

## **OTC Pink Basic Disclosure**

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

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

**Smart Ventures, Inc.**

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

Company Headquarters

Address 1: 1907 Woerner Road

Address 2: Houston, TX. 77090

Phone: 832.717.4412

Email: Roger@smartventuresinc.us

Website(s): www.smartventuresinc.us

IR Contact

Address 1: N/A

Address 2: \_\_\_\_\_

Address 3: \_\_\_\_\_

Phone: \_\_\_\_\_

Email: \_\_\_\_\_

Website(s): \_\_\_\_\_

### **3) Security Information**

Trading Symbol: SMVR

Exact title and class of securities outstanding: Common Stock

CUSIP: 83171P202

Par or Stated Value: .001

Total shares authorized: 1,500,000,000 as of: 03/19/15

Total shares outstanding: 362,626,280 as of: 03/19/15

Additional class of securities (if necessary):

Trading Symbol: N/A

Exact title and class of securities outstanding: Preferred Class A

CUSIP: N/A

Par or Stated Value: .001

Total shares authorized: 10,000,000 as of: 03/19/15

Total shares outstanding: 5,000,000 as of: 03/19/15

Transfer Agent

Name: Pacific Stock Transfer, Inc.

Address 1: 4045 South Spencer Street

Address 2: Suite 403

Address 3: Las Vegas, NV 89119

Phone: **Tel:** (702) 361-3033 / (800) 785-PSTC **Fax:** (702) 433-1979

Is the Transfer Agent registered under the Exchange Act?\*

Yes: ☒

No: ☐

OTC Markets Group Inc.

OTC Pink Basic Disclosure Guidelines (v1.1 April 25, 2013)

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

List any restrictions on the transfer of security:

None for common shares. The Preferred Class A have a restriction on transfer.

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:

The company on or about October 10, 2014 entered a reverse split 500 for 1 of its common shares as part of a reorganization and recapitalization plan, which became effective on or about October 28, 2014. The company then entered into an asset purchase agreement to acquire a Canadian company International Equity Partners Oil & Gas, Inc. in a 2 for 1 share exchange approved by the board of directors and majority shareholders for both companies.

On or about March 15, 2015 Smart Ventures, Inc. and its wholly owned subsidiary Cannabis Funding Group acquired 9.99% equity stake in GCHI Green Company Holdings, Inc. ("The Green Fund") through an asset purchase agreement.

#### **4) Issuance History**

List below any events, in chronological order, that resulted in changes in total shares outstanding by the issuer in the past two fiscal years and any interim period. The list shall include all offerings of equity securities, including debt convertible into equity securities, whether private or public, and all shares or any other securities or options to acquire such securities issued for services, describing (1) the securities, (2) the persons or entities to whom such securities were issued and (3) the services provided by such persons or entities. The list shall indicate:

A. The nature of each offering (e.g., Securities Act Rule 504, intrastate, etc.);

On or about November 03, 2014 Smart Ventures, Inc. entered into a Share Exchange acquisition of all the common shares of International Equity Partners Oil & Gas, Inc. as a wholly owned subsidiary. The shareholders of International Equity Partners Oil & Gas, Inc. held shares more than 2 years, non-restricted shares in the target company, thus the acquisition of those shares were issued in like-kind in a 2 for 1 exchange pursuant to applicable exemptions. International Equity Partners Oil & Gas, Inc. shareholders received a total 360,740,740 shares in the share exchange.

On or about March 15, 2015 Smart Ventures, Inc. and its wholly owned subsidiary Cannabis Funding Group acquired 9.99% equity stake in GCHI Green Company Holdings, Inc. ("The Green Fund"). SMVR issued 40,000,000 restricted common shares and a \$250,000 convertible promissory note. Cannabis Funding Group, LP issued 1,000 Limited Partnership units to GCHI Green Company Holdings, Inc. ("The Green Fund") in exchange for \$1,000,000 equity in GCHI Green Company Holdings, Inc. Cannabis Funding Group, LP issued 65 Limited Partnership units in exchange for \$65,000 cash invested for foundation expenses paid.

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

N/A

C. The number of shares offered;

N/A

D. The number of shares sold;

N/A

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

N/A

F. The trading status of the shares; and

N/A

G. Whether the certificates or other documents that evidence the shares contain a legend (1) stating that the shares have not been registered under the Securities Act and (2) setting forth or referring to the restrictions on transferability and sale of the shares under the Securities Act.

N/A

## 5) Financial Statements

Provide the financial statements described below for the most recent fiscal year end or quarter end to maintain qualification for the OTC Pink Current Information tier. For the initial disclosure statement (qualifying for Current Information for the first time) please provide reports for the two previous fiscal years and any interim periods.

- A. Balance sheet;
- B. Statement of income;
- C. Statement of cash flows;
- D. Financial notes; and
- E. Audit letter, if audited

The financial statements requested pursuant to this item shall be prepared in accordance with US GAAP by persons with sufficient financial skills.

You may either (i) attach/append the financial statements to this disclosure statement or (ii) post such financial statements through the OTC Disclosure & News Service as a separate report using the appropriate report name for the applicable period end. ("Annual Report," "Quarterly Report" or "Interim Report").

