

FOY-JOHNSTON, INC

DISCLOSURE AND FINANCIAL STATEMENTS

SECOND QUARTER ENDING JUNE 30, 2013

July 8, 2013

Pursuant to Rule 15c2-(11)(a)(5)

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

FOY-JOHNSTON, INC. was originally incorporated under the laws of the State of Delaware on August 13, 2008.

2) Address of the issuer's principal executive offices

Company Headquarters

Address 1: 7380 South Eastern Ave., Suite 124

Address 2: Las Vegas, NV 89123

Address 3:

Phone: 917-668-8325

Email: info@cammines.com

Website(s): www.cammines.com

IR Contact

Address 1: 7380 South Eastern Ave., Suite 124

Address 2: Las Vegas, NV 89123

Address 3:

Phone: 917-668-8325

Email: info@cammines.com

Website(s): www.cammines.com

3) Security Information

Trading Symbol: FOYJ

Exact title and class of securities outstanding: COMMON SHARES

CUSIP: 351676 10 1

Par or Stated Value: \$0.000001

Total shares authorized: 200,000,000,000 as of: June 30, 2013

Total shares outstanding: 28,127,145,000 as of: June 30, 2013

Transfer Agent

Name: American Heritage Stock Transfer Inc.

Address 1: 2302 Nash Street

Address 2: Suite 245E

Address 3: Wilson, NC 27896

Phone: 919-904-4118

Is the Transfer Agent registered under the Exchange Act?* Yes: ☒ No: ☐

*To be included in the OTC Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

List any restrictions on the transfer of security:

There are no Restrictions on the transfer of securities

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

There have been no trading suspensions issued by the SEC in the past 12 months

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 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.);

There have not been any offerings in the last two fiscal years and any interim periods.

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

Not Applicable, there have been no offerings in the last two fiscal years and any interim periods.

C. The number of shares offered;

None, there have been no offerings in the last two fiscal years and any interim periods

D. The number of shares sold;

None, there have been no offerings of shares in the last two fiscal years and any interim periods

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

None, there have been no offerings of shares in the last two fiscal years and any interim periods

F. The trading status of the shares; and

None, there have been no offerings of shares in the last two fiscal years and any interim periods

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.

None, there have been no offerings of shares in the last two fiscal years and any interim periods

With respect to private offerings of securities, the list shall also indicate the identity of the persons who purchased securities in such private offering; *provided, however*, that in the event that any such person is an entity, the list shall also indicate (a) the identity of each natural person beneficially owning, directly or indirectly, more than 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 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 otcq.com in the field below.

Financial Statements for the quarter ended JUNE 30, 2013 are attached to this disclosure statement.

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;

FOY-JOHNSTON, INC. is established for the general purpose of developing and creating enhance strategic exploration and mining assets through diligent application of technical and commercial expertise for the benefit of all stakeholders in an efficient and environmentally responsible manner.

Through its operating subsidiary Cameroon Mines is mining, exploration and producer committed to developing strategic mining exploration and project opportunities in Gold, Precious gems, Rare Earth Metals and Platinum Group Metals.

The Company is progressively restructuring its board and executive to assemble and experienced group of individuals with broad local and international industry knowledge. Where it will assist to build shareholder value and help fast-track the development of its accumulated assets Icon will also secure the participation and support of key strategic partners globally, who can provide tangible benefits towards achieving the Company's goals.

The company has already acquired a portfolio of Gold and Diamond exploration tenements in key mineral regions of Cameroon and Central African Republic.

Among its portfolio of exploration tenements, the Company's future growth includes a clear focus on advancing a number of key strategic project strategic projects:

- Gold Project in Cameroon
- Diamond Project in the Central African Republic
- Exploration of other precious metals and gems in Cameroon

Corporate Strategy

Strategy: to build a profitable gold mining company.

Production & growth focus driven by:

- Low cost base
- High margin
- Significant potential for long term growth in reserve base

Focus on production and near production projects:

- Exploration spend reduced significantly
- Maximize recovered grade

• Positive impact on earnings Management has a strong record of discovery, exploration and financing to development of several mining projects.

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

The Company was organized under the laws of the State of Delaware on August 13, 2008, under the current name – Foy-Johnston, Inc.

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

Primary 1000 and secondary is 1040

D. the issuer's fiscal year end date;

December 31

E. principal products or services, and their markets;

The principal products that Foy-Johnston will be working with are gold, silver, platinum and other precious metals as well as rough diamonds and other gems stones that will the company intends on mining for. The market for precious metals and gems is worldwide; it touches almost every

country and every continent. Foy-Johnston intends are selling their raw minerals and stones at recognized dealers in Americas and Europe.

