click the rows below and select "Insert" to add rows as needed.			
Number of Shares outstanding as of 01/01/2016		Opening Balance: Common: <u>342,559,216</u> Preferred: <u>0</u>		*Right-click the rows below and select "Insert" to add rows as needed.									
2/24/2017	Cancellation	(30,000,000)	Common	\$.0003	No	Black Ridge Capital							
4/18/2017	Issuance	1,000,000	Preferred	\$.0001	No	Kiran Kurien	Compensation	Restricted					
4/25/2017	Issuance	30,000,000	Common	\$.0001	No	Tide Pool Todd Violette	Debt Conversion	Unrestricted	144				
5/18/2017	Issuance	30,000,000	Common	\$.0001	No	Tide Pool Todd Violette	Debt Conversion	Unrestricted	144				
5/30/2017	Issuance	5,000,000	Common	\$.0001	No	Omnivance Advisors Daniel Wong	IR Services	Restricted					

6/16/2017	Issuance	4,883,116	Common	\$.0019	No	Northern Lights Trading LLC Adrian McKenzie	Debt Conversion	Unrestricted	144
8/1/2017	Issuance	10,000,000	Common	\$.0001	No	Tide Pool Todd Violette	Debt Conversion	Unrestricted	144
8/21/2017	Issuance	137,193,942	Common	\$.0001	No	Adam Kovacevic	Compensation	Restricted	
8/21/2017	Issuance	100,000,000	Common	\$.0001	No	Donald Walker	Compensation	Restricted	
8/21/2017	Issuance	60,000,000	Common	\$.0001	No	Atkinium Technologies LTD	Engineering Services	Restricted	
8/28/2017	Issuance	62,500,000	Common	\$.00008	No	PBDC LLC Adrian McKenzie	Debt Conversion	Unrestricted	144
8/28/2017	Issuance	62,500,000	Common	\$.00008	No	World Market Ventures LLC Chad Curtis	Debt Conversion	Unrestricted	144
9/6/2017	Issuance	40,000,000	Common	\$.0001	No	Tide Pool Todd Violette	Debt Conversion	Unrestricted	144
10/4/2017	Issuance	45,000,000	Common	\$.0001	No	Tide Pool Todd Violette	Debt Conversion	Unrestricted	144
10/26/2017	Issuance	35,714,285	Common	\$.00028	No	Tide Pool Todd Violette	Debt Conversion	Unrestricted	144
12/11/2017	Issuance	70,000,000	Common	\$.00008	Yes	Argolis Advisors Doug Osbourne	Debt Conversion	Unrestricted	144
1/9/2018	Issuance	3,000,000	Common	\$.0001	No	Omnivance Advisors Daniel Wong	IR Services	Restricted	
1/23/2018	Issuance	20,000,000	Common	\$.0005	No	Tide Pool Todd Violette	Debt Conversion	Unrestricted	144
3/21/18	Issuance	100,000,000	Common	\$.0001	No	Cedat Capital John Milardovic	Debt Conversion	Unrestricted	144
4/2/2018	Issuance	21,645,022	Common	\$.00046	No	VanCal Partners LLC John Thomas	Debt Conversion	Unrestricted	144
6/22/2018	Issuance	100,000,000	Common	\$.0001	No	Cedat Capital John Milardovic	Debt Conversion	Unrestricted	144
4/08/2019	Issuance	90,000,000	Common	\$.0001	No	Cedat Capital John Milardovic	Debt Conversion	Unrestricted	144
5/08/2019	Issuance	130,385,714	Common	\$.0001	No	Tide Pool David Alexander Paul	Debt Conversion	Unrestricted	144
Shares Outstanding on	<u>Ending Balance:</u> Common: 1,470,381,295								

06/30/2019	Preferred: <u>1,000,000</u>	
------------	-----------------------------	--

**Example:** A company with a fiscal year end of December 31<sup>st</sup>, in addressing this item for its quarter ended September 30, 2018, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2016 through September 30, 2018 pursuant to the tabular format above.

