THE GRAYSTONE COMPANY
(Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation or organization)	**27-3051592** (I.R.S. Employer Identification No.)
2620 Regatta Drive, Ste 102, Las Vegas, NV (Address of principal executive offices)	**87110** (Zip Code)

(702) 438-4100
(Registrant's telephone number, including area code)

Title of Each Class	Outstanding as of February 24, 2015
Class A Common stock, par value $0.0001 per share	102,391,521
Class B Common stock, par value $0.001 per share	5,000,000

PART I

Forward-Looking Statements

Certain statements contained in this report (including information incorporated by reference) are “forward-looking statements” within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended, and are intended to be covered by the safe harbor provisions provided for under these sections. Our forward-looking statements include, without limitation:

- Statements regarding future earnings;
- Estimates of future mineral production and sales, for specific operations and on a consolidated or equity basis;
- Estimates of future costs applicable to sales, other expenses and taxes for specific operations and on a consolidated basis;
- Estimates of future cash flows;
- Estimates of future capital expenditures and other cash needs, for specific operations and on a consolidated basis, and expectations as to the funding thereof;
- Estimates regarding timing of future capital expenditures, construction, production or closure activities;
- Statements as to the projected development of certain ore deposits, including estimates of development and other capital costs and financing plans for these deposits;
- Estimates of reserves and statements regarding future exploration results and reserve replacement and the sensitivity of reserves to metal price changes;
- Estimates of reserves and statements regarding future exploration results and reserve replacement and the sensitivity of reserves to metal price changes;
- Statements regarding the availability and costs related to future borrowing, debt repayment and financing;
- Statements regarding modifications to hedge and derivative positions;
- Statements regarding future transactions;
- Statements regarding the impacts of changes in the legal and regulatory environment in which we operate; and
- Estimates of future costs and other liabilities for certain environmental matters.

Where we express an expectation or belief as to future events or results, such expectation or belief is expressed in good faith and believed to have a reasonable basis. However, our forward-looking statements are subject to risks, uncertainties, and other factors, which could cause actual results to differ materially from future results expressed, projected or implied by those forward-looking statements. Such risks include, but are not limited to: the ability of The Graystone Company, Inc. to obtain or maintain necessary financing; the price of gold, silver and other commodities; currency fluctuations; geological and metallurgical assumptions; operating performance of equipment, processes and facilities; labor relations; timing of receipt of necessary governmental permits or approvals; domestic laws or regulations, particularly relating to the environment and mining; domestic and international economic and political conditions; and other risks and hazards associated with mining operations. More detailed information regarding these factors is included in Item 1, Business, Item 1A, Risk Factors, and elsewhere throughout this report. Given these uncertainties, readers are cautioned not to place undue reliance on our forward-looking statements.

The Company maintains an internet website at www.graystone1.com. The Company makes available, free of charge, through the Investor Information section of the web site, its Annual Reports, Quarterly Reports, Current Reports and all amendments to those reports, as soon as reasonably practicable after such material is electronically filed with the Securities and Exchange Commission. Any of the foregoing information is available in print to any stockholder who requests it by contacting our Investor Relations Department at 702-438-4100.

ITEM 1. BUSINESS

Corporate Background and Our Business

The Graystone Company, Inc. ("Graystone", "we", "us", "our", the "Company" or the "Registrant") was originally incorporated in the State of New York on May 27, 2010 under the name of Argentum Capital, Inc. Graystone was reincorporated in Delaware on January 10, 2011 and we subsequently changed our name to The Graystone Company, Inc on January 14, 2011. Graystone is domiciled in the state of Delaware, and its corporate headquarters are located in Lima, Peru and maintains it US executive office in Las Vegas, Nevada for mailing purposes. The Company selected December 31 as its fiscal year end.

The Graystone Company, Inc. is a holding company whose primary operating activities involve acquiring and developing mining properties amenable to low cost production. In January 2011, the Company began its mining operations in Peru. In December 2012, the Company entered into an LOI for a joint venture to expand its mining operations to Suriname. The Company operates its mining operations through the Company's wholly owned subsidiary Graystone Mining, Inc., a Nevada Company. The Company's mining operations focus primarily in Peru and Suriname. The Company's operations in Peru are conducted through Grupo Mineral Inca S.A.C., a wholly owned subsidiary of the Company. The Company's operations in Suriname are conducted through Arara Mining. Graystone owns 40% of the joint venture in Suriname, Arara Mining owns 50% and Renard Properties, LLC owns the remaining 10% of the joint venture in Suruname.

Graystone's mining operations focuses primarily on acquiring properties that require a lower capital investment to begin mining operations. This approach may reduce the size of the deposits that the Company can acquire. However, by generating revenue from smaller mining ventures, the Company can build a solid foundation and the needed infrastructure to undertake larger and more costly ventures, such as hard rock projects. Thereby the Company is focusing initially on alluvial mining (surface mining) projects, the Company can begin generating a positive cash flow for a smaller capital investment. As such, the Company does not engage in general exploration activities. Exploration involves the prospecting, sampling, mapping, drilling and other work involved in searching for ore on properties. Exploration is time consuming and costly as it requires an evaluation of the land's geology, analyst of the geochemistry of soil sediment and water, and drilling of numerous test holes and testing these for the presence of minerals. The Company instead focuses on acquiring or entering into joint ventures with entities that have already found, through exploration, proven or probable mineral ore reserves. This allows the Company to focus its attention on processing mineral resources instead of having to also have exploration activities to locate new sites that may have mineral ore deposits.

The corporate structure of this division is as follows:

From May 20 through July 5, 2011, the Company spent 23 days engaged in bulk sampling on its claim Gorila in Peru. The bulk sampling resulted in following data (1):

Gravel Mined:	135 m3 (apprx. 165 tons)
Raw Gold Produced:	122 grams
Raw Gold Grade:	.90g/ m3

(1) No proven (measured) or probable (indicated) reserves have been established with respect to the Gorilla project. Any references to estimated, potential and/or "inferred" reserves or resources, and any estimated values of such reserves, contained in the geological report, or set forth in any other communication (i) do not represent proven (measured) or probable (indicated) reserves within the meaning of Item 102 of Regulation S-K and the Commission's Securities Act Industry Guide 7, and (ii) should not be relied upon by any person in evaluating the Company's prospects at the Gorilla project.

In November 2012, the Company began initial mining production in Peru. The Company was initially limited in the amount of gold that could be extracted. In January 2013, the Company received a 2-year permit from the Peruvian Ministry of Energy and Mines to conduct full mining operations on its mining properties Gorilla and Graystone II. The permit required the Company to file a Corrective Environmental Management Instrument by February 5, 2013 and the final Corrective Environmental Management Instrument by the expiration of the 2-year permit. The Company filed the Corrective Environmental Management Instrument on February 5, 2013.

In October 2013, the Company's joint venture operations in Suriname began processing material from its mining operations. This is part of the joint venture's bulk sampling phase. The Company expects to provide the results of the processed material at the end of the month. The Company's previous tests indicated approximately 4 grams of gold per ton. However, the Company expects recovery rates to be approximately 50% of the lab results.

Form of Company's Operations

The Company's mining operations in Peru consist of alluvial (or placer) mining. Placer mining refers to mining precious metal deposits (particularly gold and gemstones) found in alluvial deposits – which are deposits of sand and gravel in modern or ancient stream beds, or occasionally glacial deposits. The gold deposits are moved by stream flow from an original source such as a vein. Since heavy metals like gold are considerably more dense than sand, they tend to accumulate at the base of placer deposits.

The Company uses the term "System" to refer to it mining production operations. A "System" consists of the following:

- Mining production foreman
- Mining Crew
- Cook
- Water Pumps to move water to were mining operations are occurring
- Rock pumps to move the dirt, rocks and water to sluice box
- Sluice box
- Shaker Tables

ITEM 2. MINING OPERATIONS

Peru

The Company currently owns 1,600 hectares and is in the process of completing the transfer of these properties into the Company's wholly owned subsidiary in Peru. The properties include the following projects:

Name	Area (hectares)	Dept	Province	District
Gorilla	400	Loreto	Datem del Maranon	Manseriche
Graystone II	800	Loreto	Datem del Maranon	Manseriche
Graystone IV	400	Loreto	Datem del Maranon	Manseriche

The Company's operations in Peru have focused on its property referred to as Gorilla. In June 2011, the Company acquired the Gorilla Project. The purchase price for the property was $44,000 USD. The project consists of 400 hectares (one hectares equals 2.47 acres) located in Loreto, Peru (Northern Peru). The Gorilla Project operation involves alluvial mining of gold from the deposits of sand and gravel usually left from modern or ancient stream beds.

