

The Graystone Company, Inc.

150 S. Pine Island Road, Suite 300, Plantation, FL 33324

1-855-456-9782

info@thegraystonecompany.com

https://www.thegraystoneco.com/

Annual Report

For the period ending December 31, 2024] (the “Reporting Period”)

Outstanding Shares

The number of shares outstanding of our Common Stock was:

175,541,521 as of March 26, 2024 *(Current Reporting Period Date or More Recent Date)*

175,541,521 as of December 31, 2023 *(Most Recent Completed Fiscal Year End)*

Shell Status

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933, Rule 12b-2 of the Exchange Act of 1934 and Rule 15c2-11 of the Exchange Act of 1934):

Yes: ☐ No: ☒

Indicate by check mark whether the company's shell status has changed since the previous reporting period:

Yes: ☐ No: ☒

Change in Control

Indicate by check mark whether a Change in Control⁴ of the company has occurred during this reporting period:

Yes: ☒ No: ☐

⁴ “Change in Control” shall mean any events resulting in:

- (i) Any “person” (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the “beneficial owner” (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;
- (ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;
- (iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or
- (iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

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

In answering this item, provide the current name of the issuer and names used by predecessor entities, along with the dates of the name changes.

The Graystone Company, Inc. ("Graystone", "we", "us", "our", or the "Company ") 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 changed our name to The Graystone Company, Inc on January 14, 2011.

Our E-Mail address is investors@thegraystonecompany.com.

The address of our web site is www.thegraystoneco.com. The information at our web site is for general information and marketing purposes and is not part of this report for purposes of liability for disclosures under the federal securities laws.

Current State and Date of Incorporation or Registration: May 1, 2016

Standing in this jurisdiction: (e.g. active, default, inactive): Active

Prior Incorporation Information for the issuer and any predecessors during the past five years:
Graystone was reincorporated in Colorado on May 1, 2016.

Describe any trading suspension or halt orders issued by the SEC or FINRA concerning the issuer or its predecessors since inception:

None

List any stock split, dividend, recapitalization, merger, acquisition, spin-off, or reorganization either currently anticipated or that occurred within the past 12 months:

None

Address of the issuer's principal executive office:

150 S. Pine Island Road, Suite 300, Plantation, FL 33324

Address of the issuer's principal place of business:

☐ Check if principal executive office and principal place of business are the same address:

150 S. Pine Island Road, Suite 300, Plantation, FL 33324

Has the issuer or any of its predecessors been in bankruptcy, receivership, or any similar proceeding in the past five years?

No: ☒ Yes: ☐ If Yes, provide additional details below:

2) Security Information

Transfer Agent

Name: ClearTrust, LLC
Phone: (813) 235-4490
Email: inbox@cleartrustonline.com
Address: 16540 Pointe Village Dr Suite 210, Lutz, FL 33558

Publicly Quoted or Traded Securities:

The goal of this section is to provide a clear understanding of the share information for its publicly quoted or traded equity securities. Use the fields below to provide the information, as applicable, for all outstanding classes of securities that are publicly traded/quoted.

Trading symbol:	<u>GYST</u>
Exact title and class of securities outstanding:	<u>Common Stock, Class A</u>
CUSIP:	<u>38981A 506</u>
Par or stated value:	<u>\$0.0001</u>
Total shares authorized:	<u>175,541,521</u> as of date: <u>March 26, 2024</u>
Total shares outstanding:	<u>500,000,000</u> as of date: <u>March 26, 2024</u>
Total number of shareholders of record:	<u>79</u> as of date: <u>March 26, 2024</u>

Please provide the above-referenced information for all other publicly quoted or traded securities of the issuer.

None

Other classes of authorized or outstanding equity securities that do not have a trading symbol:

The goal of this section is to provide a clear understanding of the share information for its other classes of authorized or outstanding equity securities (e.g., preferred shares that do not have a trading symbol). Use the fields below to provide the information, as applicable, for all other authorized or outstanding equity securities.