Use the space below to provide any additional details, including footnotes to the table above:

## B. Debt Securities, Including Promissory and Convertible Notes

Use the chart and additional space below to list and describe any issuance of promissory notes, convertible notes or convertible debentures **in the past two completed fiscal years and any subsequent interim period.**

Check this box if there are no outstanding promissory, convertible notes or debt arrangements:

Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder	Reason for Issuance (e.g. Loan, Services, etc.)
1/31/2011	\$37,892.92	\$82,000.00	\$5,138.65	12/31/2018	Conversion at Par Value	Flanagan	Loan
9/30/2015	\$33,914.58	\$38,450.00	\$12,914.58	12/31/2018	Conversion at Par Value	Cedat Capital	Loan
10/15/2015	\$52,792.61	\$48,000.00	\$14,792.61	10/15/2016	Conversion at Par Value	Kiran Kurian	Services
05/16/2017	\$4,830.11	\$7,000.00	\$830.11	12/31/2018	Conversion at Par Value	Tide Pool	Loan
5/16/2017	\$11,059.52	\$9,000.00	\$2,059.52	Demand	Conversion at Par Value	Tide Pool	Loan
.835.00	\$21,370.75	\$17,500.00	\$3,870.75	Demand	Conversion at Par Value	Tide Pool	Loan
6/30/2017	\$14,759.08	\$12,500.00	\$2,259.08	06/30/2018	Conversion at 50% discount to market	PBDC LLC	Loan
06/30/2017	\$14,759.08	\$12,500.00	\$2,259.08	06/30/2018	Conversion at 50% discount to market	PBDC LLC	Loan
08/01/2017	\$11,909.59	\$10,000.00	\$1,909.59	08/01/2018	Conversion at 65% discount to market	Tide Pool	Loan
08/29/2017	\$8,874.66	\$7,500.00	\$1,374.66	8/29/2018	Conversion at 65% discount to market	Tide Pool	Loan
12/28/2017	\$22,427.67	\$19,500.00	\$2,927.67	12/28/2018	Conversion at 65% discount to market	Tide Pool	Loan
05/03/2018	\$6,682.54	\$5,990.00	\$692.54	05/03/2019	Conversion at 65% discount to market	Cedat Capital	Loan
05/16/2018	\$7,773.26	\$6,990.00	\$783.26	05/16/2019	Conversion at 65% discount to market	Cedat Capital	Loan
05/29/2018	\$7,194.12	\$6,490.00	\$704.12	05/29/2019	Conversion at 65% discount to market	Cedat Capital	Loan

06/30/2017	\$192,368.60	\$165,835.00	\$26,533.60.	06/30/2018	None	World Wide Sun LLC	Loan
------------	--------------	--------------	--------------	------------	------	--------------------	------

#### 4) Financial Statements

A. The following financial statements were prepared in accordance with:

- U.S. GAAP  
 IFRS

B. The financial statements for this reporting period were prepared by (name of individual)<sup>3</sup>:

Name: James DiPrima  
Title: Acting CFO  
Relationship to Issuer: Consultant

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

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

You may either (i) attach/append the financial statements to this disclosure statement or (ii) file the financial statements through OTCIQ 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 statements in a separate report as described 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 in the field below.

\_\_\_\_\_

Financial statement information is considered current until the due date for the subsequent report (as set forth in the qualifications section above). To remain qualified for Current Information, a company must post its Annual Report within 90 days from its fiscal year-end date and Quarterly Reports within 45 days of each fiscal quarter-end date. **ITEM**

#### 4. FINANCIAL INFORMATION

<sup>3</sup> The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS by persons with sufficient financial skills.

**Fernhill Corporation & Subsidiary**  
Financial Statements

<b>Table of Contents</b>	<b><u>Page</u></b>
Consolidated Balance Sheets at June 30, 2019 and June 30, 2018 (Unaudited)	2
Consolidated Statements of Operations for the Six Months Ended June 30, 2019 and June 30, 2018 (Unaudited)	3
Consolidated Statements of Cash Flows for the Six Months Ended June 30, 2019 and June 30, 2018 (Unaudited)	4
Consolidated Statements of Changes in Stockholders' Deficit for the Six Months Ended June 30, 2019 and June 30, 2018 (Unaudited)	5
Notes to Consolidated Financial Statements	6-11