In November 2012, the Company has begun initial mining production in Peru for Gorilla. The company was limited in the amount of gold that could be extracted. In January 2013, the Company received a 2-year permit from the Peruvian Ministry of Energy and Mines to conduct full mining operations on its mining properties Gorilla and Graystone II. The permit required the Company to file the Corrective Environmental Management Instrument by February 5, 2013 and the final Corrective Environmental Management Instrument by the expiration of the 2-year permit. The Company filed the Corrective Environmental Management Instrument on February 5, 2013.

Exploration and Bulk Sampling Activities

The Company has completed 2 separate bulk sampling projects on the Gorilla Project. The first was lasted for 23 days and the second lasted 2 days. The bulk sampling was conducted to provide internal numbers to management to determine the feasibility of continuing with the project. In addition to the bulk sampling activities we carried out the following activities:

- Implemented a community relations program to inform local communities of the project and what potential opportunities that may exist for community involvement in the implementation phases of the development program;
- Acquired equipment for further evaluation and development of resources;
- Set-up an operational base in the project area to continuously review the exploration program and prior experiences gained operating in this difficult terrain;

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- Began bulk sampling of the site to assist in mapping the property
- Commissioned a preliminary master plan which indicated the size and scope of our projected operations and areas where more information is required.

The bulk sampling resulted in following data(1):

Gravel Mined:	135 m3 (apprx. 165 tons)
Raw Gold Produced:	122 grams
Raw Gold Grade:	.90g/ m3

The Company's mining operations in Peru have generated approximately 240-260 grams per month for the months of June, July, and August. The Company has generated approximately 160 grams through the first 20 days of mining in September. The Company has doubled its production since April 2013 when it produced approximately 130 grams. The Company's operating expenses in Peru exceed the gold produced by approximately $7,500 - $15,000 per month. The Company was losing between $7,500 - $15,000 in Peru. The company needs to acquire an excavator and additional heavy machinery to remove the layers of clay located on its mining properties before the Company expects to see any significant increase in its mining production in Peru. The Company's operations have completed its current operations and will begin general mining operations once it has secured an excavator for Gorilla. The Company cannot provide a timetable for when that it will be able to acquire the excavator as the Company currently does not have the cash resources to acquire one and will need to raise approximately $200,000 to acquire the excavator.

Suriname

The Company's Suriname operations are conducted as a joint venture whereby Graystone owns 40% of the joint venture with Arara Mining owning 50% and Renard Properties, LLC owning 10%. The Company has entered into 2 new prospecting contracts in Suriname. One is for 200 hectares and the second one if for 2,400 hectares. The joint venture is currently prospecting on the two properties and will enter into long term leases with the property owners if the results of the prospecting are favorable. The terms of these leases typically range from 10%-15% of the gold produced. Each property is owned by a separate company but are adjacent to each other. Pursuant to the prospecting contracts, the joint venture has 6 months of exploration rights with the ability to extend those rights by an additional 6 months.

The Company's joint venture operations in Suriname are currently ahead of schedule. The Company expected the joint venture to continue its general exploration for the next 12 months. The bulk prospecting phase is focusing on an area that can be mined with the current equipment on site. The Company does not have a timetable on how long the bulk prospecting phase is expected to continue.

The Company received the initial lab results from Suriname. The initial tests indicate approximately 4 grams of gold per ton. However, the Company expects recovery rates to be approximately 50% of the lab results.

The Company is currently financing the operations in Suriname through debt financing being provided by Renard Properties, LLC.

Although the mining operations in Suriname look promising there are a number of risks that the joint venture is facing. These include, but not limited, to: inability to locate a rich gold vein on the properties, insufficient water during the dry season, inability to identify a water source that conforms to environmental plans for the area, cost of trucking pay dirt to a water source for processing, the possibility of not coming to terms with the claim owners, inability to properly fund the project during prospect phase and/or during production, risk of the mining camp could be robbed and risk that the material/gold could be robed during transport. Additionally, the Company's current cash position is insufficient to cover the expected expenses related to get Suriname's operations into the next phase. If the Company cannot borrow or raise the necessary capital required then the Company may have to sell a piece of its ownership in the joint venture or shut the operations down in Suriname.

Office Facilities

The Company's operating offices are located in Lima, Peru through its subsidiary Grupo Mineral Inca. The Company uses its Las Vegas, NV address as it Executive Office address for US mailing purposes.

Corporate Entity	Address
The Graystone Company, Inc.	2620 Regatta Drive, Suite 102, Las Vegas, Nevada
Graystone Mining, Inc.	Las Codornices 285, Surquillo , Lima, Peru
Grupo Mineral Inca, S.A.C..	Las Codornices 285, Surquillo , Lima, Peru

ITEM 3. LEGAL PROCEEDINGS

The Company is not a party to any litigation.

ITEM 4. REPORTING STATUS

As of the date of this filing the Company is not a reporting Company with the SEC.

PART II

ITEM 5. MARKET FOR COMMON EQUITY, RELATED STOCKHOLDER MATTERS AND PURCHASE OF EQUITY SECURITIES

Market Information

Our common stock trades over-the-counter and is quoted on the OTC Bulletin Board under the symbol "GYST." The table below sets forth the high and low intraday prices for our common stock as reflected on the OTCMarkets.com for the last two fiscal years. Quotations represent prices between dealers, do not include retail markups, markdowns or commissions, and do not necessarily represent prices at which actual transactions were affected. The Company received its ticker symbol on August 3, 2011. The chart below reflects the stock prices as reported by OTCMarkets.com.

Fiscal Year 2013	Common Stock High		Common Stock Low
First Quarter	$	6.65	1.90
Second Quarter	$	3.14	.38
Third Quarter	$	.67	.095
Fourth Quarter	$	15.01	.475

Fiscal Year 2014	Common Stock High		Common Stock Low	
First Quarter	$	1.90	$	.17
Second Quarter	$	2.19	$	.67
Third Quarter	$	1.19	$	.67
Fourth Quarter	$	.19	$	.01

Holders of Common Equity

As of February 24, 2015 there were 102,391,521Class A common shares outstanding and 5,000,000 Class B common shares.

Penny Stock Rules

Due to the price of our common stock, as well as the fact that we are not listed on Nasdaq or a national securities exchange, our stock is characterized as a "penny stock" under applicable securities regulations. Our stock therefore is subject to rules adopted by the SEC regulating broker-dealer practices in connection with transactions in penny stocks. The broker or dealer proposing to effect a transaction in a penny stock must furnish his customer a document containing information prescribed by the SEC and obtain from the customer an executed acknowledgment of receipt of that document. The broker or dealer must also provide the customer with pricing information regarding the security prior to the transaction and with the written confirmation of the transaction. The broker or dealer must also disclose the aggregate amount of any compensation received or receivable by him in connection with such transaction prior to consummating the transaction and with the written confirmation of the trade. The broker or dealer must also send an account statement to each customer for which he has executed a transaction in a penny stock each month in which such security is held for the customer's account. The existence of these rules may have an effect on the price of our stock, and the willingness of certain brokers to effect transactions in our stock.

Splits

The Company performed a reverses of 400:1 on May 14, 2012, a 5000:1 on September 16, 2013 and 950:1 on November 4, 2014.

Transfer Agent

Cleartrust, LLC is the transfer agent for our common stock. The principal office of Cleartrust is located at 16540 Pointe Village Drive, Ste 201, Lutz, FL 33558 and its telephone number is (813) 235-4490.

Dividend Policy

During fiscal year ending December 31, 2014, the Company issued a dividend to its Class A Common Stockholders of the Series B Preferred. Payment of future dividends, if any, will be at the discretion of our board of directors after taking into account various factors, including the terms of any credit arrangements, our financial condition, operating results, current and anticipated cash needs and plans for expansion.

