# RAMOIL MANAGEGEMENT LTD ANNUAL REPORT FOR THE FISCAL YEAR ENDED DECEMBER 31, 2013

#### 1) Name of the issuer and its predecessors

During the last five years, our corporate names have been:

Ramoil Management, Inc. beginning January 1, 2000 (in Delaware) and ending May 11, 2012 (in Nevada)

Terlyn Tech International, Inc. beginning May 11, 2012 and ending June 27, 2013

Ramoil Management, Ltd. beginning June 27, 2013 to present

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

Our headquarters office address is:

840 S. Rancho Dr. Suite 4-563 Las Vegas, NV 89106 702-381-1961 Email: mgoeree1@gmail Website(s): none

Our IR contact is:

Frank Blainey, Esq. Suite 4-563 840 S. Rancho Dr. Las Vegas, NV 89106 Phone: 702-381-1961 Email: fblainey@gmail.com Website(s): none

#### 3) Security Information

Trading Symbol: RAMO

Exact title and class of securities outstanding: Common Stock

CUSIP: 751918103

Par or Stated Value: \$0.0001 per share

Total shares authorized: <u>1,000,000,000</u> as of: <u>04/10/2014</u> as of: <u>04/10/2014</u> as of: <u>04/10/2014</u>

Additional class of securities (if necessary):

Trading Symbol: none

Exact title and class of securities outstanding: Class A Preferred

CUSIP: none

Par or Stated Value: \$0.0001

Total shares authorized: 100,000,000 as of: 04/10/2014 Total shares outstanding: none as of: 04/10/2014

#### Transfer Agent:

Dynamic Transfer Services Corp. 3434 E. Bengal Blvd.

Suite 210
Cottonwood Heights, UT 84121
Phone: 801-994-6804
The Transfer Agent is registered under the Exchange Act?\* Yes: X No: 
List any restrictions on the transfer of security:

Restricted stock is subject to resale in compliance with Rule 144. We were previously a shell company and Rule 144 is not now available to our stockholders

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

5) Financial Statements, begin on following page

[Remainder of page left blank.]

We have not issued any securities in the last two fiscal years and the interim period subsequent thereto.

#### RAM OIL MANAGEMENT, LTD (A Development Stage Company) COSNSOLIDATED BALANCE SHEET (UNAUDITED) December 31, 2013 2012 **ASSETS Current assets:** Cash \$ \$ 570.81 3,305.80 Accounts Receivable Due from Shareholders 3,529.00 Total current assets 7,405.61 Other Assets: Identified Intangible Assets, Net 1,254,589.60 \$ \$ TOTAL ASSETS 1,261,995.21 LIABILITIES AND STOCKHOLDERS' EQUITY **Current liabilities:** \$ Accounts Payable \$ 1,850.00 Accrued Officers' Salaries 1,062,500.00 1,062,500.00 Consulting Fees Payable 162,041.67 162,041.67 Accrued Interest 90.821.91 Sales Tax Payable 104.40 Due to Shareholders and Related Parties 104,887.31 137,472.87 1,329,428.98 Total current liabilities 1,454,790.85 **Long Term Debt** 1,300,000.00 Total liabilities 1,329,428.98 2,754,790.85 Stockholders' Equity Common Stock 1,000,000,000 Shares (Par Value .0001) authorized; 465,478,333 and 200,020,000 issued and outstanding 46,547.83 46,547.83 Additional Paid in Capital 76.912.50 77.912.50 Retained earnings (1,452,889.31)(1,617,255.97)Total Stockholders' Equity (1,329,428.98)(1,492,795.64)TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY 1,261,995.21 The notes are an integral part of these financial statements.

## RAM OIL MANAGEMENT, LTD

(A Development Stage Company)

# STATEMENT OF OPERATIONS AND RETAINED EARNINGS

			(UNA	U <b>DITED</b> )		
				Year ended December 31,		
				2013		2012
Revo	enue:					
	Chemical I	Product Sales		\$	-	\$ 11,879
	Service Re	evenues			-	34,567
		Total Revenue	es		-	46,446
Cost	of Sales					
	Cost of Sales Chemicals				-	13,096
	Total Cost of Sales		Sales		-	13,096
		Gross Profit			-	33,350
Ехре	enses:					
	Accounting	g			-	250
	Advertising	g			-	247
	Bank Serv	rice Sharges			-	495
	Consultant	Fees			-	4,167
	Amortizati	on Expense			-	45,410
	Dues & Su	ubscriptions			-	636
	Insurance				-	-
	Interest Ex				-	90,822
	Legal Fees				-	16,033
	Office Exp				-	540
	Office Sup				-	181
	Officer Sal	•			-	62,500
	Production	n Supplies			-	120
	Pinksheet 1				-	6,100
		fessinal Fees			-	1,510
	Rent Expe	nse			-	24,075
		Maintenance			-	130
	State Filing				-	514
		unications Exp	ense		-	2,488
	Transfer A	-			-	3,244
	Travel/Ent				-	3,529
	Utilities				-	3,320
	Total exper	nses			-	266,310
Net (	operating inc				_	(232,960)
		. ,	tinued operations		-	164,367
Vet	Income		- In the second		_	164,367

