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***RAINMAKER WORLDWIDE INC.***  
***Previously known as Gold and Silver Mining of Nevada, Inc.***  
***(A Nevada Corporation)***

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***CURRENT REPORT***

*As of June 30, 2017*

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**STOCK PURCHASE AGREEMENTS**

Dated April 28, 2017 and effective May 1, 2017, N. Fred Anderson, the holder of record of 50,500,063 shares of common stock and the holder of record of four shares of Series A preferred stock of Gold and Silver Mining of Nevada, Inc., now known as Rainmaker Worldwide Inc., a Nevada corporation (the “Company”), entered into those certain stock purchase agreements regarding the sale and transfer of the shares of common stock and shares of Series A preferred stock of the Company (collectively, the “Stock Purchase Agreements”). Thus, there was a change of control.

JAAM Capital Inc. was the buyer of 50,500,063 pre-reverse stock split shares of restricted common stock held of record by N. Fred Anderson, which represented approximately 42.8% of the total issued and outstanding shares of common stock. And, JAAM Capital Inc. was also the buyer of 4 shares of Series A preferred stock held of record by N. Fred Anderson.

The designation for the shares of Series A preferred stock provides that if at least one share of Series A preferred stock is issued and outstanding, then the total aggregate shares of Series A preferred stock at any given time, regardless of their number, shall have voting rights equal to four times the sum of: (i) the total number of shares of common stock which are issued and outstanding at the time of voting, plus (b) the total number of votes of all other classes of preferred stock which are issued and outstanding at the time of voting.

**NAME CHANGE AND REVERSE STOCK SPLIT**

In accordance with the terms and provisions of the Stock Purchase Agreements and a condition precedent to consummation thereof, on April 24, 2017, the Board of Directors and the holders of a majority of the shares of common stock approved a reverse stock split of the shares of common stock by a ratio of one for one thousand (1:1,000) (the “Reverse Stock Split”) and a change in the Company’s name to “Rainmaker Inc.” (the “Name Change”). The Company filed the certificate

of amendment (the “Certificate”) to its articles of incorporation with the State of Nevada effectuating the Name Change and the Reverse Stock Split, respectively, on May 5, 2017. The Reverse Stock Split and Name Change became effective in the marketplace on the OTC Pink Sheet on June 15, 2017 based upon the filing of appropriate documentation with the Financial Industry Regulatory Authority, Inc. As a result of the Reverse Split, our total issued and outstanding shares of common stock decreased from approximately 117,971,148 shares to 117,971 shares of common stock.

The Company’s trading symbol is “CJTFD”. The “D” will be removed in twenty business days and the Company’s new trading symbol will be “RAKR”.

The new cusip number for the Company is 75088P101.

## **ROYALTY AGREEMENT**

The Company entered into that certain royalty agreement dated April 12, 2017 (the “Royalty Agreement”) with CJT Mining, Inc., a Utah corporation (“CJT”), pursuant to which CJT pledged payment to the Company for the benefit of the shareholders of record as of April 12, 2017 (the “Shareholders of Record”). In accordance with the terms and provisions of the Royalty Agreement and commencing on the date CJT is no longer the wholly-owned subsidiary of the Company, a net smelter royalty of ten percent (10%) of the net income received by CJT with a royalty cap of \$2,000,000 (the “Net Royalty”) will be paid by CJT to the Company, which the Company shall distribute to the Shareholders of Record in the form of a dividend on an annual basis.

As of June 16, 2017, CJT is no longer the wholly-owned subsidiary of the Company.

## **APPOINTMENTS OF OFFICERS AND DIRECTORS**

A condition precedent in the Stock Purchase Agreement provided for the resignation of N. Fred Anderson as the sole executive officer and sole member of the Board of Directors of the Company after effectuation of the Name Change and the Reverse Stock Split. Therefore, effective June 16, 2017, the Board of Directors accepted the resignation of N. Fred Anderson as the President/Chief Executive Officer, Secretary, Treasurer/Chief Financial Officer and sole member of the Board of Directors of the Company effective as of June 16, 2017. Simultaneously, the Board of Directors accepted the consent of and appointed Kevin Wright as the President/Chief Executive Officer, Secretary, Treasurer and Chief Financial Officer and as a member of the Board of Directors effective June 16, 2017.