ITEM 6. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

NOTE REGARDING FORWARD-LOOKING STATEMENTS

Certain matters discussed herein are forward-looking statements. Such forward-looking statements contained herein involve risks and uncertainties, including statements as to:

- *our future operating results;*
- *our business prospects;*
- *our contractual arrangements and relationships with third parties;*
- *the dependence of our future success on the general economy;*
- *our possible financings; and*
- *the adequacy of our cash resources and working capital.*

These forward-looking statements can generally be identified as such because the context of the statement will include words such as we "believe," "anticipate," "expect," "estimate" or words of similar meaning. Similarly, statements that describe our future plans, objectives or goals are also forward-looking statements. Such forward-looking statements are subject to certain risks and uncertainties which are described in close proximity to such statements and which could cause actual results to differ materially from those anticipated as of the date of this report. Shareholders, potential investors and other readers are urged to consider these factors in evaluating the forward-looking statements and are cautioned not to place undue reliance on such forward-looking statements. The forward-looking statements included herein are only made as of the date of this report, and we undertake no obligation to publicly update such forward-looking statements to reflect subsequent events or circumstances.

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

You should read the following discussion of our financial condition and results of operations in conjunction with the financial statements and the notes thereto, included elsewhere in this report. The following discussion contains forward-looking statements that reflect our plans, estimates and beliefs. Our actual results could differ materially from those discussed in the forward-looking statements. Factors that could cause or contribute to those differences include those discussed below and elsewhere in this report, particularly in the "Risk Factors" section.

Going Concern

Our financial statements have been prepared on a going concern basis, which implies the Company will continue to realize its assets and discharge its liabilities in the normal course of business. The Company has generated modest revenues since inception and has never paid any dividends and is unlikely to pay dividends. The continuation of the Company as a going concern is dependent upon the continued financial support from its shareholders, the ability of the Company to obtain necessary equity financing to continue operations and to determine the existence, discovery and successful exploration of economically recoverable reserves in its resource properties, confirmation of the Company's interests in the underlying properties, and the attainment of profitable operations. The Company has had very little operating history to date. These financial statements do not include any adjustments to the recoverability and classification of recorded asset amounts and classification of liabilities that might be necessary should the Company be unable to continue as a going concern.

Overview

During our current fiscal year ended December 31, 2014, we generated sales of $391,962 and incurred a net loss of $806,890. Our operations generated a net loss of $7,915,695 from inception (March 27, 2010) through the fiscal year ended December 31, 2013. In order to fund operations in the fiscal years ended December 31, 2014, we relied on proceeds received under the private placement sale in secured convertible debentures from Asher Enterprises, loans payable from SC Capital and from Renard Properties, LLC. However, the Company has ceased taking loans through convertible debentures and after filing the Form 15-12G will not be able to enter into any convertible debentures that allow for the loan amount to be converted into shares after 6 months.

Results of Operations

For the years ended December 31, 2013 and December 31, 2014, the Company generated the following revenue:

	Years Ended December 31,	
	2013	2014
Sales, net	$ 73,610	$ 391,962
Cost of Goods Sold	302,804	257,038
Gross Profit	(229,194)	(298,323)

For the years ended December 31, 2013 and December 31, 2014, the Company generated the following expenses:

	Years Ended December 31,	
	2013	2014
General and Administrative	$ 1,076,653	$ 937,133
Legal and Professional	240,713	4,381
Research and Development	-	-
	1,317,366	941,814

The Company's research and development expenses are related to the Company's mining activities in Peru and Suriname and include exploration on the Company's mining properties but do not include the actual mining expenses. The Company’s Research and Development expense decreased as the Company’s focused more assets to mining production and less on general exploration and development of its mining claims.

Liquidity and Capital Resources

The following is a summary of our balance sheet as of December 31, 2013 and December 31, 2014:

	Years Ended December 31,	
	2013	2014
Cash	$ 20,549	$ 602
Stockholders' (deficit) equity	(635,608)	(1,037,861)

We believe our currently available capital resources will allows us to begin operations within our natural resource division and maintain its operation over the course of the next 12 months; however, our ability to expand these operations would require additional capital.

Going Concern

We have not attained profitable operations and are dependent upon obtaining financing to pursue any extensive exploration activities. For these reasons our auditors stated in their report that they have substantial doubt we will be able to continue as a going concern.

Off-balance sheet arrangements

We have no significant off-balance sheet arrangements that have or are reasonably likely to have a current or future effect on our financial condition, changes in financial condition, revenues or expenses, results of operations, liquidity, capital expenditures or capital resources that is material to stockholders.

Critical Accounting Policies

Our financial statements are impacted by the accounting policies used and the estimates and assumptions made by management during their preparation. A complete summary of these policies is included in Note 2 of the notes to our historical financial statements. We have identified below the accounting policies that are of particular importance in the presentation of our financial position, results of operations and cash flows and which require the application of significant judgment by management.

ITEM 7. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK

Our exposure to market risks includes, but is not limited to, the following risks: changes in interest rates and equity price risks. We do not use derivative financial instruments as part of an overall strategy to manage market risk.

Equity Price Risk

We have in the past sought and will likely in the future seek to acquire additional funding by sale of common stock and other equity instruments. Movements in the price of our common stock have been volatile in the past and may also be volatile in the future. As a result, there is a risk that we may not be able to sell common stock or other equity at an acceptable price to meet future funding requirements.

Commodity Price Risk

We currently have only limited production but expect to produce increasing amounts of gold, silver and copper in our fiscal year 2013. As we increase production and sales, changes in the price of gold and other minerals could significantly affect our results of operations and cash flows. We do not presently expect to hedge the sale of any of our anticipated production.

ITEM 8. FINANCIAL STATEMENTS AND SUPPLEMENTARY DATA

THE GRAYSTONE COMPANY
CONSOLIDATED FINANCIAL STATEMENTS
As of December 31, 2013 and for the Years Ended
December 31, 2012

THE GRAYSTONE COMPANY, INC.

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THE GRAYSTONE COMPANY, INC.
CONSOLDATED BALANCE SHEET

	December 31, 2013	December 31, 2014
ASSETS		
Current assets		
Cash and cash equivalents	$ 20,549	$ 602
Total current assets	20,549	602
Plant, property & equipment (net of depreciation)	264,332	259,932
Total assets	$ 284,881	$ 260,534
LIABILITIES AND STOCKHOLDERS' (DEFICIT) EQUITY		
Current liabilities		
Accounts payable	$ 5,432	5,038
Accrued expenses	6,790	-
Accrued expenses - officers	213,399	498,309
Notes Payable - officers/directors	288,971	303,282
Notes Payable	405,897	491,765
Total current liabilities	920,489	1,298,394
Total liabilities	920,489	1,298,394
Stockholders' (deficit) equity		
Class A Common stock, $.0001 par value; 1,000,000,000 shares authorized, 293,884,387 and 42,391,521 shares issued and outstanding as of December 31, 2013 and December 31, 2014, respectively.	29,388	4,239
Class B Common stock, $.001 par value; 5,000,000 shares authorized, 5,000,000 and 5,000,000 shares issued and outstanding as of December 31, 2013 and December 31, 2014, respectively.	5,000	5,000
Series B Preferred Stock, $.0001 par value, 10,000,000 shares authorized, 0 and 197 shares issued and outstanding as of December 31, 2013 and December 31, 2014, respectively.	-	1
Additional paid-in capital	7,245,699	7,675,484
Accumulated deficits	(7,915,695)	(8,722,585)
Total stockholders' (deficit) equity	(635,608)	(1,037,861)
Total liabilities and stockholders' (deficit) equity	$ 284,881	$ 260,534