**Fernhill Corporation & Subsidiary**  
**CONSOLIDATED BALANCE SHEETS**  
(Unaudited)

	JUNE 30 2019 (Unaudited)	JUNE 30 2018 (Unaudited)
<b>ASSETS</b>		
<b>Current Assets</b>		
Cash	\$ 1,009	\$ 193
Inventory	510	510
<b>Total Current Assets</b>	<b>1,519</b>	<b>703</b>
<b>Other Assets</b>		
Prepaid assets	2,500	2,500
Fixed Assets-net of depreciation	35,627	35,519
Goodwill-net of amortization	132,653	132,653
<b>Total other Assets</b>	<b>170,780</b>	<b>170,672</b>
<b>TOTAL ASSETS</b>	<b>\$ 172,299</b>	<b>\$ 171,375</b>
<b>LIABILITIES AND STOCKHOLDERS' EQUITY (DEFICIT)</b>		
<b>LIABILITIES</b>		
<b>Current Liabilities</b>		
Accounts Payable	115,276	118,524
Accrued Interest Payable	76,459	32,008
Due to related party (Note 9)	38,000	38,000
Convertible Notes Payable (Note 6) net of debt discount	34,850	34,850
Agreement Payable	40,470	30,000
Demand Notes Payable	63,371	78,371
Debt Assumed with Acquisition	155,835	155,835
<b>Total Current Liabilities</b>	<b>524,261</b>	<b>485,519</b>
<b>TOTAL LIABILITIES</b>	<b>524,261</b>	<b>485,519</b>
<b>STOCKHOLDERS' EQUITY (DEFICIT)</b>		
Preferred Stock, \$.0001 par value, 10,000,000 shares Authorized 1,000,000 Issued and Outstanding at June 30, 2019 and June 30, 2018 respectively.	100	100
Common Stock, \$.0001 par value 2,000,000,000 shares Authorized 1,470,381,295 Issued and Outstanding at June 30, 2019 and 1,249,995,981 at June 30, 2018	147,038	34,256
Additional paid-in-capital	9,377,548	9,461,600
Accumulated deficit	(9,876,648)	(9,809,310)
<b>Total Stockholders' Equity (Deficit)</b>	<b>(351,962)</b>	<b>(313,354)</b>
<b>TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY (DEFICIT)</b>	<b>\$ 172,299</b>	<b>\$ 172,165</b>

The accompanying notes are an integral part of these financial statements.



**Fernhill Corporation & Subsidiary**  
**CONSOLIDATED STATEMENTS OF OPERATIONS**  
For The Six Months Ended June 30, 2019 and 2018  
(Unaudited)

	2019	2018
<b>REVENUES:</b>	\$ -	\$ -
Cost of Revenue	-	1,441
<b>Gross Profit</b>	<b>-</b>	<b>(1,441)</b>
<b>OPERATING EXPENSES:</b>		
Advertising and promotion	42	200
Automobile expenses		3,000
Bank Fees	171	212
Contractors		2,500
Professional fees	9,999	4,272
Office expense	481	1,546
General and Administrative	228	907
Telephone	662	875
Research and Development		13,400
Supplies		6,763
Travel and entertainment	64	834
Taxes		249
Rent	1,000	
<b>Total Operating Expenses</b>	<b>12,647</b>	<b>34,758</b>
Net operating loss	(12,647)	(36,199)
<b>OTHER INCOME (EXPENSE)</b>		
Finance and interest fees	(18,219)	(17,524)
Other income/(expense)		-
<b>Total other Income (Expense)</b>	<b>(18,219)</b>	<b>(17,524)</b>
<b>NET INCOME (LOSS)</b>	<b>\$ (30,866)</b>	<b>\$ (53,723)</b>
<b>Basic and Diluted Loss per Common Share</b>	<b>\$ (0.00002)</b>	<b>\$ (0.00004)</b>
<b>Weighted Average Number of Common Shares Outstanding</b>	<b>1,470,381,295</b>	<b>1,249,995,981</b>

The accompanying notes are an integral part of these financial statements.

**Fernhill Corporation & Subsidiary**  
**CONSOLIDATED STATEMENTS OF CASH FLOWS**  
For The Six Months Ended June 30, 2019 and 2018  
(Unaudited)

	2019	2018
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Net loss for the period	\$ (30,866)	\$ (53,723)
Adjustments to reconcile net loss to net cash used		
Derivative Liabilities Expense		
Amortization for debt discount		
Write off of investment of mining properties		
Issuance of common stock for Executive Compensation		
Issuance of common stock for Services		
Depreciation		
Changes in operating assets and liabilities:		
Increase in inventory		
Increase/ (decrease) in accounts payable	1,474	7,324
Increase/ (decrease) in accrued expenses-related party		
Decrease in prepaid expenses		
Decrease in advances		
Increase/ (decrease) in accrued interest payable	18,219	17,524
Net cash used in operating activities	<u>(11,173)</u>	<u>(28,875)</u>
Net cash provided by (used in) investing activities	<u>                    </u>	<u>                    </u>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Proceeds from agreement payable	11,199	
Proceeds from short term notes payable		
Proceeds from demand notes net of repayment		
Net cash provided by (used in) financing activities	<u>                    </u>	<u>                    </u>
Net increase (decrease) in cash and cash equivalents	26	(28,875)
Cash and cash equivalents - beginning of period	983	29,068
Cash and cash equivalents - end of period	\$ <u>1,009</u>	\$ <u>193</u>

The accompanying notes are an integral part of these financial statements.