### RAMOIL MANAGEMENT, LTD

# (A Development Stage Company) STATEMENT OF CHANGES IN STOCKHOLDERS' EQUITY (UNAUDITED)

## PERIOD FROM INCEPTION (APRIL 22, 2008) THROUGH DECEMBER 31, 2013

				Deficit	
				Accumulated	
		Common		During	
	Shares	Stock	Additional	Development	
	Outstanding	Issued	Paid in Capital	Stage	Total
Balance at Inception (April 22, 200)8	113,512,156	\$11,351	\$ -	\$ (11,351)	\$ -
Net Loss from inception through December 31, 2008	3			(471,696)	(471,696)
Balance at December 31, 2008	113,512,156	11,351	-	(483,047)	(471,696)
Issuance of Common Stock - 2009	86,487,844	8,649	-	-	8,649
Net loss for the year ended December 31, 2009				(331,040)	(331,040)
Balance at December 31, 2009	200,000,000	20,000		(814,087)	(794,087)
Issuance of Common Stock - 2010	20,000	2	-	-	2
Net loss for the year ended December 31, 2010				(275,282)	(275,282)
Balance at December 31, 2010	200,020,000	20,002		(1,089,369)	(1,069,367)
Issued 2011	200,000,000	20,000			20,000
	3,333,333	333	2,997		3,330
	38,125,000	3,813	34,313		38,126
	2,000,000	200	19,800		20,000
	13,000,000	1,300	11,700		13,000
	9,000,000	900	8,100		9,000
Issuance of Common Stock - 2011	265,458,333	26,546	76,910		103,456
Net loss for the year ended December 31, 2011				(294,927)	(294,927)
Balance at December 31, 2011	465,478,333	\$46,548	\$ 76,910	\$ (1,384,296)	\$ (1,260,838)
Net loss for the year ended 12/31/2012				(232,960)	(232,960)
Balance at December 31, 2012	465,478,333	\$46,548	\$ 76,910	\$ (1,617,256)	\$ (1,493,798)
Net loss for the year ended 12/31/2013				164,367	164,367
Balance at December 31, 2013	465,478,333	\$46,548	\$ 76,910	\$ (1,452,889)	\$ (1,329,431)

The accompanying notes are an integral part of these statements.

(A Dev	pment Stage Company)
STATE	ENT OF CASH FLOWS
	JNAUDITED)
	For the year ended December 31,
	2013 2012
sh flows from operating activities:	
Net Income	164,366.67 (232,960.44
Adjustments to reconcile net income	
to net cash provided by (used in)	
operating activities:	
Amortization	- 45,410.40
Changes in Assets and Liabilities resulting	
in an increase (decrease) in cash:	
Decrease (Increase) in Assets	6,834.80 (6,834.80
Decrease in liabilities	(125,361.88) 193,955.65
Net cash provided by	
operating activities	45,839.59 (429.19
sh flows from investing activities:	
Technology Acquisition	(1,300,000.00
Dispostion of assets	1,253,589.60
Net cash used in	
investing activities	1,253,589.60 (1,300,000.00
sh flows from financing activities:	
Exchange of Shares	1,000.00
Increase in Long Term Debt	1,300,000.00
Decrease in long term debt	(1,300,000.00)
Net cash provided by	
financing activities	(1,300,000.00) 1,301,000.00
et increase (decrease) in cash	(1,500,000.00)
d cash equivalents	(570.81) 570.81
	(370.81) 370.81
sh and cash equivalents	570.01
at the beginning of Period	570.81 -
sh and cash equivalents	
at the end of year	- 570.81

# RAMOIL MANAGEMENT, LTD (A Development Stage Company) NOTES TO CONSOLIDATED FINANCIAL STATEMENTS (UNAUDITED) DECEMBER 31, 2013

#### NOTE 1 – DESCRIPTION OF OPERATIONS

Ram Oil Management, Ltd., formerly Terlyn Tech International, Inc., (the Company) (a development stage company) is a Wyoming corporation originally formed in Delaware in 1986. Effective May 4, 2012 pursuant to an agreement dated April 20, 2012 The Company acquired 100% of the outstanding common stock of Terlyn Technologies, Inc. through an exchange of stock. On May 11, 2012, the Company changed its name to Terlyn Tech International, Inc. Effective April 20, 2013 this arrangement was revoked through the reversal of this exchange of stock. The Company subsequently changed its name back to Ram Oil Management Ltd. The Company currently has minimal revenues, but anticipates active revenue producing business activity.

#### NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

- (a) Basis of accounting The Company presents its financial statements on the accrual basis of accounting in accordance with generally accepted accounting principles.
- (b) Cash and cash equivalents Cash and cash equivalents are defined as cash and investments that have a maturity of less than three months.
- (c) Development Stage The Company's financial statements are presented as those of a development stage enterprise in accordance with FASB ASC 915. Activities during the development stage primarily include implementation of the business plan, and obtaining additional debt and/or equity related financing.
- (d) Use of estimates The preparation of financial statements in conformity with U.S. generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Such estimates and assumptions impact, among others, the valuation allowance for deferred tax assets, due to continuing and expected future losses, and share-based payments. Making estimates requires management to exercise significant judgment. It is at least reasonably possible that the estimate of the effect of a condition, situation or set of circumstances that existed at the date of the financial statements, which management considered in formulating its estimate could change in the near term due to one or more future confirming events. Accordingly, the actual results could differ significantly from estimates.
- (e) Share based payments Generally, all forms of share-based payments, including stock option grants, restricted stock grants and stock appreciation rights, are measured at their fair value on the awards' grant date, and based on the estimated number of awards that are ultimately expected to vest. Share-based payment awards issued to non-employees for services rendered are recorded at either the fair value of the services rendered or the fair value of the share-based payment, whichever is more readily determinable. The expense resulting from share-based payments are recorded as a component of general and administrative expense.
- (f) Income taxes Company accounts for income taxes in accordance with accounting guidance now codified as FASB ASC Topic 740, "Income Taxes," which requires that the Company recognize

deferred tax liabilities and assets based on the differences between the financial statement carrying amounts and the tax bases of assets and liabilities, using enacted tax rates in effect in the years the differences are expected to reverse. Deferred income tax benefit (expense) results from the change in net deferred tax assets or deferred tax liabilities. A valuation allowance is recorded when it is more likely than not that some or all deferred tax assets will not be realized

- (g) Intangible Assets Finite lived intangible assets such as purchased intellectual property, licenses, patents, trademarks and similar assets, are amortized over their estimated useful lives, generally for periods ranging between 3 and 20 years. The Company continually evaluates the useful lives of these assets. Once these assets are fully amortized, they are removed from the Consolidated Balance Sheets.
- (h) Loss per share Net loss per common share is computed pursuant to FASB ASC Topic 260, "Earnings per Share." Basic loss per share is computed by dividing net loss by the weighted average number of shares of common stock outstanding during the period. Diluted loss per share income is computed by dividing net loss by the weighted average number of shares of common stock outstanding and potentially outstanding shares of common stock during the period. There were no potentially dilutive shares outstanding as of December 31, 2013. The loss per share is reported as zero as the computed loss is less than \$.01.

#### NOTE 3 – GOING CONCERN

The Company's financial statements were prepared using generally accepted accounting principles applicable to a going concern which contemplates the realization of assets and the liquidation of liabilities in the normal course of business. The Company has minimal revenues and has generated losses from operations. The Company is in the development stage and anticipates further losses from operations. These conditions raise substantial doubt about the Company's ability to continue as a going concern. These financial statements do not include any adjustments relating to the recovery of recorded assets or the classification of liabilities that might be necessary should the Company be unable to continue as a going concern.

#### NOTE 4 – INCOME TAXES

The Company is taxed as a corporation under the Internal Revenue Code. The Company has operating losses and no provision for federal income taxes has been included in the financial statements. The Company has a net operating loss carry forward available to offset future income taxes. The Company has fully reserved for any benefits of these losses. The deferred tax

purposes are recognized, as appropriate. Realization of the future tax benefits is dependent on the Company's ability to generate taxable income within the net operating loss carry forward period.

#### NOTE 5 – STOCKHOLDERS EOUITY

The Company restated its retained earnings and paid in capital in a quasi-reorganization effective April 22, 2008. This restatement substantially eliminated a \$16,729,865 retained earnings deficit related to a business enterprise previously disposed of.