See accompanying notes to condensed consolidated financial statements

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THE GRAYSTONE COMPANY, INC.
CONSOLIDATED STATEMENT OF OPERATIONS

	Year Ended December 31,	
	2013	**2014**
Sales, net	$ 73,610	$ 391,962
Cost of goods sold	302,804	257,038
Gross profit	$ (229,194)	$ (134,924)
Operating Expenses		
General and administrative	1,076,653	526,465
Legal and professional	240,713	4,381
Mining Expenses	-	410,968
Total operating expenses	1,317,366	941,814
Loss from operations	(1,546,560)	(806,890
Other income (expense)		
Interest income	-	-
Interest expense	(436,056)	-
Loss on directives	23,933	-
Total other income (expense)	(412,123)	-
Loss before income taxes	(1,958,683)	(806,890)
Provision for income taxes	-	-
Net loss	$ (1,958,683)	$ (806,890)
Net loss per share of common stock:		
Basic	$ (0.01)	$ (0.01)
Weighted average number of shares outstanding		32,593,440

See accompanying notes to condensed consolidated financial statements
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THE GRAYSTONE COMPANY, INC.
CONSOLIDATED STATEMENT OF STOCKHOLDERS' EQUITY
Cumulative from May 27, 2010 (Inception) to December 31, 2014

	Common stock, Class A		Common stock, Class B		Additional Paid in Capital	Retained Earning	Dividend paid	Total
	Shares	Amount	Shares	Amount				
Balance, May 27, 20010 (Inception)	-	$ -	-	$ -	$ -	$ -	$ -	$ -
Issuance of common stock at $0.0001 per share	46,000,000	4,600	-	-	10,500	-	-	15,100
Cash dividends issued	-	-	-	-	-	-	(6,275)	(6,275)
Net loss, period ended December 31, 2010	-	-	-	-	-	45,526	-	45,526
Balance, December 31, 2010	46,000,000	$4,600	-	$ -	$ 10,500	$45,526	$ (6,275)	54,351
Issuance of common stock at $0.0001 per share	144,557,500	14,456	1,400,000	1,400	2,412,282	-	-	2,428,138
Issuance of convertible notes in connection with warrants issuance	-	-	-	-	42,500	-	-	42,500
Stock based compensation	-	-	-	-	11,491	-	-	11,491
Cash dividends issued	-	-	-	-	-	-	(16,000)	(16,000)
Stock dividend issued	-	-	-	-	-	-	(24,489)	(24,489)
Net loss, year ended December 31, 2011	-	-	-	-	-	(2,163,658)	-	(2,163,658)
Balance, December 31, 2011	190,557,500	$19,056	1,400,000	$ 1,400	$2,476,773	$(2,118,132)	$(46,764)	332,333
Issuance of common stock at $0.0001 per share						-	-	0
Issuance of convertible notes in connection Asher notes	88,863,782	8,886	-	-	505,762	-	-	514,648
Stock based compensation	197,480,000	19,748	-	-	510,282	-	-	530,030
Reverse	(190,874,048)	(19,087)	-	-	19,087	-	-	(19,087)
Stock issued for warrants	59,750,000	5,975	-	-	728,676	-	-	734,651
Net loss, year ended December 31, 2012	-	-	-	-	-	(2,471,743)	-	(2,471,743)
Balance, December 31, 2012	345,777,234	$ 34,578	-	$ -	$4,240,580	$(4,589,874)	$ -	(379,168)
Issuance of common stock at $0.0001 per share	136,754,978	13,675			555,668			569,344
Issuance of convertible notes in connection convertible notes	1,131,540,395	113,154			892,241			1,005,395
Stock based compensation	1,666,731,780	166,673			1,238,518			1,405,191
Reverse	(2,986,920,000)	(298,692)			298,692			0
Net loss, year ended December 31, 2013						(1,958,683)		(1,958,683)
Balance, December 31, 2013	293,884,387	$ 29,388	-	$ -	$7,225,699	$(6,548,557)	$ -	(642,079)
Issuance of common stock at $0.0001 per share	2,926,080,554	292,608			93,758			386,366
Reverse	(3,216,573,420)	(321,657)			321,658			-
Issuance of common stock at $0.0001 per share	39,000,000	3,900			34,270			38,270

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Net loss, year ended December 31, 2014						(806,890)		(806,890)
Balance, December 31, 2014	42,391,521	4,239	5,000,000	5,000	7,675,485	(8,722,585)		(1,037,861)

See accompanying notes to financial statements.

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THE GRAYSTONE COMPANY, INC.
CONSOLIDATED STATEMENT OF CASH FLOWS

	Year Ended December 31,	
	2013	**2014**
Cash flows from operating activities		
Net Income(loss)	$ (1,958,683)	$ (806,890)
Adjustments to reconcile net income to net cash used by operating activities:		
Depreciations on plant, property & equipment	19,583	4,402
Loss on derivative liability	23,993	(91,580)
Issuance of common stock for notes converted	436,056	424,637
Issuance of common stock for services contributed	623,285	-
Changes in operating assets and liabilities:		
Accounts payable	(5,055)	(394)
Accrued expenses	-	(90)
Accrued expenses - related party	135,000	285,000
Net cash used by operating activities	(725,821)	(184,915)
Cash flows from investing activities		
Loan to joint venture	213,074	-
Prepaid expenses	50,000	-
Purchase of plant, property & equipment	193,491	-
Net cash provided (used) by investing activities	456,565	-
Cash flows from financing activities		
Net Proceeds from notes payable - related parties, net repayment	206,063	14,311
Net Proceeds from notes payable, net repayment	68,820	170,658
Net cash provided by financing activities	274,883	184,969
Net change in cash and cash equivalent	5,627	54
Cash and cash equivalent at the beginning of year	14,922	20,548
Cash and cash equivalent at the end of year	$ 20,549	$ 20,602

See accompanying notes to condensed consolidated financial statements

THE GRAYSTONE COMPANY, INC.
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Note 1 – Nature of Operations and Going Concern

The Graystone Company, Inc. ("Graystone", "we", "us", "our", the "Company" or the "Registrant") was originally incorporated in the State of New York on May 27, 2010 under the name of Argentum Capital, Inc. Graystone was reincorporated in Delaware on January 10, 2011 and subsequently we changed our name to The Graystone Company, Inc on January 14, 2011. Graystone is domiciled in the state of Delaware, and its corporate headquarters are located in Las Vegas, Nevada.

The Graystone Company, Inc. is a holding company whose primary operating activities involve acquiring and developing mining properties amenable to low cost production. In January 2012, the Company launched a new division that sells gold, silver and other precious metals to retail buyers. The Company also operates other divisions that include a marketing division, real estate division, and consulting division.

The Graystone Company, Inc. has two dormant subsidiaries as indicated below,

Grupo Mineral Inca S.A., - a Peru Corporation with equity interest of 100%

Graystone Mining Company – a Nevada Corporation with equity interest of 100%

Principles of consolidation

These consolidated financial statements include the accounts of The Graystone Company, Inc. and its wholly owned subsidiaries Grupo Mineral Inca S.A. and Graystone Mining Company. Significant inter-company accounts and transactions have been eliminated.

Going Concern

The Company's financial statements are prepared using accounting principles generally accepted in the United States of America applicable to a going concern, which contemplates the realization of assets and liquidation of liabilities in the normal course of business. However, the Company has negative working capital, recurring losses, and does not have an established source of revenues sufficient to cover its operating costs. These factors raise substantial doubt about the Company's ability to continue as a going concern.

Under the going concern assumption, an entity is ordinarily viewed as continuing in business for the foreseeable future with neither the intention nor the necessity of liquidation, ceasing trading, or seeking protection from creditors pursuant to laws or regulations. Accordingly, assets and liabilities are recorded on the basis that the entity will be able to realize its assets and discharge its liabilities in the normal course of business.

The ability of the Company to continue as a going concern is dependent upon its ability to successfully accomplish the plan described in the preceding paragraph and eventually attain profitable operations. The accompanying financial statements do not include any adjustments that may be necessary if the Company is unable to continue as a going concern.

In the coming year, the Company's foreseeable cash requirements will relate to continual development of the operations of its business, maintaining its good standing and making the requisite filings with the Securities and Exchange Commission, and the payment of expenses associated with operations and business developments. The Company may experience a cash shortfall and be required to raise additional capital.

Historically, it has mostly relied upon internally generated funds such as shareholder loans and advances to finance its operations and growth. Management may raise additional capital by retaining net earnings or through future public or private offerings of the Company's stock or through loans from private investors, although there can be no assurance that it will be able to obtain such financing. The Company's failure to do so could have a material and adverse affect upon it and its shareholders.