Exact title and class of the security:	<u>Common Stock, Class B</u>
Par or stated value:	<u>\$0.001</u>
Total shares authorized:	<u>51,000,000</u> as of date: <u>March 26, 2024</u>
Total shares outstanding:	<u>51,000,000</u> as of date: <u>March 26, 2024</u>
Total number of shareholders of record:	<u>4</u> as of date: <u>March 26, 2024</u>

Please provide the above-referenced information for all other classes of authorized or outstanding equity securities.

None.

Security Description:

The goal of this section is to provide a clear understanding of the material rights and privileges of the securities issued by the company. Please provide the below information for each class of the company's equity securities, as applicable:

1. For common equity, describe any dividend, voting and preemption rights.

Class A Common Stock: The Certificate of Incorporation, as amended, authorizes the Company to issue up to 500,000,000 shares of Class A Common Stock (\$0.0001 par value). 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 Colorado 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.

Class B Common Stock. Our Certificate of Incorporation, as amended, authorizes the Company to issue up to 51,000,000 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 two thousand five hundred (2,500) 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 rate as those declared for Class A shareholder times 10. For example, if the Class A common Shareholders receive as a whole class a \$10,000 dividend then the Class B shareholders as a whole class shall receive \$100,000. Unless otherwise required by the Colorado 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 B Common Stock has no cumulative or preemptive rights or other subscription rights. The payment of dividends on our Class B Common Stock is subject to the prior payment of dividends on any outstanding preferred stock, if any

2. For preferred stock, describe the dividend, voting, conversion, and liquidation rights as well as redemption or sinking fund provisions.

None other than described above in #1

3. Describe any other material rights of common or preferred stockholders.

None other than described above in #1

4. Describe any material modifications to rights of holders of the company's securities that have occurred over the reporting period covered by this report.

None

3) Issuance History

The goal of this section is to provide disclosure with respect to each event that resulted in any changes to the total shares outstanding of any class of the issuer's securities in the past two completed fiscal years and any subsequent interim period.

Disclosure under this item shall include, in chronological order, all offerings and issuances of 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. Using the tabular format below, please describe these events.

A. Changes to the Number of Outstanding Shares for the two most recently completed fiscal years and any subsequent period.

Indicate by check mark whether there were any changes to the number of outstanding shares within the past two completed fiscal years:

No: ☒ Yes: ☐ (If yes, you must complete the table below)

Shares Outstanding <u>Opening Balance:</u> Date _____ Common: _____ Preferred: _____			*Right-click the rows below and select "Insert" to add rows as needed.						
Date of Transaction	Transaction type (e.g., new issuance, cancellation, shares returned to treasury)	Number of Shares Issued (or cancelled)	Class of Securities	Value of shares issued (\$/per share) at Issuance	Were the shares issued at a discount to market price at the time of issuance? (Yes/No)	Individual/ Entity Shares were issued to. ***You must disclose the control person(s) for any entities listed.	Reason for share issuance (e.g. for cash or debt conversion) - OR- Nature of Services Provided	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.
_____	_____	_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____	_____	_____
Shares Outstanding on Date of This Report: <u>Ending Balance:</u> Date _____ Common: _____ Preferred: _____									

Example: A company with a fiscal year end of December 31st 2023, in addressing this item for its Annual Report, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2022 through December 31, 2023 pursuant to the tabular format above.

*****Control persons for any entities in the table above must be disclosed in the table or in a footnote here.**

Use the space below to provide any additional details, including footnotes to the table above:

B. Promissory and Convertible Notes

Indicate by check mark whether there are any outstanding promissory, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities:

No: ☒ Yes: ☐ (If yes, you must complete the table below)

Date of Note Issuance	Outstanding Balance (\$)	Principal Amount at Issuance (\$)	Interest Accrued (\$)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder. *** You must disclose the control person(s) for any entities listed.	Reason for Issuance (e.g. Loan, Services, etc.)
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____

*****Control persons for any entities in the table above must be disclosed in the table or in a footnote here.**

Use the space below to provide any additional details, including footnotes to the table above:

4) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations. Ensure that these descriptions are updated on the Company's Profile on www.OTCMarkets.com.