If you choose to publish the financial reports separately as described in part (ii) above, you must state in the accompanying disclosure statement that such financial statements are incorporated by reference. You may reference the document(s) containing the required financial statements by indicating the document name, period end date, and the date that it was posted to otcq.com in the field below.

**This information regarding financials have been incorporated by reference to filing of the 4<sup>th</sup> Quarter/Annual financial report for the period ending December 31<sup>st</sup> 2014.**

Information contained in a Financial Report is considered current until the due date for the subsequent Financial Report. To remain in the OTC Pink Current Information tier, a company must post its Annual Report within 90 days from its fiscal year-end date and Quarterly Reports within 45 days of its fiscal quarter-end date.

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

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

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

The Company is engaged in providing oilfield services primarily offshore drilling oil and gas wells to international oil and gas companies. The company is engaged in the mining of precious metals, specialty chemicals industry, and

armored vehicles sales. The company owns several subsidiaries related to the Cannabis industry namely: Cannabis Funding Group, Inc. and Cannabis Funding Group, LP which invest as a private equity firm in a diversified range of legalized cannabis businesses in the US and Canada.

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

The Company was initially incorporated in the State of Nevada November 22, 2006 as Smart Ventures, Inc. and subsequently lost its charter and refiled its charter in Nevada January 17, 2014.

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

Primary: 1381 Drilling Oil & Gas Wells Services Secondary: 1381 Oilfield Services

**D. the issuer's fiscal year end date;**12/31

**E. principal products or services, and their markets;**

A diversified holding company engaged in oil and gas drilling services internationally, mining, specialty chemicals and legalized cannabis related investments.

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

The goal of this section is to provide a potential investor with a clear understanding of all assets, properties or facilities owned, used or leased by the issuer.

In responding to this item, please clearly describe the assets, properties or facilities of the issuer, give the location of the principal plants and other property of the issuer and describe the condition of the properties. If the issuer does not have complete ownership or control of the property (for example, if others also own the property or if there is a mortgage on the property), describe the limitations on the ownership.

If the issuer leases any assets, properties or facilities, clearly describe them as above and the terms of their leases.

The company owns oil & gas mineral rights lease, royalty interest in minerals, general equipment and software. The issuer owns equity in the form of common stocks of several private companies.

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

The goal of this section is to provide an investor with a clear understanding of the identity of all the persons or entities that are involved in managing, controlling or advising the operations, business development and disclosure of the issuer, as well as the identity of any significant shareholders.

- A. Names of Officers, Directors, and Control Persons. In responding to this item, please provide the names of each of the issuer's executive officers, directors, general partners and control persons (control persons are beneficial owners of more than five percent (5%) of any class of the issuer's equity securities), as of the date of this information statement.

Roger AT Smith

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

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

N/A

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;

N/A

3. A finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated; or

N/A

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.

N/A

- C. Beneficial Shareholders. Provide a list of the name, address and shareholdings or the percentage of shares owned by all persons beneficially owning more than ten percent (10%) of any class of the issuer's equity securities. If any of the beneficial shareholders are corporate shareholders, provide the name and address of the person(s) owning or controlling such corporate shareholders and the resident agents of the corporate shareholders.

Roger AT Smith owns 41,000,000 common shares which is greater than 10% of the company outstanding shares of common stock. The shareholder's address: 1907 Woerner Rd, Houston, TX. 77090. Roger AT Smith owns 2,500,000 Preferred Class A shares. Edith Smith owns 41,000,000 common shares which is greater than 10% of the outstanding common shares of the company. The shareholder's address: 1907 Woerner Rd, Houston, TX. 77090. Trustee Northern Trust for Bancroft International Trust, controls 2,500,000 Preferred Class A shares and 120,020,000 common shares which is greater than 10% of the company outstanding shares of common stock. The shareholder's address: 9550 Spring Green Blvd. Ste. 408-234, Katy, TX. 77494.

## 9) Third Party Providers

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

### Legal Counsel

Name: Joseph Pittera

Firm: Law Offices of Joseph L. Pittera

Address 1: 2214 Torrance Blvd, Suite 101

Address 2: Torrance, CA 90501

Phone: \_\_\_\_\_

Email: \_\_\_\_\_

### Accountant or Auditor

Name: n/a

Firm: \_\_\_\_\_

Address 1: \_\_\_\_\_

Address 2: \_\_\_\_\_

Phone: \_\_\_\_\_

Email: \_\_\_\_\_

Investor Relations Consultant

Name: n/a

Firm: \_\_\_\_\_

Address 1: \_\_\_\_\_

Address 2: \_\_\_\_\_

Phone: \_\_\_\_\_

Email: \_\_\_\_\_

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

Name: n/a

Firm: \_\_\_\_\_

Address 1: \_\_\_\_\_

Address 2: \_\_\_\_\_

Phone: \_\_\_\_\_

Email: \_\_\_\_\_

**10) Issuer Certification**

The issuer shall include certifications by the chief executive officer and chief financial officer of the issuer (or any other persons with different titles, but having the same responsibilities).

The certifications shall follow the format below:

I, ROGER AT SMITH certify that:

1. I have reviewed this quarterly disclosure statement of SMART VENTURES, INC.;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

03/22/15 [Date]

/S/ ROGER AT SMITH, CEO & DIRECTOR

/S/ ROGER AT SMITH CFO