

## OTC Pink® Basic Disclosure Guidelines

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

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

Green Planet Group, Inc. (GNPG) formerly EMTA Holdings, Inc. and before that Omni Alliance Group, Inc., was organized and incorporated in the state of Nevada. On March 31, 2006 we changed our name from Omni Alliance Group, Inc. to EMTA Holdings, Inc. and on May 22, 2009 we changed the name through merger with a wholly owned subsidiary to Green Planet Group, Inc. Our common stock now trades on the OTC-Pink sheets market under the trading symbol "GNPG."

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

#### Company Headquarters

Address 1: 1626 West 12<sup>th</sup> Place

Address 2: Tempe, AZ 85281

Phone: 480.998.2400

Email: info@greenplanetgroup.com

Website(s): www.greenplanetgroup.com

#### IR Contact

Address 1: Edmond L. Lonergan

Address 2: Green Planet Group, Inc.

Address 3: 1626 West 12<sup>th</sup> Place

Tempe, AZ 85281

Phone: 480.922.2400

Email: elonergan@greenplanetgroup.com

Website(s): www.greenplanetgroup.com; www.xentxsynergyn.com; www.healingtheearth.net

### 3) Security Information

Trading Symbol: GNPG

Exact title and class of securities outstanding: Common

CUSIP: 393225 10 7

Par or Stated Value: \$0.001

Total shares authorized: 500,000,000 as of: 3/31/16

Total shares outstanding: 246,127,520 as of: 3/31/16

Additional class of securities (if necessary):

Trading Symbol: GNPG

Exact title and class of securities outstanding: Preferred

CUSIP: 393225 10 7

Par or Stated Value: \$0.001

Total shares authorized: 10,000,000 as of: 3/31/16

Total shares outstanding: 100,000 as of: 3/31/16

Preferred Stock Class B

Total Shares Authorized: 5,000,000 as of 3/31/16

Each Class B share is entitled to vote the equivalent of 43 common shares at each shareholder meeting.

Class B shares are entitled to no dividends and no liquidation preference.

Transfer Agent

Name: Olde Monmouth Stock Transfer Co., Inc.

Address 1: 200 Memorial Parkway

Address 2: Atlantic Highlands, NJ 07716

Phone: 732.872.2727

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:

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:

None

**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:

All of the shares issued in the past two (2) fiscal years (ended 3/31/15 and 3/31/16) are listed below. All shares issued were restricted common shares (under rule 144) for services provided to the Company and are detailed below:

2. Jeffrey A. Hirsh – 100,000 shares for services rendered
3. Patrick Nelson – 1,000,000 shares for development of marketing and sales plan for lubricant and fuel additive products
4. Edmond L. Lonergan – 3,000,000 shares as partial payment for services rendered
5. Caroline Torres – 100,000 shares as incentive for reaching sales goals
6. Elissa Woolf – 100,000 shares as initial hiring incentive
7. Si Manufacturing – 1,000,000 shares for design and engineering services for the second generation AAQIS hydrogen-on-demand generator
8. Jo McGee Coddington – 50,000 shares as initial hiring incentive
9. Windstream Partners, LLC – 2,000,000 shares for investment/management consulting services
10. Tom Nelson – 5,000,000 shares for IR/PR consulting services
11. Don Watson – 1,738,095 shares for management consulting services for lubrication division
12. James P. Schoenberger – 1,738,095 shares for consulting providing media, web, label development and news writer for all aspects of Company activities
13. Thomas Spaur (CPA) – 1,738,095 shares for consulting providing accounting and financial services including quarterly and year-end financial reports
14. Theodore Pawlikowski – 785,715 shares for consulting services for the development of the sales and marketing plan for the lubrication division
15. Paul Hansen – 500,000 shares for national sales manager performance incentive package

16. Marianne Cathleen McCarthy – 250,000 shares as additional incentive for investing in the Company
17. Keith Shipman – 100,000 shares as regional sales manager hiring bonus
18. Montrose Equities, LLC – 7,000,000 shares for providing the dairy building, test herd and funding to build “proof of concept” food growing system
19. Yavapai Resources, LLC – 6,000,000 shares for providing the dairy building, test herd and funding to build “proof of concept” food growing system
20. Gordon Lehman – 700,000 shares for consulting providing ongoing engineering design for the AAQIS hydrogen generator system
21. Megeo Partners, LLC – 2,000,000 shares for consulting related to organic fertilizer sustainability and plant growth for Healing the Earth growing system
22. Chris Kern – 600,000 shares as finder’s fee
23. David Carroll – 500,000 shares as compensation for short term loan to the Company
24. Jim Wilson – 550,000 shares as compensation for a short term loan to the Company and as employee performance incentive package
25. Robert D. King Jr. - 666,667 shares for consulting related to AAQIS HHO Generator testing
26. Robert D. King Sr. - 666,667 shares for consulting related to AAQIS HHO Generator testing
27. Thomas G. Klein and Beverly A Revocable Living Trust 666,667 shares for consulting related to AAQIS HHO Generator testing
28. Thomas G. Klein and Beverly A Revocable Living Trust 250,000 shares for consulting related to design concepts for the AAQIS HHO Generator
29. Daniel L Bray 1,000,000 shares for consulting related to the healing the Earth Plant Growing System
30. David Carroll and Nancy Carroll JT TEN - 100,000 shares as compensation for a short term loan to the Company
31. Pat Choate – 3,000,000 shares as compensation for board of directors membership
32. D. Weckstein and Co., Inc. – 2,500,000 shares for consulting services
33. Perry Gooch – 1,500,000 shares as compensation for board of directors membership
34. Jack Hunt – 250,000 shares as compensation for consulting services
35. Gordon L. Volden – 302,857 shares as compensation for services rendered
36. Jim Wilson – 50,000 shares as compensation for aq short term loan to the Company
37. Edmond Lonergan – 5,000,000 Class B Preferred Shares issued for services
38. Sudberg Equities, LLC – 6,000,000 shares funding for food growing system