A. Summarize the issuer's business operations (If the issuer does not have current operations, state "no operations")

The Company is a mortgage broker and lender. Our mortgage brokerage firm specializes in connecting clients with the ideal mortgage options tailored to their unique financial circumstances and goals. With a dedicated team of experienced professionals, we navigate the complexities of the mortgage market to secure competitive rates and terms for our clients. From first-time homebuyers to seasoned investors, we provide personalized guidance and support throughout the entire mortgage process.

B. List any subsidiaries, parent company, or affiliated companies.

Direct Capital Investment Group, Inc. is a wholly owned subsidiary of the Company

C. Describe the issuers' principal products or services.

Mortgage related products

5) Issuer's Facilities

The goal of this section is to provide investors with a clear understanding of all assets, properties or facilities owned, used or leased by the issuer and the extent in which the facilities are utilized.

In responding to this item, please clearly describe the assets, properties or facilities of the issuer. Describe the location of office space, data centers, principal plants, and other property of the issuer and describe the condition of the properties. Specify if the assets, properties, or facilities are owned or leased and the terms of their leases. If the issuer does not have complete ownership or control of the property, describe the limitations on the ownership.

The company's corporate office is located 150 S. Pine Island Road, Suite 300, Plantation, FL 33324

6) All Officers, Directors, and Control Persons of the Company

Using the table below, please provide information, as of the period end date of this report, regarding all officers and directors of the company, or any person that performs a similar function, regardless of the number of shares they own.

In addition, list all individuals or entities controlling 5% or more of any class of the issuer's securities. If any insiders listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information (City, State) of an individual representing the corporation or entity. Include Company Insiders who own any outstanding units or shares of any class of any equity security of the issuer.

The goal of this section is to provide investors 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 or beneficial owners.

Names of All Officers, Directors, and Control Persons	Affiliation with Company (e.g. Officer Title /Director/Owner of 5% or more)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Names of control person(s) if a corporate entity
<u>Jeff Anderson</u>	<u>Officer/Director/5%</u>	<u>Plantation, FL</u>	<u>38,451,000</u>	<u>Class B Common</u>	<u>75.2%</u>	<u>_____</u>
<u>Glen Gomez</u>	<u>Officer/Director/</u>	<u>Plantation, FL</u>	<u>2,500,000</u>	<u>Class B Common</u>	<u>4.9%</u>	<u>_____</u>
<u>Paul Howarth</u>	<u>5%</u>	<u>Huntington Beach, CA</u>	<u>5,000,000</u>	<u>Class B Common</u>	<u>9.8%</u>	<u>_____</u>
<u>Anastasia Shishova</u>	<u>5%</u>	<u>Miami, FL</u>	<u>5,049,000</u>	<u>Class B Common</u>	<u>9.9%</u>	<u>_____</u>
<u>_____</u>	<u>_____</u>	<u>_____</u>	<u>_____</u>	<u>_____</u>	<u>_____</u>	<u>_____</u>

Confirm that the information in this table matches your public company profile on www.OTCMarkets.com. If any updates are needed to your public company profile, log in to www.OTCIQ.com to update your company profile.

7) Legal/Disciplinary History

A. Identify and provide a brief explanation as to whether any of the persons or entities listed above in Section 6 have, in the past 10 years:

1. Been the subject of an indictment or conviction in a criminal proceeding or plea agreement or named as a defendant in a pending criminal proceeding (excluding minor traffic violations);

None

2. Been the subject of 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, financial- or investment-related, insurance or banking activities;

None

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

None

4. Named as a defendant or a respondent in a regulatory complaint or proceeding that could result in a "yes" answer to part 3 above; or

None

5. Been the subject of an order by a self-regulatory organization that permanently or temporarily barred, suspended, or otherwise limited such person's involvement in any type of business or securities activities.

None

6. Been the subject of a U.S Postal Service false representation order, or a temporary restraining order, or preliminary injunction with respect to conduct alleged to have violated the false representation statute that applies to U.S mail.

None

- B. Describe briefly any material pending legal proceedings, other than ordinary routine litigation incidental to the business, to which the issuer or any of its subsidiaries is a party to or of which any of their property is the subject. Include the name of the court or agency in which the proceedings are pending, the date instituted, the principal parties thereto, a description of the factual basis alleged to underlie the proceeding and the relief sought. Include similar information as to any such proceedings known to be contemplated by governmental authorities.