**Fernhill Corporation & Subsidiary**  
**CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' DEFICIT**  
For The Six Months Ended June 30, 2019 and 2018

	Preferred Shares Shares	Value	Common Stock Shares	Amount	Additional Paid-In Capital	Accumulated Deficit	Total Stockholders' Equity
Balance - December 31, 2016 (Unaudited)	0	\$ -	342,559,216	\$ 34,256	\$ 9,336,,982	\$ (9,306,790))	\$ 64,448
Issue shares of Preferred Stock	1,000,000	100					100
Stock cancelled			(30,000,000)				
Stock Issued for Services			75,000,000				
Stock Issued for Note Conversions			320,597,401		124,618		124,618
Stock Issued for Executive Compensation			297,193,942				
Net Loss December 31, 2017						(463,107)	(463,107)
Balance - December 31, 2017 (Unaudited)	1,000,000	\$ 100	1,005,350,559	\$ 34,256	\$ 9,461,600	\$ (9,769,897)	\$ (273,941)
Stock issued for services			3,000,00	300			
Note Conversion			241,645,022	24,165			6,688
Correct par value				66,275	(84,052)		
Net Loss December 31, 2018						(75,885)	(75,885)
Balance – December 31, 2018 (Unaudited)	1,000,000	\$ 100	1,249,995,581,	\$ 124,999	9,377,548	(9,845,782)	(343,138)
Note Conversion			90,000,000	9,000			3,500
Note Conversion			130,385,714	13,039			18,542
Net Loss June 30, 2019						(30,866)	(30,866)
Balance-June 30, 2019 (Unaudited)	1,000,000	\$ 100	1,470,381,295	\$ 147,038	9,,377,548	(9,876,648),	(351,962)

The accompanying notes are an integral part of these financial statements.

**Fernhill Corporation & Subsidiary**  
CONSOLIDATED NOTES TO THE FINANCIAL STATEMENTS  
For The Six Months Ended June 30, 2019 and 2018  
(Unaudited)

**NOTE 1 – ORGANIZATION AND DESCRIPTION OF BUSINESS**

The interim financial statements of Fernhill Corporation (formerly “Global Gold Corporation”) (the “Company”) have been prepared by management and are unaudited. In the opinion of management, these financial statements reflect all adjustments of a normal recurring nature necessary for a fair presentation of the results for the interim periods presented.

**Basis of Presentation**

The Company has not generated significant revenues from operations. There is no bankruptcy, receivership or similar proceeding against the Company.

These unaudited financial statements are presented in United States dollars and have been prepared in accordance with United States generally accepted accounting principles (“GAAP”).

Certain information of footnotes disclosures normally included in financial statements prepared in accordance with GAAP have been condensed or omitted pursuant to the rules and regulations of the Securities and Exchange Commission (“SEC”) for interim financial reporting. Accordingly, they do not include all the information and footnotes necessary for a comprehensive presentation of financial position, results of operations or cash flows. It is management’s opinion, however, that all material adjustments (consisting of normal recurring adjustments) have been made which are necessary for a fair financial presentation.

**NOTE 2 – GOING CONCERN**

The accompanying financial statements have been prepared on the basis of accounting principles applicable to a “going concern,” which assume that the Company will continue in operation for at least one year and will be able to realize its assets and discharge its liabilities in the normal course of operations.

Several conditions and events cast doubt about the Company’s ability to continue as a “going concern.” The Company has accumulated a deficit of approximately \$9,886,149 for the period from inception, April 7, 1997, through June 30, 2019, has a liquidity problem and requires additional financing and/or sales in order to finance its business activities on an ongoing basis. The Company is actively pursuing alternative financing and has had discussions with various third parties, although no firm commitments have been obtained.

The Company’s ability survive will depend on numerous factors, including, but not limited to, the Company’s receiving continued financial support, completing public equity financing or generating profitable operations in the future.

These financial statements do not reflect adjustments that would be necessary if the Company were unable to continue as a going concern. While management believes that the actions taken or planned will mitigate the adverse conditions and events which raise doubt about the validity of the going concern assumption used in preparing these financial statements, there can be no assurance that these actions will be successful.

If the Company were unable to continue as a going concern, the substantial adjustments would be necessary to carrying values of the assets, the reported amounts of its liabilities, the reported revenue and expenses, and the balance sheet classifications used.