Note 2 – Significant Accounting Policies

Accounting Method

The Company's financial statements are prepared using the accrual method of accounting. The Company has elected a fiscal year ending on December 31.

Use of estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America 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 revenues and expenses during the reporting period. Actual results could differ from those estimates.

Income Taxes

In accordance with Accounting Standards Codification ("ASC") Topic 740, "Income Taxes" ("ASC 740"), the Company accounts for income taxes using an asset and liability approach, which requires recognition of deferred tax assets and liabilities for the expected future tax consequences of events that have been recognized in the Company's Consolidated Financial Statements, but have not been reflected in the Company's taxable income. A valuation allowance has been established to reduce deferred tax assets to their estimated realizable value. Therefore, the Company provides a valuation allowance to the extent that the Company does not believe it is more likely than not that it will generate sufficient taxable income in future periods to realize the benefit of its deferred tax assets. The Company recognizes interest and penalties related to unrecognized tax benefits in income tax expense

Cash and Cash Equivalents

The Company considers all highly liquid investments with maturities of three months or less at the time of purchase to be cash equivalents. Cash and cash equivalents may at times exceed Federally-insured limits. To minimize this risk, the Company places its cash and cash equivalents with high credit quality institutions.

Plant, Property and Equipment

Plant, property and equipment are carried at cost with depreciation and amortization provided over the shorter of the remaining lease term or the estimated useful life of the improvement. Expenditures for maintenance and repairs are charged against operations. Renewals and betterments that materially extend the life of the assets are capitalized. When assets are retired or otherwise disposed of, the cost and related accumulated depreciation are removed from the accounts, and any resulting gain or loss is reflected in income for the period. The balance of plant, property and equipment, net of depreciation was $70,841 and $69,713 as of December 31, 2012 and December 31, 2011, respectively.

For federal income tax purposes, depreciation is computed under the modified accelerated cost recovery system. For financial statements purposes, depreciation is computed under the straight-line method. As of December 31, 2012, depreciation expenses were $11,984.

	Estimated Useful Lives
Land	Indefinite
Building	27.5 years
Equipment	5 years

Impairment of long-lived assets

The Company reviews the carrying value of its definite lived intangible assets at least annually. Other long-lived assets, including intangibles, are reviewed whenever events or changes in circumstances indicate that the historical-cost carrying value of an asset may no longer be appropriate. The Company assesses recoverability of the asset by comparing the undiscounted future net cash flows expected to result from the asset to its carrying value. If the carrying value exceeds the undiscounted future net cash flows of the asset, an impairment loss is measured and recognized. An impairment loss is measured as the difference between the net book value and the fair value of the long-lived asset.

Revenue Recognition

The Company has four different divisions. The revenue recognition methods for each division are indicated below.

Natural Resources Division - This division began operating in January 2011and operates the Company's wholly owned subsidiary

Graystone Mining, Inc., a Nevada Company. This Division is engaged in the business of acquiring gold, silver, precious metal and gems and other mineral properties with proven and/or probable reserves. The Company has currently begun mining operations in Peru. The Company's Natural Resources Division is a mine processing entity whereby we locate and extract mineral deposits for refining. Revenue is recognized when products are shipped or delivered if not shipped.

Equity Warrants

The Company has issued warrants to purchase shares of its common stock in connection with convertible notes. In accordance with ASC 470-20, *Debt with conversions and other options*, the proceeds from the notes were allocated based on the relative fair values of the notes without the warrants issued in conjunction with the notes and of the warrants themselves at the time of issuance. The Company records the relative fair value of the warrants at the time of issuance as additional paid in capital and as a debt discount to the notes. The Company amortizes this debt discount as interest expense over the life of the note. Additionally, as a result of issuing the warrants with the convertible notes, a beneficial conversion option is recorded as a debt discount reflecting the incremental conversion option intrinsic value of the conversion option provided to the holders of the notes. Company also amortizes this debt discount as interest expense over the life of the notes. The intrinsic value of each conversion option was calculated as the difference between the effective conversion price and the fair value of the common stock, multiplied by the number of shares into which the note is convertible.

Stock-Based Compensation

The Company accounts for share-based payments, including grants of stock options to employees, consultants and non-employees; moreover, the Company issues warrants to the consultants and related parties. The Company is required to estimate the fair value of share-based awards and warrants on the date of grant. The value of the award is principally recognized as expense ratably over the requisite service periods. The Company has estimated the fair value of stock options and warrants as of the date of grant or assumption using the Black-Scholes option pricing model, which was developed for use in estimating the value of traded options that have no vesting restrictions and that are freely transferable. The Black-Scholes model requires the input of certain assumptions. Changes in the assumptions used in Black-Scholes model can materially affect the fair value estimates. The Company evaluates the assumptions used to value stock options on an annual basis. The expected term of stock options represents the weighted average period the stock options are expected to remain outstanding.

The expected term is based on the observed and expected time to exercise and post-vesting cancellations of options by employees. Upon the adoption of the accounting guidance, the Company continued to use historical volatility in deriving its expected volatility assumption as allowed under GAAP because it believes that future volatility over the expected term of the stock options is not likely to differ materially from the past. The risk-free interest rate assumption is based on 5-year U.S Treasury zero-coupon rates appropriate for the expected term of the stock options. The expected dividend assumption is based on the history and expectation of dividend payouts. The fair values generated by the Black-Scholes model may not be indicative of the actual fair values of the equity awards, as the Company does not consider other factors important to those awards to employees, such as continued employment, periodic vesting requirements and limited transferability. The amount of stock based compensation expenses is net of an estimated forfeiture rate, which is also based on historical data. For the years ended December 31, 2012 and 2011, stock based compensation expense was approximately $1,721,202 and $796,035 respectively, which consisted primarily of stock-based compensation expense related to stock recognized under GAAP issued to the employees.

Litigation and Settlement Costs

Legal costs are expensed as incurred. The Company records a charge equal to at least the minimum estimated liability for a loss contingency when both of the following conditions are met: (i) information available prior to issuance of the financial statements indicates that it is probable that an asset had been impaired or a liability had been incurred at the date of the financial statements and (ii) accrue the best estimate within a range of loss if there is a loss or, when there is no amount within a range that forms a better estimate, the Company will accrue the minimum amount in the range. The Company is not presently involved in any legal proceedings, litigation or other legal actions.

Research and Development Costs

Costs associated with the development of the Company's products are charged to expense as incurred. $0 and $208,009 were incurred in the years ended December 31, 2012 and 2011, respectively. The expenses incurred in 2011 were derived from the Company's expenses in Peru including the Company's exploration costs and the expenses related to the Company's development of mining operations in Peru.

Net Profit / (Loss) Per Common Share

Basic loss per share, which excludes anti-dilutive securities, is computed by dividing loss available to common shareholders by the weighted-average number of common shares outstanding for that particular period. In contrast, diluted loss per share considers the potential dilution that could occur from other equity instruments that would increase the total number of outstanding shares of common stock. Such amounts include shares potentially issuable under outstanding options, warrants, convertible notes.

There was no difference between basic and diluted earnings per share because the effects of all potentially dilutive securities were anti-dilutive.

Recently issued accounting standards

The Company does not expect any recently issued accounting standards to have a material impact to its financial position or operations.

Reclassifications

Certain prior year amounts have been reclassified to conform to the current year presentation.

Note 3 – Related Party Transaction

On March 8, 2013, the Company issued 6,300 of our Class A Common Stock to Renard Properties for services rendered. The price per share was $15 for $94,500 in bonus payment for achieving pre-determined mining goals. Our CEO is the managing member of Renard Properties.

On March 8, 2013, the Company issued 6,300 of our Class A Common Stock to our CFO for services rendered. The price per share was $15 for $94,500 in bonus payment for achieving pre-determined mining goals.

On March 18, 2013, the Company issued 1,000 of our Class A Common Stock to our CFO for services rendered. The price per share was $14 for $14,000 in bonus payment for achieving pre-determined mining goals.

On March 18, 2013, the Company issued 1,000 of our Class A Common Stock to our CEO for services rendered. The price per share was $14 for $14,000 in bonus payment for achieving pre-determined mining goals.