None

8) Third Party Service Providers

Provide the name, address, telephone number and email address of each of the following outside providers. You may add additional space as needed.

Confirm that the information in this table matches your public company profile on www.OTCMarkets.com. If any updates are needed to your public company profile, update your company profile.

Securities Counsel (must include Counsel preparing Attorney Letters).

Name: Nicholas F. Coscia, Esq.
Address 1: 1270 Pasatiempo Rd.
Address 2: Palm Springs, CA 92262
Phone: 619-993-3361
Email: nick@cosciasec.com

Accountant or Auditor

Name: _____
Firm: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

Investor Relations

Name: _____
Firm: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

All other means of Investor Communication:

X (Twitter): _____
Discord: _____
LinkedIn: _____
Facebook: _____
[Other]: _____

Other Service Providers

Provide the name of any other service provider(s) that **that assisted, advised, prepared, or provided information with respect to this disclosure statement**. This includes counsel, broker-dealer(s), advisor(s), consultant(s) or any entity/individual that provided assistance or services to the issuer during the reporting period.

Name: _____
Firm: _____
Nature of Services: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

9) Disclosure & Financial Information

A. This Disclosure and Financial Statements were prepared by (name of individual):

Name: **Jeff Anderson**
Title: **CEO**
Relationship to Issuer: **Officer**

B. The following financial statements were prepared in accordance with:

☐ IFRS
☒ U.S. GAAP

Provide the following qualifying financial statements:

- Audit letter, if audited;
- Balance Sheet;
- Statement of Income;
- Statement of Cash Flows;
- Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- Financial Notes

Financial Statement Requirements:

- Financial statements must be published together with this disclosure statement as one document.
- Financial statements must be "machine readable". Do not publish images/scans of financial statements.
- Financial statements must be presented with comparative financials against the prior FYE or period, as applicable.
- Financial statements must be prepared in accordance with U.S. GAAP or International Financial Reporting Standards (IFRS) but are not required to be audited.

The Graystone Company			
Statement of Income			
For Fiscal Year Ending December 31, 2023 & 2022			
		31-Dec-23	31-Dec-22
Ordinary Income/Expense			
Income			
Interest Income		\$ 5,431	\$7,263,766
Ordinary Income		\$ 5,450,413	\$ -
Total Income		\$ 5,455,844	\$7,263,766
Expense			
Advertising and Promotion		\$ 2,574	\$ 1,282
Bank Service Charges		\$ 464	\$ 1,216
Business Licenses and Permits		\$ 20,132	\$ 3,732
Computer and Internet Expenses		\$ 56,701	\$ 50,353
Depreciation Expense		\$ -	\$ 196,802
Donations		\$ 12,500	\$ 19,000
Dues and Subscriptions		\$ 399	\$ 127
Filing Fees		\$ 28,083	
Health Insurance		\$ 27,812	
Income Taxes		\$ 25	\$ 99,316
Insurance Expense		\$ 6,814	\$ 91,300
Licensing Fees		\$ 17,042	
Meals and Entertainment		\$ 1,856	\$ 544
Miscellaneous Expenses		\$ -	\$ 4,747
Office & Operation Expenses		\$ 33,815	\$ 31,485
Outside Services			\$ 58,880
Payroll and Tax Expenses		\$ 159,046	\$ 145,416
Payroll Fee		\$ 49	\$ -
Postage and Delivery		\$ 7,955	\$ 4,284
Printing		\$ 20	\$ -
Professional Fees		\$ 45,297	\$ 29,816
Rent Expense		\$ 23,234	\$ 20,877
SG&E		\$ 4,944,907	\$7,066,241
Tax filing fees		\$ 4,918	
Telephone Expense		\$ 323	\$ 810
Third party Fees		\$ 91,794	\$ 399,366
Training		\$ 699	
Utilities		\$ 429	\$ 1,613
Total Expense		\$ 5,486,889	\$8,168,327
Net Ordinary Income		\$ (31,046)	\$ (904,561)
Other Income/Expense			
Other Income		\$ (703,790)	\$ -
Net Income		\$ (734,836)	\$ (904,561)