## NOTE 3 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

### Cash and Cash Equivalents

The Company considers highly liquid financial instruments purchased with a maturity of three month or less to be cash equivalents.

### Per Share Data

Net loss per common share is computed by dividing net loss by the weighted average common shares outstanding during the period as defined by Financial Accounting Standards, ASC Topic 260, "Earnings per Share." Basic earnings per common share ("EPS") calculations are determined by dividing net income by the weighted average number of common shares outstanding during the year. Diluted earnings per common share calculations are determined by dividing net income by the weighted average number of common shares and dilutive common share equivalents outstanding. During periods when common stock equivalents, if any, are anti-dilutive they are not considered in the computation.

### Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ significantly from those estimates.

### Revenue Recognition

The Company recognizes revenue on an accrual basis. Revenue is general realized or realizable and earned when all of the following criteria are met: 1) persuasive evidence of an arrangement exists between the Company and its customers; 2) services have been rendered; 3) the price to the customer is fixed or determinable; and 4) collectability is reasonably assured.

### Fair Value of Financial Instruments

Fair value estimates discussed herein are based upon certain market assumptions and pertinent information available to management as of June 30, 2019. The respective carrying value of certain on-balance-sheet financial instruments approximated their fair values. These financial instruments include cash, prepaid expenses and accounts payable. Fair values were assumed to approximate carrying values for cash and payables because they are short term in nature and their carrying amounts approximate fair values or they are payable on demand.

Level 1: The preferred inputs to valuation efforts are "quoted prices in active markets for identical assets or liabilities," with the caveat that the reporting entity must have access to that market. Information at this level is based on direct observations of transactions involving the same assets and liabilities, not assumptions, and thus offers superior reliability. However, relatively few items, especially physical assets, actually trade in active markets.

Level 2: FASB acknowledged that active markets for identical assets and liabilities are relatively uncommon and, even when they do exist, they may be too thin to provide reliable information. To deal with this shortage of direct data, the board provided a second level of inputs that can be applied in three, situations.

**Fernhill Corporation & Subsidiary**  
CONSOLIDATED NOTES TO THE FINANCIAL STATEMENTS  
For The Six Months Ended June 30, 2019 and 2018  
(Unaudited)

NOTE 3 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (CONTINUED)

Fair Value of Financial Instruments (continued)

Level 3: If inputs from levels 1 and 2 are not available, FASB acknowledges that fair value measures of many assets and liabilities are less precise. The board describes Level 3 inputs as “unobservable,” and limits their use by saying they “shall be used to measure fair value to the extent that observable inputs are not available.” This category allows “for situations in which there is little, if any, market activity for the asset or liability at the measurement date”. Earlier in the standard, FASB explains that “observable inputs” are gathered from sources other than the reporting company and that they are expected to reflect assumptions made by market participants.

Stock-Based Compensation

The Company records stock based compensation in accordance with the guidance in ASC Topic 505 and 718 which requires the Company to recognize expenses related to the fair value of its employee stock option awards. This eliminates accounting for share-based compensation transactions using the intrinsic value and requires instead that such transactions be accounted for using a fair-value-based method. The Company recognizes the cost of all share based awards on a graded vesting basis over the vesting period of the award.

The Company accounts for equity instruments issued in exchange for the receipt of goods or services from other than employees in accordance with FASB ASC 718-10 and the conclusions reached by the FASB ASC 505-50. Costs are measured at the estimated fair market value of the consideration received or the estimated fair value of the equity instruments issued, whichever is more reliably measurable. The value of equity instruments issued for consideration other than employee services is determined on the earliest of a performance commitment or completion of performance by the provider of goods or services as defined by FASB ASC 505-50.

Recent Accounting Pronouncements

The Company has evaluated recent accounting pronouncements through the filing date and believes that none of them will have a material effect on the Company’s financial statements.

NOTE 4 – PURCHASE AGREEMENT

On June 30, 2017, the Company entered into a purchase agreement pursuant to which the Company purchased 100% of Worldwide Sun LLC (“Worldwide”) from a related party. Worldwide is a developer of solar power technology and various uses of the solar power technology. The terms of the agreement are as follows:

The Company assumed a series of promissory notes which Worldwide owes to a related party in the principal amount of \$165,835, and which accrue interest at 8% per annum. The Company has assumed all liability for such promissory notes and has granted a security instrument collateralized by all the assets of the Company.

The Company acquired \$36,901 in fixed assets

The Company further agreed to issue the related party 37,193,942 common shares. The shares were valued at par value for a total of \$3,719. The shares were issued in August 2017.