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 has purchased some mining equipment to do preliminary exploration work consisting of Dredges and shaker tables, pumps and hoses. The Company holds property rights in Cameroon that it has purchased to do the exploration work on. These pieces of properties it holds free and clear of any encumbrances. It does not presently lease any assets.

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. Names of Officers, Directors, and Control Persons. 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.

Brian Gallant – President and Director

Mr. Gallant. has extensive experience in technology, sales, strategy and execution. Mr. Gallant is an innovative business leader in manufacturing and service operations. He is recognized for driving strategic change, executing new channel and distribution strategies and re-architecting technical infrastructure and product capabilities. Brian is a passionate customer advocate and is known for building high performing customer service teams and creative customer loyalty programs. Mr. Gallant joined Foy-Johnston, as part of the rapidly growing business. Mr. Gallant's key responsibilities included implementing new sales and growth initiatives.

- 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 resident agents of the corporate shareholders.

Matthew Luke Richard
15 Tower Street
Ipswich, Suffolk
IP1 3BE
United Kingdom

10,000,000,000

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:

Legal Counsel

Name: R.V. Brumbaugh Esq.
Firm: R.V. Brumbaugh Esq.
Address 1: 417 W. Foothill Blvd.
Address 2: Glendora, CA, 91741
Phone: (626) 335-7750
Email: rvb@verizon.net

Accountant or Auditor

Name: None
Firm: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

Investor Relations Consultant

Name: None
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: None
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 persons with different titles, but having the same responsibilities).

The certifications shall follow the format below:

I, Brian Gallant certify that:

1. I have reviewed this quarterly disclosure statement of Foy-Johnston, 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.

July 8, 2013

/s/ Brian Gallant

Brian Gallant, Vice-President and Director

FOY-JOHNSTON INC.
FINANCIAL STATEMENTS
FOR THE SIX MONTHS ENDED JUNE 30, 2013

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FOY-JOHNSTON INC.

BALANCE SHEET

AS AT JUNE 30, 2013

(UNAUDITED)

ASSETS

Current

Cash \$ 0

Other Assets 3,970,600

\$ 3,970,600
=====

LIABILITIES

Current

Accounts payable and accrued liabilities \$ 501,250

SHAREHOLDERS' EQUITY

Capital Stock (note 5) 160,000

Additional Paid-In Capital 26,868,444

Retained Earnings (Deficit) (23,559,094)

3,469,350

\$ 3,970,600
=====

These financial statements and notes thereto present fairly, in all material respects, the financial position of the company and the results of its operations and cash flows for the periods presented, in conformity with accounting principles generally accepted in the United States, consistently applied and hereby certified by Brian Gallant, President and Director for Foy-Johnston Inc.

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

FOY-JOHNSTON INC.

STATEMENT OF SHAREHOLDERS' EQUITY

FOR THE SIX MONTHS ENDED JUNE 30, 2013

(UNAUDITED)

	<u>Number of Shares</u>	<u>Capital Stock</u>	<u>Additional Paid In Capital</u>	<u>Profit (Loss)</u>	<u>Shareholder Equity</u>
Balance – Dec 31, 2011	123,127,145,000	160,000	26,868,444	(3,581,577)	23,446,867
Investment	5,000,000,000				
Net Profit				22,483	22,483
Balance – December 31, 2012	128,127,145,000	160,000	26,868,444	(3,559,094)	23,469,350
Net Profit (Loss)				0	0
Balance – March 31, 2013	128,127,145,000	160,000	26,868,444	(3,559,094)	23,469,350
Donation back to Treasury	(100,000,000,000)				
Net Profit (Loss)				(20,00,000)	(20,000,000)
Balance – June 30, 2013	28,127,145,000	160,000	26,868,444	(23,559,094)	3,469,350
=====					

These financial statements and notes thereto present fairly, in all material respects, the financial position of the company and the results of its operations and cash flows for the periods presented, in conformity with accounting principles generally accepted in the United States, consistently applied and hereby certified by Brian Gallant, President and Director for Foy-Johnston Inc.