The Graystone Company

Balance Sheet

For Fiscal Year Ending December 31, 2023 & 2022

	Dec 31, '23	Dec 31, '22
ASSETS		
Current Assets		
Total Checking/Savings	\$ 509,646	\$ 139,847
Total Current Assets	\$ 509,646	\$ 139,847
Fixed Assets		
Furniture and Equipment		
Automobile	\$ 34,000	\$ 34,000
Furniture and Equipment - Other	\$ 313,090	\$ 313,090
Total Furniture and Equipment	\$ 347,090	\$ 347,090
Accumulated Depreciation	\$ (305,742)	\$ (305,742)
Total Fixed Assets	\$ 41,348	\$ 41,348
Other Assets		
Investment in Rockstone	\$ 320,850	\$ -
2019 S. 19th Street	\$ 282,182	\$ -
Security Deposit	\$ 6,500	\$ 6,500
DIHG	\$ -	\$ 750,723
Total Other Assets	\$ 609,532	\$ 757,223
TOTAL ASSETS	\$ 1,160,525	\$ 938,417
LIABILITIES & EQUITY		
Liabilities		
Current Liabilities		
Other Current Liabilities		
Accrued Taxes		\$ 46,933
Total Other Current Liabilities	\$ -	\$ 46,933
Total Current Liabilities	\$ -	\$ 46,933
Total Liabilities	\$ -	\$ 46,933
Stockholders' Deficit		
Capital stock:		
Series B 4,000,000 shares authorized; \$0.0001 par value		
Series B preferred stock, 2,000 shares designated, \$0.0001 par value: 617 shares issued and outstanding	1	1
Class A Common stock, \$.0001 par value; 500,000,000 shares authorized, 175,541,521 and 175,541,521 shares issued and outstanding as of December 31, 2023 and 2022, respectively)	17,554	17,554
Class B Common stock, \$.0001 par value; 51,000,000 shares authorized, 51,000,000 and 51,000,000 shares issued and outstanding as of December 31, 2023 and 2022, respectively)	\$ 51,000	\$ 51,000
Total Capital Stock	\$ 68,555	\$ 68,555
Additional Paid-In Capital	\$ 1,318,379	\$ 267,570
Retained Earnings	\$ 508,427	\$ 1,412,986
Net Income	\$ (734,836)	\$ (904,561)
Total Equity	\$ 1,160,525	\$ 891,484
TOTAL LIABILITIES & EQUITY	\$ 1,160,525	\$ 938,417

The Graystone Company

Cash Flow Statement

For Fiscal Year Ending December 31, 2023 & 2022

	Jan - Dec '23	
OPERATING ACTIVITIES		
Net Income	\$ (747,222)	\$ (892,175)
Adjustments to reconcile Net Income to net cash provided by operations:		
Due from Related Party	\$ 12,386	\$ -
Intercompany transfers	\$ 320,850	\$ -
Accrued Taxes	\$ (46,933)	\$ -
Net cash provided by Operating Activities	\$ (460,919)	\$ (892,175)
INVESTING ACTIVITIES		
Investment in Rockstone	\$ (320,850)	\$ -
Furniture and Equipment:Automobile	\$ -	\$ (34,000)
Accumulated Depreciation	\$ -	\$ 196,802
2019 S. 19th Street	\$ (282,182)	\$ -
DIHG	\$ 750,723	\$ -
Net cash provided by Investing Activities	\$ 147,691	\$ 162,802
FINANCING ACTIVITIES		
Refund	\$ 845	\$ -
DIHG (FEPI) Payable	\$ -	\$ (702,635)
Escrow - Warehouse	\$ -	\$ 33,259
Loans from-to Shareholder	\$ 682,182	\$ -
Net cash provided by Financing Activities	\$ 683,027	\$ (669,376)
Net cash increase for period	\$ 369,800	\$ (1,398,749)
Cash at beginning of period	\$ 139,847	\$ 1,538,596
Cash at end of period	\$ 509,646	\$ 139,847

The Graystone Company
Statement Of Equity (Deficit)