The Company shall make a best effort to raise \$2,000,000 in funds for the operation of Worldwide within 12 months of the agreement. Failing such effort, the related party can unilaterally terminate the agreement by returning any shares received by reason of the agreement and releasing the security for the promissory notes and by the Company returning all trade secrets and related technology of any sort or kind it acquires and transferring back to the related party its membership interests in Worldwide.

**Fernhill Corporation & Subsidiary**  
**CONSOLIDATED NOTES TO THE FINANCIAL STATEMENTS**  
For The Six Months Ended June 30, 2019 and 2018  
(Unaudited)

**NOTE 5 – ASSET IMPAIRMENT**

On June 5, 2017, the Company received written confirmation that its previously acquired Golden Mountain property claims, have expired. As of December 31, 2017, the Company expensed the carrying value in the amount of \$250,000 and has no further obligations associated with these property claims.

**NOTE 6 – ACCOUNTS PAYABLE AND ACCRUED LIABILITIES INCLUDING INTEREST**

The Company is reviewing the balance of accounts payable and accrued interest and endeavoring to locate related documents and evidence to support this balance. If the Company is unable to find such support for this balance, the Company may reduce this balance or write off.

**NOTE 7 – NOTES PAYABLE RELATED PARTY**

As of June 30, 2019, the Company obligation in the amount of \$38,000 due to a related party named Kiran Kurian, is outstanding with an 8% per annum interest rate, and is convertible into common shares at par value. During the year ended December 31, 2017, the Company issued 35,714,285 shares of common stock in exchange for settlement of \$10,000 of principal.

**NOTE 8 – NOTES PAYABLE**

As of December 31, 2017 the Company issued 4,883,116 shares of its common stock for full settlement of its note payable and accrued interest in the amount of \$9,400.

**NOTE 9 – AGREEMENT PAYABLE**

As of June 30, 2019, the following agreement payable to Cedat Capital is outstanding, which bears an 8% per annum interest rate and is convertible into common shares at par value. During the Year ended December 31, 2018 Cedat Capital added three additional notes in the amount \$19,470. During the year ended December 31, 2017, the Company issued 10,000,000 shares of common stock in exchange for settlement of \$10,000 of principal.

**NOTE 10 – DEMAND NOTES PAYABLE**

As of June 30, 2019, the following notes payable are due on demand.

The note below bears an 8% per annum interest rate and is convertible into common shares at par value. During the year ended December, 2017, \$20,000 of the outstanding note was assigned to the holder of the second demand note.

Issue Date	Interest Rate	Original Principal	Current Principal Balance	Accrued Interest	Total Principal and Interest
01/31/2011	8%	\$82,000	\$32,754	\$4,988	\$37,742

During the year ended December 31, 2017, the Company issued 125,000,000 shares of common stock in exchange for settlement of \$10,000 of principal.

The notes below were assumed from the holder of the above demand note and may be converted at the election of the holder at par value.

**Fernhill Corporation & Subsidiary**  
**CONSOLIDATED NOTES TO THE FINANCIAL STATEMENTS**  
For The Six Months Ended June 30, 2019 and 2018  
(Unaudited)

Issue Date	Interest Rate	Original Principal	Current Principal Balance	Accrued Interest	Total Principal and Interest
01/31/2011	8%	\$10,000	\$0	\$0	\$0

During the year ended December 31, 2017, the Company issued 100,000,000 shares of common stock in exchange for settlement of \$10,000 of principal at par value.

Issue Date	Interest Rate	Original Principal	Current Principal Balance	Accrued Interest	Total Principal and Interest
01/31/2011	8%	\$10,000	\$0	\$0	\$0

During the year ended December 31, 2017, the Company issued 45,000,000 shares of common stock in exchange for settlement of \$4,500 of principal. The principal balance of \$5,500 was assigned to a third party.

Issue Date	Interest Rate	Original Principal	Current Principal Balance	Accrued Interest	Total Principal and Interest
01/31/2011	8%	\$5,500	\$0	\$0	\$0

During the year ended December 31, 2017, the Company issued 70,000,000 shares of common stock in exchange for settlement of \$5,500 of principal.