## **SHARE EXCHANGE AGREEMENT**

As of the date of this Current Report, the Company has executed a share exchange agreement dated June 28, 2017 (the “Share Exchange Agreement”) amongst Rainmaker Worldwide Inc., a privately held corporation organized under the laws of the Province of Ontario (“Rainmaker”), Rainmaker Worldwide Inc., a privately held corporation formed under the laws of the Province of Ontario (“**RWI**”), and Michael O’Connor, Kelly White, MCS Holdings Inc., Goen Inc., P.A. Oosterling B.V., JIO Holding B.V., Dutch Rainmaker B.V., Wind En Water Technologie Holding B.V., Icos DRM 1 C.V., and Icos Cleantech Early Stage Fund II B.V. (collectively, the “**Majority RWI Shareholders**”), and the shareholders of RWI other than the Majority RWI Shareholders (collectively, the

“**Minority RWI Shareholders**”, and individually, a “**Minority RWI Shareholder**”) represented by Michael O’Conner as agent-in-fact.

On June 28, 2017, our Board of Directors approved the execution and consummation of the transaction underlying the Share Exchange Agreement. The Board of Directors and the shareholders holding a majority of the total issued and outstanding shares of common stock of Rainmaker authorized and approved the Share Exchange Agreement.

Assuming fulfillment of any conditions precedent, the Share Exchange Agreement will be consummated July 3, 2017 with the issuance of approximately an aggregate 66,818,758 post-Reverse Stock Split shares of our restricted common stock to the Rainmaker Shareholders in exchange for 9,029,562 shares of Rainmaker, which constitutes the total issued and outstanding shares of common stock of Rainmaker, thus making Rainmaker the Company’s wholly-owned subsidiary. Our Board of Directors has deemed it in the best interests of the Company’s shareholders to enter into the Share Exchange Agreement pursuant to which the Company would acquire all the technology and assets and assume all liabilities of Rainmaker. This will result in a change in overall business operations of the Company bringing potential value to our shareholders.

In further accordance with the terms and provisions of the Share Exchange Agreement, our Board of Directors will further appoint certain executive officers and members to the Board of Directors as designated by Rainmaker. Upon consummation of the Share Exchange Agreement, the Company shall file a subsequent Current Report with the biographies of each executive officer and board member referenced above and a beneficial equity ownership chart reflecting their respective equity ownership in the Company’s shares of common stock.

### **Business Operations of Rainmaker**

Rainmaker Worldwide Inc. is headquartered in Peterborough, Canada, with an innovation and manufacturing center in Rotterdam, Netherlands. Our patented water technology provides economical drinking water wherever it’s needed and at scale.

Rainmaker builds two types of energy-efficient, fresh water-producing technologies to participate in this opportunity.

1. Air-to-Water, which harvests fresh water from humidity in the atmosphere.
2. Water-to-Water, which transforms non-potable (waste, salty, polluted, grey or brackish) water into drinking water.

The technology is both wind and solar powered, is deployable anywhere, and leaves no carbon traces. We also offer options for grid and diesel powered models.

The technology can easily and quickly be deployed where drinking water is needed most. Air-to-Water units are available in three sizes, producing 5,000, 10,000 or 20,000 liters of drinking water per day. Water-to-Water units are available in three sizes producing 37,500, 75,000 or 150,000 liters per day. This makes each unit suitable for communities of 250 to 30,000 people, depending on units deployed.

Our goal is to become a global leader in solving the worldwide water crisis. Simply put, we’re creating safe, drinking water where little or none exists.


For additional information, please visit [www.rainmakerww.com](http://www.rainmakerww.com)

## Issuers Certification

I, Kevin Wright, certify that:

1. I have reviewed this Current Report of Rainmaker Worldwide, Inc.;
2. Based on my knowledge, this Current Report does not contain any untrue statements 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 statement were made, not misleading with respects to the period covered by this disclosure statement.

Date: June 30, 2017

A handwritten signature in black ink, appearing to read "Kevin Wright", is written over a horizontal line.

Kevin Wright, President/Chief Executive Officer