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FOY-JOHNSTON INC.
STATEMENT OF OPERATIONS
FOR THE SIX MONTHS ENDED JUNE 30, 2013
(UNAUDITED)

Revenue

Sales	\$ <u>0</u>
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Expenses

Sales and marketing	0
General and administrative	<u>0</u>
	<u>(0)</u>

Net Income (Loss) Before Taxes and Extraordinary items	0
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Extraordinary items – write off	(20,000,000)
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Net Income (Loss)	0
	=====

Income per weighted average number of shares Outstanding – basic and diluted	0
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Weighted average number of shares Outstanding – basic and diluted	28,127,145,000
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These financial statements and notes thereto present fairly, in all material respects, the financial position of the company and the results of its operations and cash flows for the periods presented, in conformity with accounting principles generally accepted in the United States, consistently applied and hereby certified by Brian Gallant, President and Director for Foy-Johnston Inc.

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FOY-JOHNSTON INC.

STATEMENT OF CASH FLOWS

FOR THE SIX MONTHS ENDED JUNE 30, 2013

(UNAUDITED)

Cash Flows from Operating Activities

Net Income (loss)	(20,000,000)
Adjustments to reconcile net loss to net cash used in operating activities:	
Depreciation	
Accounts payable	0
Loans Payable	<u>0</u>
	(20,000,000)

Cash Flows from Financing Activities

Paid-In Capital	0
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Cash Flows from Investing Activities

Investments	<u>20,000,000</u>
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Net Cash Used In Operating Activities **0**

Cash – beginning of period **0**

Cash – end of period **0**
=====

Supplemental Cash Flow Information

Interest paid

Income taxes paid

These financial statements and notes thereto present fairly, in all material respects, the financial position of the company and the results of its operations and cash flows for the periods presented, in conformity with accounting principles generally accepted in the United States, consistently applied and hereby certified by Brian Gallant, President and Director for Foy-Johnston Inc.

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

FOY-JOHNSTON INC.

NOTES TO FINANCIAL STATEMENTS

JUNE 30, 2013

(UNAUDITED)

1. Operations and Business

Foy-Johnston Inc. (the Company), was organized under the laws of the State of Delaware.

2. Going Concern Assumption

These financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America with the assumption that the Company will be able to realize its assets and discharge its liabilities in the normal course of business.

The Company's ability to continue as a going concern is also contingent upon its ability to secure additional financing to meet its obligations as they become due.

The financial statements do not include any adjustments to reflect the possible future effects on the recoverability and classification of assets or the amounts and classification of liabilities that may result from the possible inability of the Company to continue as a going concern.

3. Basis of Financial Statement Presentation and Summary of Significant Accounting Policies

Basis of Financial Statement Presentation

The accompanying unaudited interim financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America for interim financial information and the requirements of item 310 (b) of regulation S-B.

Accordingly, certain information and disclosures normally included in financial statements prepared in accordance with accounting principles generally accepted in the United States of America have been condensed or omitted pursuant to the rules and regulations of the Securities and Exchange Commission. The financial statements reflect adjustments (consisting only normal recurring adjustments), which, in the opinion of management, are necessary for a fair presentation of the results for the periods presented. The results from operations for the interim periods are not indicative of the results expected for the full fiscal year or any future period. Certain prior period amounts have been reclassified to conform to current period presentation.

Summary of Significant Accounting Policies

a) Unit of Measurement

The United States currency is being used as the unit of measurement in these financial statements.

b) Fair Value of Financial Instruments

The estimated fair value of financial instruments have been determined by the Company using available market information and valuation methodologies. Considerable judgment is required in estimating fair value. Accordingly, the estimates may not be indicative of the amounts the Company could realize in a current market exchange. As of June 30, 2013 the carrying value of accounts payable and accrued charges and advances from shareholder approximate their fair value due to the short term maturity of such instruments.

c) Income Taxes

The Company accounts for income taxes in accordance with Statement of Financial Accounting Standards (“SFAS”) No. 109, “Accounting for Income Taxes”. Deferred tax assets and liabilities are recorded for differences between the financial statement and tax basis of the asset and liabilities that will result in taxable or deductible amounts in the future based on enacted tax laws and rates. Valuation allowances are established when necessary to reduce deferred tax assets to the amount expected to be realized. Income tax expense is recorded for the amount of income tax payable or refundable for the period increased or decreased by the change in deferred tax assets and liabilities during the period.

d) Earnings or (Loss) Per Share

The Company adopted FAS No. 128, “Earning per Share” which requires disclosure on the financial statements of “basic” and “diluted” earnings (loss) per share. Basic earnings (loss) per share is computed by dividing net income (loss) by the weighted average number of common shares outstanding for the year. Diluted earnings (loss) per share is computed by dividing net income (loss) by the weighted average number of common shares outstanding plus common stock equivalents (if diluted) related to stock options and warrants each year.