For Fiscal Year Ending December 31, 2023 & 2022

	Series B Preferred Stock		Clsas A Common Stock		Clsas B Common Stock		Additional		Total
	Number of		Number of		Number of		Paid in	Accumulated	Shareholders'
	shares	Amount	shares	Amount	shares	Amount	Capital	Deficit	Equity (Deficit)
Balance, December 31, 2021	617	\$ 1	175,541,521	\$ 17,554	51,000,000	\$ 51,000	\$ 314,504	\$ 1,412,987	\$ 1,796,046
Recapitalization	-	-							
Net loss	-	-						(904,561)	(904,561)
Balance, December 31, 2022	617	1	175,541,521	17,554	51,000,000	51,000	314,504	508,426	891,485
Recapitalization							1,003,876		1,003,876
Net loss	-	-	-	-	-	-	-	(734,836)	(734,836)
Balance, December 31, 2023	617	\$ 1	175,541,521	\$ 17,554	51,000,000	\$ 51,000	\$ 1,318,380	\$ (226,410)	\$ 1,160,525

NOTE 1. ORGANIZATION AND BUSINESS

Organization and Operations

The Graystone Company, Inc. ("Graystone", "we", "us", "our", or the "Company ") 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 changed our name to The Graystone Company, Inc on January 14, 2011.

Our E-Mail address is investors@thegraystonecompany.com.

The address of our web site is www.thegraystoneco.com. The information at our web site is for general information and marketing purposes and is not part of this report for purposes of liability for disclosures under the federal securities laws.

Going Concern Matters

The accompanying consolidated financial statements have been prepared in conformity with accounting principles generally accepted in the United States of America ("U.S. GAAP"), which contemplates the Company's continuation as a going concern. The Company has incurred operating losses of 153,046 during the period ended May 31, 2021 and has an accumulated deficit of \$286,962 as of May 31, 2022.

Management intends to raise additional operating funds through equity and/or debt offerings. However, there can be no assurance management will be successful in its endeavors.

There are no assurances that the Company will be able to either (1) achieve a level of revenues adequate to generate sufficient cash flow from operations; or (2) obtain additional financing through either private placement, public offerings and/or bank financing necessary to support its working capital requirements. To the extent that funds generated from operations and any private placements, public offerings and/or bank financing are insufficient, the Company will have to raise additional working capital. No assurance can be given that additional financing will be available, or if available, will be on terms acceptable to the Company. If adequate working capital is not available to the Company, it may be required to curtail or cease its operations.

The uncertainties related to these matters, raise substantial doubt about the ability of the Company to continue as a going concern. The accompanying consolidated financial statements do not include any adjustments related to the recoverability or classification of asset-carrying amounts or the amounts and classification of liabilities that may result should the Company be unable to continue as a going concern.

NOTE 2: SIGNIFICANT ACCOUNTING POLICIES

General principles

These consolidated financial statements have been prepared in accordance with accounting principles generally accepted in the United States (“US GAAP”). The fiscal year end is November 30.

Related Party Transactions

Transactions between related parties are considered to be related party transactions even though they may not be given accounting recognition. FASB ASC 850, Related Party Disclosures (“FASB ASC 850”) requires that transactions with related parties that would make a difference in decision making shall be disclosed so that users of the financial statements can evaluate their significance. Related party transactions typically occur within the context of the following relationships:

- Affiliates of the entity;
- Entities for which investments in their equity securities is typically accounted for under the equity method by the investing entity;
- Trusts for the benefit of employees;
- Principal owners of the entity and members of their immediate families;
- Management of the entity and members of their immediate families.

Other parties that can significantly influence the management or operating policies of the transacting parties and can significantly influence the other to an extent that one or more of the transacting parties might be prevented from fully pursuing its own separate interests.

Consolidation Policy

For December 31, 2023 and 2022, the consolidated financial statements of the Company include the accounts of the Company and its wholly owned subsidiaries. All significant intercompany balances and transactions have been eliminated in consolidation.

Use of Estimates

The preparation of financial statements in accordance with accounting principles generally accepted in the United States requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures 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.

Cash and cash equivalents

Cash equivalents are short-term highly liquid investments that are readily convertible to cash with original maturities of three months or less, at the date acquired.