**NOTE 10 – DEMAND NOTES PAYABLE (CONTINUED)**

Issue Date	Interest Rate	Original Principal	Current Principal Balance	Accrued Interest	Total Principal and Interest
01/27/2017	10%	\$15,000	\$15,116	\$1,441	\$16,557
05/16/2017	10%	\$9,000	\$9,000	\$576	\$9,576
06/08/2017	10%	\$17,500	\$17,500	\$1,004	\$18,504

**NOTE 11 – CONVERTIBLE DEBT**

As of June 30, 2019 the following convertible notes payable is outstanding, which bears an 9.875% per annum interest rate and is convertible into common shares at a rate of 50% discount to the last trading price or volume weighted average bid price for the past 30 days. The loan is due in one year.

Issue Date	Interest Rate	Original Principal	Current Principal Balance	Accrued Interest	Total Principal and Interest
08/30/2017	9.875%	\$12,500	\$12,500	\$416	\$12,916
08/30/2017	9.875%	\$12,500	\$12,500	\$416	\$12,916

As of June 30, 2019 the following convertible notes payable is outstanding, which bears an 10% per annum interest rate and is convertible into common shares at any time from the period commencing 180 days from the issue date at a rate of 65% discount to the average of the lowest three closing bids for the ten day period ending one trading day prior to the date of the conversion notice. The loan is due in one year.



**Fernhill Corporation & Subsidiary**  
**CONSOLIDATED NOTES TO THE FINANCIAL STATEMENTS**  
For The Six Months Ended June 30, 2019 and 2018  
(Unaudited)

Issue Date	Interest Rate	Original Principal	Current Principal Balance	Accrued Interest	Total Principal and Interest
08/01/2017	10%	\$10,000	\$10,000	\$416	\$10,416
08/29/2017	10%	\$7,500	\$7,500	\$255	\$7,755
12/28/2017	10%	\$19,500	\$19,500	\$16	\$19,516

**NOTE 12 – STOCKHOLDERS’ EQUITY**

**Common stock:**

The Company is authorized to issue 2,010,000,000 shares of stock, with a par value of \$0.0001, of which 10,000,000 are designated as preferred stock. There were 1,470,381,295 common shares issued and outstanding as of June 30, 2019. During the year ended December 31, 2018, the Company changed the par value used on prior common stock transactions from \$0.001 to \$0.0001. The common stock and additional paid-in capital were adjusted during the quarter to reflect the current par value of \$0.0001 and the December 31, 2016 common stock and additional paid-in- capital were restated, accordingly.

**Preferred stock**

The Company is authorized to issue 10,000,000 shares of preferred stock, with a par value of \$0.0001. On April 18, 2017, the Company issued 1,000,000 restricted Series A preferred shares to a related party.

**NOTE 13 – CREATION OF SUBSIDIARIES**

On June 26, 2017, the Company announced the integration of two new wholly owned subsidiaries.

The first wholly owned subsidiary, (Fern Energy Inc.) is a Nevada registered corporation that will focus on partnerships and acquisitions in the off-grid energy sector. These potential targets may include, but are not limited to: power management, storage solutions, solar generations, and bio energy.

The subsequent subsidiary (Fern Technology Inc.) is also a Nevada registered corporation that will focus on partnerships and acquisitions in the technology space. Fern Technology Inc. will exploit new innovative products or platforms while being poised for future growth.

**NOTE 14 – RELATED PARTY TRANSACTIONS**

During the year ended December 31, 2017, the Company recorded executive compensation payable to its officers and directors in the aggregate amount of \$82,400 of which \$20,000 was paid with 200,000,000 shares of common stock during the period. As of June 30, 2019, the Company has accrued a total of \$62,400 as accrued compensation owed to related parties.

**NOTE 15 – SUBSEQUENT EVENTS**

In June of 2019, CEO Adam Kovacevic resigned as an officer and director and Marc Lasky was named the current CEO and a director. In June of 2019 James DiPrima was named acting CFO.

**5) Issuer’s Business, Products and Services**

The purpose of this section is to provide a clear description of the issuer's current operations. In answering this item, please include the following:

A. Summarize the issuer's business operations (If the issuer does not have current operations, state "no operations")

Fernhill Corporation, a Nevada corporation based in Delaware. Fernhill Corporation is a junior exploration company engaged in the exploration and production of mineral resources. The company was incorporated in the state of Nevada on October 7, 1987 as Alaskan Geodetic Survey Inc. The primary SIC code for the company is 1040 (classification) – Gold and Silver Ores. The company's fiscal year end date is December 31, 2014. The company is in the mineral exploration business, and does not have any marketable products at this time. The company has a 100% working interest in the Montauban Property in the province of Quebec consisting of 13 contiguous claims as well as a signed LOI for the Silver Bell Property in the province of British Columbia. The company intends to obtain ownership of the latter. On June 9<sup>th</sup> 2017 the company has announced a change of business direction and will be working in the renewable energy and technology space. On June 30<sup>th</sup> 2017 the Company entered into a purchase agreement for the purchase 100% of Worldwide Sun LLC ("Worldwide"). Worldwide is a private entity and is a developer of solar power technology and various uses of the solar power technology.