## **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.

- Balance sheet;
- Statement of income;
- Statement of cash flows;
- Financial notes; and
- Audit letter, if audited

Annual Report Fiscal Year 2016 (Ended March 31, 2016) including Balance Sheet, Statement of Income, Statement of Cash flows and Financial Notes is listed in Filings and Disclosure on the GNPG posting to OTCIQ on 7/13/16.

## 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;

The Company is a holding company comprised of four wholly-owned subsidiaries: one operating company and three development companies. XenTx Lubricants, Inc. produces lubricants and additives for gasoline and diesel engines. AAQIS, Inc. is developing a hydrogen generator which greatly reduces hydrocarbon emissions while improving fuel efficiency in internal combustion engines. Green Mining Technologies, Inc. is developing green technologies for the mining of precious metals. The Company's Healing the Earth subsidiary is developing a new Fast Track™ growing system capable of growing vast amounts of fresh, organic food.

- Date and State (or Jurisdiction) of Incorporation:

May 22, 2009 – State of Nevada

- the issuer's primary and secondary SIC Codes;  
2992 3559 0721

- the issuer's fiscal year end date;

3/31

- principal products or services, and their markets;

Gasoline and diesel engine lubricants and additives sold to commercial and consumer clients; in development - a new Fast Track™ growing system capable of growing vast amounts of fresh, organic food, a hydrogen generator which greatly reduces hydrocarbon emissions while improving fuel efficiency in internal combustion engines and environment-friendly precious metals mining techniques and tailings reclamation technologies.

## 7) Describe the Issuer's Facilities

Corporate Offices and Warehouse – 4,881 sq. ft. leased space at 1626 W. 12<sup>th</sup> Place, Tempe, AZ 85260. 63 month lease 4/1/14 – 6/1/19

## 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.

Edmond L. Lonergan, CEO, President, Secretary and Treasurer

Mr. Lonergan has guided Green Planet Group since March 2006 and has extensive experience in reverse mergers, investment banking, and business and management consulting. He has been involved in the financial services, electronics and data processing industries.

Pat Choate PhD. - Member, Board of Directors

Pat Choate is a political economist, think tank strategist, policy analyst, and author who studies U.S. competitiveness and public policy. Presently, he directs a Washington-based policy institute, the Manufacturing Policy Project, and teaches Advanced Issues Management at George Washington University's Graduate School of Political Management. He has served as economic advisor to two Governors of the State of Oklahoma, Commissioner of Economic Development for the State of Tennessee, and senior positions in the Federal Government at the US Commerce Department and the Office of Management and Budget. Mr. Choate is the author of six books, dozens of monographs, and hundreds of articles on competitiveness, management, and public policy.

Don Burton - Member, Board of Directors

Don Burton holds a Master of Science degree from Western Illinois University, has attended Oxford University and completed extensive work toward his PhD at the University of Chicago. An educator with thirty-five years of experience teaching business classes, Mr. Burton taught for twenty-eight years at Sauk Valley College in Dixon, Illinois. He served as a registered representative of the investment firm, Waddell & Reed for thirteen years. Currently active in real estate investments, Mr. Burton has developed and owned two commercial malls, started a number of small businesses and served on several boards of directors.

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

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

None

- 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.

Edmond Lonergan: As of 3/31/16 owns approximately 50% voting control, including votes of 5,000,000 Class B Preferred Stock shares.

**9) Third Party Providers**

Please provide the name, address, telephone number, and email address of each of the following outside providers that advise your company on matters relating to operations, business development and disclosure:

Legal Counsel

Name: Michael K. Hair, P.C.

Address 1: 7407 E. Ironwood Ct.

Address 2: Scottsdale, AZ 85258

Phone: 480.443.9657

Email: [mkhairpc@yahoo.com](mailto:mkhairpc@yahoo.com)

Accountant or Auditor

N/A

Investor Relations Consultant

Name: Don E. Weckstein

Firm: Don E. Weckstein and Co., Inc.

Address 1: 230 Park Ave.

Address 2: New York, NY 10169

Phone: 212.986.3422

Email: [trading@weckstein.com](mailto:trading@weckstein.com)

Other Advisor: Any other advisor(s) that assisted, advised, prepared or provided information with respect to this disclosure statement.

N/A

**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, Edmond L. Lonergan certify that:

1. I have reviewed this initial and quarterly disclosure statement of Green Planet Group, 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.

March 31, 2016

/s/  [CEO's Signature]

/s/  [CFO's Signature]