On June 19, 2013, the Company issued 37,500 of our Class A Common Stock to our CEO for $45,000 in debt. The price per share was $4. The shares are restricted for 24 months from the issuance. A loss of $105,000 was recorded on the issuance.

On June 19, 2013, the Company issued 37,500 of our Class A Common Stock to our CFO for $45,000 in debt. The price per share was $4. The shares are restricted for 24 months from the issuance. A loss of $105,000 was recorded on the issuance.

On August 7, 2013, the Company issued 30,000 of our Class A Common Stock for $30,000 in debt. The price per share was $1. The shares are restricted for 24 months from the issuance.

On August 7, 2013, the Company issued 30,000 of our Class A Common Stock to our CEO for $30,000 in debt. The price per share was $1. The shares are restricted for 24 months from the issuance.

On August 27, 2013, the Company issued 35,000 of our Class A Common Stock to our CFO for $17,500 in debt. The price per share was $.50. The shares are restricted for 24 months from the issuance.

On August 27, 2013, the Company issued 35,000 of our Class A Common Stock to our CEO for $17,500 in debt. The price per share was $.50. The shares are restricted for 24 months from the issuance.

On November 25, 2014, the Company issued 33,000,000 of our Class A Common Stock to our officers and directors.

Note 4 – Common Stock and Preferred Stock

Class A Common Stock

The Certificate of Incorporation, as amended, authorizes the Company to issue up to 1,000,000,000 shares of Class A Common Stock ($0.0001 par value). As December 31, 2014, there are 43,391,521 shares of our Class A Common Stock issued and outstanding, which are held by approximately 79 registered shareholders of record (this does not include any shares held in street name by shareholders since they are not registered with our transfer agent). All outstanding shares of Class A Common Stock are of the same class and have equal rights and attributes. Holders of our Class A Common Stock are entitled to one vote per share on matters to be voted on by shareholders and also are entitled to receive such dividends, if any, as may be declared from time to time by our Board of Directors in its discretion out of funds legally available therefore. Unless otherwise required by the Delaware General Corporation Law, the Class A Common Stock and the Class B Common Stock shall vote as a single class with respect to all matters submitted to a vote of shareholders of the Corporation. Upon our liquidation or dissolution, the holders of our Class A and Class B Common Stock are entitled to receive pro rata all assets remaining available for distribution to shareholders after payment of all liabilities and provision for the liquidation of any shares of preferred stock at the time outstanding. Our Class A Common Stock has no cumulative or preemptive rights or other subscription rights. The payment of dividends on our Class A Common Stock is subject to the prior payment of dividends on any outstanding preferred stock, if any.

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:

On January 7, 2013, the Company issued 2,089 shares to Asher Enterprises in exchange for $17,500 in debt at a price per shares of $9.00.

On February 28, 2013, the Company issued 1,429 shares to Asher Enterprises in exchange for $15,000 in debt at a price per shares of $10.50.

On March 11, 2013, the Company issued 2,089 shares to Asher Enterprises in exchange for $17,500 in debt at a price per shares of $9.50.

On March 20, 2013, the Company issued 1,875 shares to Asher Enterprises in exchange for $15,000 in debt at a price per shares of $7.50.

On March 27, 2013, the Company issued 2,507 shares to Asher Enterprises in exchange for $17,500 in debt at a price per shares of $7.00.

On April 11, 2013, the Company issued 3,000 shares to SC Capital in exchange for $22,500 in debt at a price per shares of $7.50.

On April 24, 2013, the Company issued 2,308 shares to Asher Enterprises in exchange for $15,000 in debt at a price per shares of $6.50.

On April 29, 2013, the Company issued 3,133 shares to Asher Enterprises in exchange for $17,500 in debt at a price per shares of $6.00.

On May 1, 2013, the Company issued 3,000 shares to SC Capital in exchange for $15,000 in debt at a price per shares of $5.00.

On May 16, 2013, the Company issued 3,000 shares to SC Capital in exchange for $15,000 in debt at a price per shares of $5.00.

On May 23, 2013, the Company issued 3,000 shares to SC Capital in exchange for $15,000 in debt at a price per shares of $5.00.

On May 31, 2013, the Company issued 5,000 shares to SC Capital in exchange for $22,500 in debt at a price per shares of $4.50.

On June 7, 2013, the Company issued 3,000 shares to SC Capital in exchange for $11,250 in debt at a price per shares of $3.75.

On June 14, 2013, the Company issued 4,918 shares to Asher Enterprises in exchange for $15,000 in debt at a price per shares of $3.05.

On June 17, 2013, the Company issued 5,900 shares to SC Capital in exchange for $14,750 in debt at a price per shares of $2.50.

On June 19, 2013, the Company issued 7,094 shares to Asher Enterprises in exchange for $17,500 in debt at a price per shares of $2.65.

On July 11, 2013, the Company issued 10,000 shares of its Class A Common stock . SC Capital converted $12,500 of its note convertible in the amount of $25,000 from its note dated November 7, 2012. There was $12,500 remaining on the note A loss of $17,500 was recorded.

On July 19, 2013, the Company issued 12,000 shares of its Class A Common stock. SC Capital converted $12,500 of its note convertible in the amount of $25,000 from its note dated November 7, 2012. There was $0 remaining on the note. A loss of $17,500 was recorded.

On July 30, 2013, the Company issued 12,600 shares of its Class A Common stock. SC Capital converted $10,000 of its note convertible in the amount of $50,800 from its note dated November 20, 2012. There was $40,800 remaining on the note. A loss of $15,200 was recorded.

On August 8, 2013, the Company issued 34,000 shares of its Class A Common stock. SC Capital converted $17,000 of its note convertible in the amount of $23,800 from its note dated November 20, 2012. There was $23,800 remaining on the note. A loss of $34,000 was recorded.

On August 30, 2013, the Company issued 40,000 shares of its Class A Common stock. SC Capital converted $15,000 of its note convertible from its note dated November 20, 2012. There was $8,800 remaining on the note. A loss of $5,000 was recorded.

On August 21, 2013, the Company issued 26,667 shares to Asher Enterprises in exchange for $8,000 in debt at a price per shares of $3.00.

On August 30, 2013, the Company issued 40,000 shares of its Class A Common stock. SC Capital converted $8,800 of its note convertible from its note dated November 20, 2012. There was $0 remaining on the note. A loss of $11,200 was recorded.

On September 24, 2013, the Company issued 13,500,000 shares of its Class A Common stock. SC Capital converted $94,000 of its note convertible from its note dated December 27, 2012, January 11, 2013, January 25, 2013 and February 1, 2013. There was $0 remaining on these 4 notes. A loss of $5,981,000 was recorded.

On October 9, 2013, the Company issued 1,086,956 shares of its Class A Common stock. Asher Enterprises converted $15,000 of its note convertible.

On October 17, 2013, the Company issued 2,380,952 shares of its Class A Common stock. Asher Enterprises converted $15,000 of its note convertible.

On October 18, 2013, the Company issued 6,750,000 shares of its Class A Common stock. SC Capital converted $23,000 of its note convertible.

On November 21, 2013, the Company issued 6,666,667 shares of its Class A Common stock. Asher Enterprises converted $12,000 of its note convertible.

On December 3, 2013, the Company issued 10,714,286 shares of its Class A Common stock. Asher Enterprises converted $15,000 of its note convertible.

On December 10, 2013, the Company issued 23,735,294 shares of its Class A Common stock. Asher Enterprises converted $13,500 of its note convertible.

On December 12, 2013, the Company issued 15,000,000 shares of its Class A Common stock. SC Capital converted $7,325 of its note convertible.

On December 20, 2013, the Company issued 943,396 shares of its Class A Common stock. Asher Enterprises converted $500 of its note convertible.

On December 10, 2013, the Company issued 22,924,528 shares of its Class A Common stock. Asher Enterprises converted $12,150 of its note convertible.

On January 2, 2014, the Company issued 24,166,667 shares of its Class A Common stock. Asher Enterprises converted $20,150 of its note convertible.

On January 6, 2014, the Company issued 30,000,000 shares of its Class A Common stock. SC Capital converted $7,325 of its note convertible.

On January 10, 2014, the Company issued 24,047,619 shares of its Class A Common stock. Asher Enterprises converted $10,100 of its note convertible.