e) Concentration of Credit Risk

SFAS No. 105, “Disclosure of Information about Financial Instruments with Off-Balance Sheet Risk and Financial Instruments with Concentration of Credit Risk”, requires disclosure of any significant off-balance sheet risk and credit risk concentration. The Company does not have significant off-balance sheet risk or credit concentration.

f) **Use of Estimates**

Preparation of financial statements in accordance with accounting principles accepted in the United States of America requires management to make estimates and assumptions that affect the amounts reported in the financial statements and related notes to financial statements. These estimates are based on management's best knowledge of current events and actions the Company may undertake in the future. Actual results may ultimately differ for those estimates although management does not believe such changes will materially affect the financial statements in any individual year.

g) **Management Certification**

The financial statements herein are certified by the officers of the Company to present fairly, in all material respects, the financial position, results of operations and cash flows for the periods presented, in conformity with accounting principles generally accepted in the United States of America, consistently applied.

h) **Dividends**

The Company has not yet adopted any policy regarding payment of dividends. No dividends have been paid during the periods shown.

i) **Accounts Receivable**

The trade accounts receivable and allowances for bad debt are shown below.

	06/30/13
Trade Accounts Receivable	\$ 0
Allowances	<u>0</u>
Trade Accounts Receivable, net	<u>\$ 0</u>

j) **Office Equipment**

Office equipment will be stated at cost. Depreciation will be compute using the declining balance method over their estimated useful lives. Maintenance and repairs are charged to expense as incurred.

	06/30/13
Office equipment	0
Accumulated Depreciation	<u>0</u>
Office equipment, net	<u>\$ 0</u>

k) **Revenue Recognition**

The Company follows industry standards in reporting its revenues.

1) **Advertising**

Advertising is expensed when incurred. There has been no advertising since inception.

4. **Advances From Shareholders**

The advances from a shareholder are unsecured, non-interest bearing and have no fixed terms of repayment.

5. **Capital Stock**

Authorized

200,000,000,000 common shares, par value \$0.000001

Issued

June 30, 2013

Common Stock	160,000
Additional Paid-In Capital	<u>26,868,444</u>
Capital Stock	<u>\$27,028,444</u>
Shares Outstanding	28,127,145,000

6. **Related Party Transactions and Balances**

There have been no related party transactions during the period.

7. **Income Taxes**

The Company provides for income taxes under Statement of Financial Accounting Standards NO. 109 accounting for Income Taxes. SFAS No. 109 requires the use of an asset and liability approach in accounting for income taxes. Deferred tax assets and liabilities are recorded based on the differences between the financial statement and tax bases of assets and liabilities and the tax rates in effect when these differences are expected to reverse.

SFAS No. 109 requires the reduction of deferred tax assets by a valuation allowance if, based on the weight of available evidence, it is more likely than not that some or all of the deferred tax assets will not be realized. In the Company's opinion, it is uncertain whether they will generate sufficient taxable income in the future to fully utilize the net deferred tax asset. Accordingly, a valuation allowance equal to the deferred tax asset has been recorded. The total deferred tax asset is \$537,237, which is calculated by multiplying a 15% estimated tax rate by the items

making up the deferred tax account, the Net Operating Loss (NOL) of \$3,581,577.

The provision for income taxes is comprised of the net changes in deferred taxes less the valuation account plus the current taxes payable as shown in the chart below. For the six months ended June 30, 2013 it is as follows.

Net changes in Deferred Tax Benefit less valuation account	0
Current Taxes Payable	0
Net Provision for Income Taxes	0

The federal NOL is due to expire 20 years from the date of its creation. The chart below shows the year of creation, the amount of each estimated year's NOL and the year of expiration if not utilized.

Year Created	Amount	Year to Expire
2008 and prior	\$ 2,798,370	2018 - 2028
2009	\$ 47,924	2029
2010	\$ 705,148	2030
2011	\$ 30,135	2031
2012	\$ 0	2032
2013	\$ 0	2033
Total NOL Carry forward	\$ 3,581,577	
	=====	

9. Subsequent Events

There are no subsequent events to the period ended June 30, 2013

10. Operations

Foy-Johnston operates in the mining business in Africa. The company is working on exploration and development of resources in Cameroon.

11. Operating Leases and other Commitments

The Company has no lease obligations.

12. Reliance on Officers

The President has experience in multi-company operations. If he were no longer able or willing to function in that capacity the Company would be negatively affected.