Revenue recognition

Effective January 1, 2018, the Company adopted ASC 606 — Revenue from Contracts with Customers. Under ASC 606, the Company recognizes revenue from the commercial sales of products by: (1) identify the contract (if any) with a customer; (2) identify the performance obligations in the contract (if any); (3) determine the transaction price; (4) allocate the transaction price to each performance obligation in the contract (if any); and (5) recognize revenue when each performance obligation is satisfied. Under ASC 606, revenue is recognized when the following criteria are met: (1) persuasive evidence of an arrangement exists; (2) the performance of service has been rendered to a customer or delivery has occurred; (3) the amount of fee to be paid by a customer is fixed and determinable; and (4) the collectability of the fee is reasonably assured. Other than The Company has no outstanding contracts with any of its’ customers. The Company recognizes revenue when title, ownership, and risk of loss pass to the customer, all of which occurs upon shipment or delivery of the product and is based on the applicable shipping terms.

For contracts with customers, ownership of the goods and associated revenue are transferred to customers at a point in time, generally upon shipment of a product to the customer or receipt of the product by the customer and without significant judgments. Advance payments are typically required for commercial customers and are recorded as current liability until revenue is recognized. Advance payments are not required for government customers. The majority of contracts typically require payment within 30 to 60 days after transfer of ownership to the customer.

Advertising and marketing expenses

Advertising and marketing expenses are charged to the statement of operations and comprehensive income, as incurred.

Income taxes

The Company accounts for income taxes in accordance with ASC No. 740, "Income Taxes". This codification prescribes the use of the asset and liability method whereby deferred tax asset and liability account balances are determined based on differences between financial reporting and tax bases of assets and liabilities and for carry-forward tax losses. Deferred taxes are measured using the enacted tax rates and laws that will be in effect when the differences are expected to reverse. The Company provides a valuation allowance, if necessary, to reduce deferred tax assets to their estimated realizable value if it is more likely than not that some portion or all of the deferred tax asset will not be realized.

Deferred tax liabilities and assets are classified as current or non-current based on the classification of the related asset or liability for financial reporting, or according to the expected reversal dates of the specific temporary differences, if not related to an asset or liability for financial reporting.

The Company accounts for uncertain tax positions in accordance with the provisions of ASC 740, "Income Taxes". Accounting guidance addresses the determination of whether tax benefits claimed or expected to be claimed on a tax return should be recorded in the consolidated financial statements, under which a company may recognize the tax benefit from an uncertain tax position only if it is more likely than not that the tax position will be sustained on examination by the taxing authorities, based on the technical merits of the position.

The tax benefits recognized in the consolidated financial statements from such a position are measured based on the largest benefit that has a greater than 50% likelihood of being realized upon ultimate settlement. Accordingly, the Company would report a liability for unrecognized tax benefits resulting from uncertain tax positions taken or expected to be taken in a tax return. The Company elects to recognize any interest and penalties, if any, related to unrecognized tax benefits in tax expense.

Share-Based Expense

ASC 718, "Compensation – Stock Compensation," prescribes accounting and reporting standards for all share-based payment transactions in which employee and non-employee services are acquired. Transactions include incurring liabilities, or issuing or offering to issue shares, options, and other equity instruments such as employee stock ownership plans and stock appreciation rights. Share-based payments to employees and non-employees, including grants of employee stock options, are recognized as compensation expense in the financial statements based on their fair values. That expense is recognized over the period during which an employee is required to provide services in exchange for the award, known as the requisite service period (usually the vesting period).

Share-based expense totaled \$0 for the period ending December 31, 2023 & 2022.

Earnings per Share

The Company computes basic and diluted earnings per share amounts in accordance with ASC Topic 260, "Earnings per Share." Basic earnings per share is computed by dividing net income (loss) available to common shareholders by the weighted average number of common shares outstanding during the reporting period. Diluted earnings per share reflects the potential dilution that could occur if stock options and other commitments to issue common stock were exercised or equity awards vest resulting in the issuance of common stock that could share in the earnings of the Company. As of December 31, 2023, there are no convertible shares that were dilutive instruments and are not included in the calculation of diluted loss per share as their effect would be antidilutive.