B. Describe any subsidiaries, parents, or affiliated companies, if applicable, and a description of their business contact information for the business, officers, directors, managers or control persons. Subsidiary information may be included by reference

On June 26, 2017, the Company announced the integration of two new wholly owned subsidiaries.

The first wholly owned subsidiary, (Fern Energy Inc.) is a Nevada registered corporation that will focus on partnerships and acquisitions in the off-grid energy sector. These potential targets may include, but are not limited to: power management, storage solutions, solar generations, and bio energy.

The subsequent subsidiary (Fern Technology Inc.) is also a Nevada registered corporation that will focus on partnerships and acquisitions in the technology space. Fern Technology Inc. will exploit new innovative products or platforms while being poised for future growth.

C. Describe the issuers' principal products or services, and their markets

The Company is developing renewable energy solar technologies.

## **6) 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.

As of June 30, 2019 the Company currently rents its corporate headquarters on a monthly basis located in Arizona at 13771 N. Fountain Hills BLVD #114 – STE 317, Fountain Hills, AZ 85268

## **7) 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 or beneficial shareholders.

Using the tabular format below, please provide information regarding any person or entity owning 5% of more of the issuer, as well as any officer, and any director of the company, regardless of the number of shares they own. **If any listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information of an individual representing the corporation or entity in the note section.**

Name of Officer/Director and Control Person	Affiliation with Company (e.g. Officer/Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
Marc Lasky	CEO/ Director	Glendale, CA				Appointed June 2019 as CEO and Director
Adam Kovacevic	5% Owner	Scottsdale, AZ	377,193,942	Common	30%	Resigned June 2019 as Officer and Director
Donald Walker	Director	San Rafael, CA	100,000,000	Common	8%	Resigned June 2019 as Officer and Director
Adam Kovacevic	5% Owner	Scottsdale, AZ	1,000,000	Preferred	100%	Resigned June 2019 as Officer and Director

## 8) Legal/Disciplinary History

A. Please identify whether any of the persons listed above have, in the past 10 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

B. Describe briefly any material pending legal proceedings, other than ordinary routine litigation incidental to the business, to which the issuer or any of its subsidiaries is a party or of which any of their property is the subject.

Include the name of the court or agency in which the proceedings are pending, the date instituted, the principal parties thereto, a description of the factual basis alleged to underlie the proceeding and the relief sought. Include similar information as to any such proceedings known to be contemplated by governmental authorities.

NONE

## 9) Third Party Providers

Please provide the name, address, telephone number and email address of each of the following outside providers:

### Securities Counsel

Name: Anthony Panek  
Firm: Fabian Van Cott  
Address 1: 215 South State Street Suite 1200  
Address 2: Salt Lake City, UT 84111  
Phone: 801 323-2214

### Accountant or Auditor

Name: James DiPrima  
Firm: James DiPrima  
Address 1: 2211 South 64<sup>th</sup> Plaza  
Address 2: Omaha, NE 68106  
Phone: (402) 960-6110  
Email: jim.dprima@gmail.com

### Investor Relations Consultant

Name: \_\_\_\_\_  
Firm: \_\_\_\_\_  
Address 1: \_\_\_\_\_  
Address 2: \_\_\_\_\_  
Phone: \_\_\_\_\_  
Email: \_\_\_\_\_

### Other Service Providers

Provide the name of any other service provider(s), including, counsel, advisor(s) or consultant(s) **that assisted, advised, prepared or provided information with respect to this disclosure statement**, or provided assistance or services to the issuer during the reporting period.

## 10) Issuer Certification

*Principal Executive Officer:*

The issuer shall include certifications by the chief executive officer and chief financial officer of the issuer (or any other persons with different titles but having the same responsibilities).

The certifications shall follow the format below:

I, Marc Lasky certify that:

1. I have reviewed this quarterly disclosure statement of Fernhill Corporation;
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.

Dated: August 13, 2019

By: /s/ Marc Lasky  
Marc Lasky  
Chief Executive Officer

*Principal Financial Officer:*

I, James DiPrima certify that:

1. I have reviewed this quarterly disclosure statement of Fernhill Corporation;
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.

Dated: August 13, 2019

By: /s/ James DiPrima  
James DiPrima  
Chief Financial Officer