On January 16, 2014, the Company issued 20,000,000 shares of its Class A Common stock. SC Capital converted $8,000 of its note convertible.

On January 28, 2014, the Company issued 24,257,143 shares of its Class A Common stock. Asher Enterprises converted $8,450 of its note convertible.

On January 28, 2014, the Company issued 25,000,000 shares of its Class A Common stock. SC Capital converted $15,000 of its note convertible.

On February 14, 2014, the Company issued 45,161,290 shares of its Class A Common stock. Asher Enterprises converted $2,020 of its note convertible.

On February 24, 2014, the Company issued 38,000,000 shares of its Class A Common stock. SC Capital converted $9,500 of its note convertible.

On March 5, 2014, the Company issued 38,000,000 shares of its Class A Common stock. SC Capital converted $9,500 of its note convertible.

On March 19, 2014, the Company issued 50,000,000 shares of its Class A Common stock. SC Capital converted $12,000 of its note convertible.

On March 19, 2014, the Company issued 50,000,000 shares of its Class A Common stock. SC Capital converted $12,000 of its note convertible.

On April 14, 2014, the Company issued 50,000,000 shares of its Class A Common stock. SC Capital converted $21,000 of its note convertible.

On May 14, 2014, the Company issued 50,000,000 shares of its Class A Common stock. SC Capital converted $7,500 of its note convertible.

On May 30, 2014, the Company issued 50,000,000 shares of its Class A Common stock. SC Capital converted $15,000 of its note convertible.

On June 23, 2014, the Company issued 75,000,000 shares of its Class A Common stock. SC Capital converted $15,000 of its note convertible.

On July 10, 2014, the Company issued 75,000,000 shares of its Class A Common stock. SC Capital converted $7,500 of its note convertible.

On July 25, 2014, the Company issued 100,000,000 shares of its Class A Common stock. SC Capital converted $5,000 of its note convertible.

On July 30, 2014, the Company issued 100,000,000 shares of its Class A Common stock. Gold Coast Capital converted $1,000 of its note convertible.

On August 8, 2014, the Company issued 100,000,000 shares of its Class A Common stock. Nobilis Consulting converted $1,500 of its note convertible.

On August 15, 2014, the Company issued 50,000,000 shares of its Class A Common stock. SC Capital converted $2,500 of its note convertible.

On August 21, 2014, the Company issued 50,000,000 shares of its Class A Common stock. SC Capital converted $2,500 of its note convertible.

On September 4, 2014, the Company issued 110,000,000 shares of its Class A Common stock. SC Capital converted $5,000 of its note convertible.

On September 4, 2014, the Company issued 100,000,000 shares of its Class A Common stock. Nobilis Consulting converted $1,500 of its note convertible.

On September 16, 2014, the Company issued 100,000,000 shares of its Class A Common stock. SC Capital converted $7,500 of its note convertible.

On September 17, 2014, the Company issued 100,000,000 shares of its Class A Common stock. Nobilis Consulting converted $1,500 of its note convertible.

On September 25, 2014, the Company issued 150,000,000 shares of its Class A Common stock. SC Capital converted $7,500 of its note convertible.

On October 4, 2014, the Company issued 250,000,000 shares of its Class A Common stock. SC Capital converted $9,000 of its note convertible.

On November 26, 2014, the Company issued 3,000,000 shares of its Class A Common stock. SC Capital converted $10,000 of its note convertible.

Class B Common Stock

Our Certificate of Incorporation, as amended, authorizes the Company to issue up to 5,000,000 shares of Class B Common Stock ($0.001 par value). All outstanding shares of Class B Common Stock are of the same class and have equal rights and attributes. The Class B shares do not have the right to convert into Series A. Holders of our Class B Common Stock are entitled to one thousand (1,000) votes per share on matters to be voted on by shareholders and also are entitled to receive such dividends, if any, as may be declared from time to time by our Board of Directors at the same rate as those declared for Class A shareholder. Unless otherwise required by the Delaware General Corporation Law, the Class A Common Stock and the Class B Common Stock shall vote as a single class with respect to all matters submitted to a vote of shareholders of the Corporation. Upon our liquidation or dissolution, the holders of our Class A and Class B Common Stock are entitled to receive pro rata all assets remaining available for distribution to shareholders after payment of all liabilities and provision for the liquidation of any shares of preferred stock at the time outstanding. Our Class A Common Stock has no cumulative or preemptive rights or other subscription rights. The payment of dividends on our Class A Common Stock is subject to the prior payment of dividends on any outstanding preferred stock, if any.

Preferred Stock

Our Certificate of Incorporation, as amended, authorizes the Company to issue up to 500,000,000 shares of Preferred Stock ($0.001 par value). As of the date hereof no preferred shares have been issued.

Note 5– Controls

(a) Evaluation of Disclosure Controls and Procedures

Our principal executive officer and principal financial officer evaluated the effectiveness of our disclosure controls and procedures (as defined in Exchange Act Rule 13a-15(e)) as of the end of the period covered by this report. Based on this evaluation, our principal executive officer and principal financial officer concluded that our disclosure controls and procedures were not effective as of the end of the period covered by this report.

Management's Report on Internal Control Over Financial Reporting

Our management is responsible for establishing and maintaining adequate internal control over financial reporting as defined in Rules 13a-15(f) and 15d-15(f) under the Exchange Act. Our internal control over financial reporting is designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. Our internal control over financial reporting includes those policies and procedures that:

1. Pertain to the maintenance of records that in reasonable detail accurately and fairly reflect the transactions and dispositions of our assets;

2. Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with U.S. GAAP, and that our receipts and expenditures are being made only in accordance with the authorization of our management and directors; and

3. Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use or disposition of our assets that could have a material effect on the financial statements.

Because of its inherent limitations, internal control over financial reporting may not prevent or detect misstatements. Also, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Management assessed the effectiveness of our internal control over financial reporting as of December 31, 2013. Based on this assessment, management concluded that the Company did not maintain effective internal controls over financial reporting as a result of the identified material weakness in our internal control over financial reporting described below. In making this assessment, management used the framework set forth in the report entitled Internal Control—Integrated Framework issued by the Committee of Sponsoring Organizations of the Treadway Commission, or COSO. The COSO framework summarizes each of the components of a company's internal control system, including (i) the control environment, (ii) risk assessment, (iii) control activities, (iv) information and communication, and (v) monitoring.

Identified Material Weakness

A material weakness in our internal control over financial reporting is a control deficiency, or combination of control deficiencies, that results in more than a remote likelihood that a material misstatement of the financial statements will not be prevented or detected.

Management identified the following material weakness during its assessment of internal controls over financial reporting as of December 31, 2013:

Resources: As of December 31, 2013, we had one part-time employee in general management and no full-time employees with the requisite expertise in the key functional areas of finance and accounting. As a result, there is a lack of proper segregation of duties necessary to insure that all transactions are accounted for accurately and in a timely manner.

Written Policies & Procedures: We need to prepare written policies and procedures for accounting and financial reporting to establish a formal process to close our books monthly on an accrual basis and account for all transactions, including equity transactions, and prepare, review and submit SEC filings in a timely manner.

Improper valuation of assets: We did not properly evaluate certain acquired items to properly classify them as expenses rather than capitalized assets.

Improper valuation of derivative liabilities: We did not properly evaluate the conversion feature of certain convertible loans.

Improper valuation of equity issuances: The Company did not properly value certain equity issuances.

Management's Remediation Initiatives

As our resources allow, we will add financial personnel to our management team. We plan to prepare written policies and procedures for accounting and financial reporting to establish a formal process to close our books monthly on an accrual basis and account for all transactions, including equity transactions. We will also create an audit committee made up of our independent directors. The Company did not make any changes in 2013 related to this material weakness as compared with 2012.