#### NOTE 6 – RELATED PARTIES

The Company's shareholders have advanced the Company funds and deferred personal compensation to continue operations during the development phase. It is anticipated these amounts will be repaid when the Company has sufficient operating cash flow. Terlyn Technologies, Inc acquired technology from

Terlyn Industries, Inc., in exchange for the note payable described in Note 9. Terlyn Industries, Inc. is owned by the former 100% shareholders of Terlyn Technologies, Inc. Terlyn Tech International, Inc (the parent company) accrued officer's compensation in the amount of \$62,500 per quarter from January 1, 2008 through March 31, 2012. This practice was discontinued in the current. This practice was discontinued in the quarter ended June 30, 2012.

#### NOTE 7 – ACQUISITIONS & DISPOSITIONS

On May 4, 2012 the Company completed the acquisitions of Terlyn Technologies, Inc. by acquiring all issued and outstanding common shares in exchange for stock. This acquisition was reversed effective April 20, 2013, and the current period activity, including cost of disposition is accounted for in gains and losses from discontinued operations.

#### NOTE 8 - LONG TERM DEBT

The long term debt of The Company consists of a \$1,300,000 note payable to Terlyn Industries, Inc., maturing on May 4, 2015. The note is an interest only note, and bears interest at the rate of 10% per annum. Interest expense for the period ended December 31, 2012 was accrued in the amount of \$80,822.

#### NOTE 9 - AMORTIZATION

Identified intangible assets related to the Terlyn Technologies, Inc. proprietary cooling water technology valued at \$1,300,000, are being amortized over an estimated useful life of 15 years. Amortization for the period ended December 31, 2012 totaled \$45,410. The technology was acquired on May 4, 2012.

[Report continues on next page.]

#### 6) Describe the Issuer's Business, Products and Services

Describe the issuer's business so a potential investor can clearly understand the company. In answering this item, please include the following:

A. a description of the issuer's business operations;

We are not conducting any business at the date of this report. We are planning to be in the business of design and construction of hydroponic greenhouses, including sale of equipment and supplies. We plan to provide debt financing for hydroponic growing facilities. We also plan to distribute a line of "pens" and cartridges for e-cigar and e-cigarette products. We plan to license branded products, recipes and formulas for production of oils for use in e-cigars and e-cigarettes, baked goods and beverages. We plan to market our services and products nationwide through our web site, to be developed. We believe our services and products will be particularly attractive to producers and medical and recreational marijuana products in states where production and sale of such products are legal.

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

1986 in Delaware, merged in 2011 in Wyoming

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

5190 - farm supplies

D. the issuer's fiscal year end date;

December 31

E. principal products or services, and their markets;

We are a development stage company. We plan to offer design and construction services for hydroponic growing facilities. We plan to provide debt financing for such facilities. We plan to sell equipment and lighting for hydroponic production of agricultural products, nutrients for hydroponic growing, "pens" and cartridges for e-cigars and e-cigarettes and oils for use in production of fillers. We plan to license a line of e-cigar/cigarette oils, baked goods, and beverage under our proprietary trademark.

#### 7) Describe the Issuer's Facilities

We do not have any facilities at the date of this report.

#### 8) Officers, Directors, and Control Persons

A. Our directors, officers and owners of more than five percent of our common stock are:

Michael J. Goeree, Chairman, President, Chief Executive Officer and Shareholder greater than 5% Hossein Mahdavi, Shareholder greater than 5%

Have the directors and officers been formally elected? YES

- B. Legal/Disciplinary History. None of the foregoing persons have, in the last five years, been the subject of:
  - 1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);

- 2. The entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or banking activities;
- 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
  - 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.
  - C. <u>Beneficial Shareholders</u>. The name, address and percentage of shares of each person who owns more than ten percent of our common stock is:

Michael J. Goeree 68.5% Mr. Goeree's address is our address

#### 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 Jackson Morris, Esq. Attorney at Law 3116 W. North A Street Tampa, FL 33609 Phone: 813-892-5969

Email: jackson.morris@rule144solution.com

Accountant or Auditor

John Bowman 1636 1st Avenue N St Petersburg, FL 33713 Phone: (727) 823-1332

Email: John.bowman@inb-cpa.com

Investor Relations Consultant

Frank Blainey, Esq. Suite 4-563 840 S. Rancho Dr. Las Vegas, NV 89106 Phone: 702-381-1961 Email: fblainey@gmail.com Website(s): none

Other Advisor:

None

#### 10) Issuer Certification

I, Michael J. Goeree, each certify that:

- 1. I have reviewed this annual disclosure statement of Ramoil Management, Ltd.;
- 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.

April 30, 2014

/s/Michael J. Goeree Michael J. Goeree, Chief Executive Officer