PART III

ITEM 9. DIRECTORS, EXECUTIVE OFFICERS AND CORPORATE GOVERNANCE

Our directors and executive officers and additional information concerning them are as follows:

Name	Age	Position
Paul Howarth	46	CEO, Director
Joseph Wade	39	President, CFO and Director

Paul Howarth, CEO/ Director. Mr. Howarth is our CEO and a member of the Board of Directors. In May 2010, Mr. Howarth co-founded The Graystone Company with Joseph Wade. In 2007, Mr. Howarth became involved with Renard Properties, LLC which acquires and invests in real estate throughout the US. Mr. Howarth is the managing member of Renard Properties, LLC. Renard Properties is an affiliate of the Company due to the fact that it owns more than 10% of the Common Stock of the Company. From August 2008 – July 2010, Mr. Howarth was the CEO and member of the Board of Directors of Forterus, Inc. Forterus is a behavioral health company focusing on drug and alcohol rehabilitation. From February 2006- July 2008, Mr. Howarth served as the Senior Vice-President of Bear Stearns and Co. Bear Stearns and Co. was a global investment bank and securities trading and brokerage firm. Mr. Howarth was responsible for the purchase of mortgages from mortgage bankers that were secured by Bear Stearns or its affiliates. From 2004 - 2006, Mr. Howarth worked as a license real estate broker in California. From 2002 – 2004, Mr. Howarth served as the Director of Production of Home Loan Center where he was responsible for 13 sales managers and over 150 sales staff. Home Loan Center was a mortgage broker/bank and was acquired by Lendingtree.com in 2004. Mr. Howarth received his B.A. from Seton Hall University.

Except as stated above, none of the Companies or entities Mr. Howarth has previously worked for is a parent, subsidiary or other affiliate of the Company.

Mr. Howarth's activities related to projects not related to the business of the Company are minimal. His responsibilities to the other entities are related to personal investments or are conducted after hours or on the weekend. Mr. Howarth, as an uncompensated director, devotes his time to the business of Company as the operations and business of the Company require which is approximately 15 – 20 hours per week. Furthermore, the Company expects that Mr. Howarth will, in our 2nd Quarter 2011, devote equal to or excess of 40 hours per week.

Due to Mr. Howarth’s experience of being on the board of directors and CEO of Forterus, Inc. and his experience of managing large staffs with Bear Stearns and Home Loans Center the shareholders felt Mr. Howarth should serve as a director of the Company.

Joseph Wade, CFO/Director. Mr. Wade is our CFO and a member of the Board of Directors. In May 2010, Mr. Wade co-founded The Graystone Company with Paul Howarth. Since July 2008, Mr. Wade has worked as the President of WTL Group, Inc,, his family’s company, which is in involved in the manufacturing and sell of products produced in China. WTL Group is an affiliate of the Company due to the fact that it owns more than 10% of the Common Stock of the Company. From August 2008 – June 2010, Mr. Wade was previously a member of the Board of Directors of Forterus, Inc. and served as its CEO from February through August 2008. Forterus is a behavioral health company focusing on drug and alcohol rehabilitation. From January 2005 – April 2007, Mr. Wade was the President/COO of NAPP Tour, Inc. (North American Poker Tour). NAAP Tour created a new processional poker tour that was to be aired on television. From 2004 - 2005, Mr. Wade was the Interim Chief Accounting Officer of College Partnership, Inc. College Partnership provided college preparatory services to high school student and their parents including SAT courses, selection of majors and college selection. While at College Partnership Mr. Wade worked with the auditors and finance department to create a system of accounting control and procedures. Mr. Wade graduated from Georgetown University Law Center with an LL.M. Mr. Wade received his J.D., with cum laude honors, from New England School of Law and his B.S. from Virginia Commonwealth University.

Except as stated above, none of the Companies or entities Mr. Wade has previously worked for is a parent, subsidiary or other affiliate of the Company.

Due to Mr. Wade’s experience of being on the board of directors and CEO of Forterus, Inc., and his experience working as Chief Accounting Officer for other public companies, the shareholders felt Mr. Wade should serve as a director of the Company.

The foregoing persons are promoters of The Graystone Company, Inc., as that term is defined in the rules and regulations promulgated under the Securities and Exchange Act of 1933.

Directors are elected to serve until the next annual meeting of stockholders and until their successors have been elected and qualified. Officers are appointed to serve until the meeting of the board of directors following the next annual meeting of stockholders and until their successors have been elected and qualified.

Our management has not been involved in any legal proceedings as described in Item 401(f) of Regulation S-K.

Outside Providers

The Company does not use outside providers to advise management on matters relating to operations, business development and disclosure. The Company relies solely on its officers and directors for these.

Code of Ethics

We have adopted a Code of Ethics which is designed to ensure that our directors and officers meet the highest standards of ethical conduct. The Code of Ethics requires that our directors and officers comply with all laws and other legal requirements, conduct business in an honest and ethical manner and otherwise act with integrity and in our best interest. A copy of the Company's code of ethics has been attached to this prospectus as Exhibit 14.

Committees of the Board of Directors

The Company does not presently have a separately designated audit committee, compensation committee, nominating committee, executive committee or any other committees of its Board of Directors. As such, the sole director acts in those capacities. The Company believes that committees of the Board are not necessary at this time given that the Company is in its exploration stage. However, the sole director will continue to study this matter, and the Company plans to add Board members and/or committees of the Board as its business develops.

Audit Committee Financial Expert

Mr. Howarth nor Mr. Wade does not qualify as an "audit committee financial expert." The Company believes that the cost related to retaining such a financial expert at this time is prohibitive, given its current operating and financial condition. Further, because the Company is in the development stage of its business operations, it believes the services of an audit committee financial expert are not warranted at this time.

ITEM 10. EXECUTIVE COMPENSATION

Name and Principal Position	Year	Salary	Bonus	Stock Awards	All other Compensatio n	TOTAL
Paul Howarth, Chairman and CEO	2014	$ 1.00	0	0	187,500(1)	$187,501
Joseph Wade, CFO Director	2014	$ 1.00	0	0	187,500(2)	$187,501

1. This represents the $15,625 paid monthly to Renard Properties and stock issuances to Renard Properties.

2. This represents the $15,625 paid monthly to JW Group and stock issuances to JW Group.

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ITEM 11. SECURITY OWNERSHIP OF CERTAIN BENEFICIAL OWNERS AND MANAGEMENT AND RELATED STOCKHOLDER MATTERS

The following table sets forth information as of March 18, 2014, with respect to the beneficial ownership of 634,964,941 outstanding shares of the Company's Class A Common Stock by (i) each person known by the Company to beneficially own five percent or more of the outstanding shares; (ii) the Company's officers and directors; and (iii) the Company's officers and directors as a group. A person is deemed to be a beneficial owner of any securities of which that person has the right to acquire beneficial ownership within sixty (60) days. Unless otherwise indicated, (i) each person or entity named in the table has sole voting power and investment power with respect to all shares of capital stock listed as owned by that person or entity, and (ii) the address of each person or entity named in the table is c/o The Graystone Company, Inc., 2620 Regatta Drive Ste 102, Las Vegas, NV 89128.

Identity of Shareholder	Number of Class A Common Shares	Percentage of Beneficial Ownership
Renard Properties, LLC (1)	50,093,685	48.9%
Paul Howarth, CEO (1)	15,492,502	15.1%
Joseph Wade, CFO	15,526,316	15.1%
Total	81,112,503	79.1%

(1) Mr. Howarth is the managing member for Renard Properties, LLC and holds the power to vote or to direct the voting of such securities or power to dispose or to direct the disposition of such security. These powers rest solely with the managing member Paul Howarth.

EXHIBIT 2.1

CERTIFICATION OF PRINCIPAL EXECUTIVE

I, Paul Howarth, Chief Executive of The Graystone Company, Inc., certify that:

1. I have reviewed this Annual Report of The Graystone Company, Inc.;

2. Based on my knowledge, this Annual Report 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 Annual Report; and

3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this Annual Report, 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 Annual Report.

/s/ Paul Howarth
Paul Howarth
Chief Executive Officer

February 24, 2015
Date

EXHIBIT 2.2

CERTIFICATION OF PRINCIPAL FINANCIAL OFFICER

I, Joseph Wade, Chief Financial Officer of The Graystone Company Inc., certify that:

1. I have reviewed this Annual Report of The Graystone Company, Inc.;

2. Based on my knowledge, this Annual Report 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 Annual Report; and

3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this Annual Report, 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 Annual Report.

/s/ Joseph Wade
Joseph Wade
Chief Financial Officer

February 24, 2015
Date