Fair value measurements

Fair value is defined as the price that the Company would receive to sell an investment or pay to transfer a liability in a timely transaction with an independent counter-party in the principal market or in the absence of a principal market, the most advantageous market for the investment or liability. A three-tier hierarchy is established to distinguish between (1) inputs that reflect the assumptions market participants would use in pricing an asset or liability developed based on market data obtained from sources independent of the reporting entity (observable inputs) and (2) inputs that reflect the reporting entity's own assumptions about the assumptions market participants would use in pricing an asset or liability developed based on the best information available in the circumstances (unobservable inputs); and establishes a classification of fair value measurements for disclosure purposes.

The hierarchy is summarized in the three broad levels listed below:

Level 1: quoted prices in active markets for identical assets and liabilities

Level 2: other significant observable inputs (including quoted prices for similar assets and liabilities, interest rates, credit risk, etc.)

Level 3: Significant unobservable inputs (including the Company's own assumptions in determining the fair value of assets and liabilities).

The Company's financial instruments consist primarily of cash and due to related parties. The carrying amounts of such financial instruments approximate their respective estimated fair value due to the short-term maturities and approximate market interest rates of these instruments.

Contingencies

Certain conditions may exist as of the date the financial statements are issued, which may result in a loss to the Company but which will only be resolved when one or more future events occur or fail to occur. The Company's management and legal counsel assess such contingent liabilities, and such assessment inherently involves an exercise of judgment. In assessing loss contingencies relating to legal proceedings that are pending against the Company or unasserted claims that may result in such proceedings, the Company's legal counsel evaluates the perceived merits of any legal proceedings or unasserted claims as well as the perceived merits of the amount of relief sought or expected to be sought. If the assessment of the contingency indicates that it is probable that a material loss has been incurred and the amount of the liability can be estimated, the estimated liability would be accrued in the Company's financial statements.

Recently Issued Accounting Standards

Recent Accounting Pronouncements

In February 2016, the FASB issued ASU No. 2016-02, Leases. Under the new guidance, lessees will be required to recognize a lease liability and a right-of-use asset for all leases (with the exception of short-term leases) at the commencement date. The ASU is effective for fiscal years and interim periods within those years beginning after December 15, 2018.

In January 2017, the FASB issued ASU No. 2017-04, Intangibles - Goodwill and Other: Simplifying the Test for Goodwill Impairment. The amendments simplify the subsequent measurement of goodwill and eliminate the two-step goodwill impairment test. The Company will perform its annual, or interim, goodwill impairment test by comparing the fair value of a reporting unit with its carrying amount. An entity should recognize a goodwill impairment charge for the amount by which the reporting unit's carrying amount exceeds its fair value. If fair value exceeds the carrying amount, no impairment should be recorded. Any loss recognized should not exceed the total amount of goodwill allocated to that reporting unit. Impairment losses on goodwill cannot be reversed once recognized. The ASU is effective prospectively for fiscal years and interim periods within those years beginning after December 15, 2019. Early adoption is permitted for interim or annual goodwill impairment tests performed on testing dates after January 1, 2017. We do not anticipate any material impact on the condensed consolidated financial statements.

Management has considered all recent accounting pronouncements issued. The Company's management believes that recent pronouncements will not have a material effect on the Company's financial statements.

NOTE 3. Direct Capital Investment Group Acquisition

The Company has entered into an Acquisition Agreement (the "AA"), appended as Exhibit 1 hereto with Direct Capital Investment Group, Inc. ("DCIG") a Delaware corporation resulting in a change in control of the company from Anastasia Shishova ("Shishova") to

James Anderson (“Andersen”) the sole shareholder of DCIG who acquired a controlling interest in the Company pursuant to the AA. (the “Acquisition”) Details of the Acquisition are disclosed in Exhibit 1.

Previously, on June 1, 2023 pursuant to a Securities Purchase Agreement (the “DMI SPA”) appended as Exhibit 2 hereto, in which details of the DMI SPA are disclosed, DCIG purchased all of the then outstanding stock of Direct Mortgage Investors, Inc. (“DMI”), a Delaware corporation wholly owned by Anderson which owns and operates a mortgage origination company licensed in 17 states in the U.S. mid-Atlantic area whose website can be found at www.MTG101.com. As a result of the DCIG/DMI acquisition, the Company will focus exclusively on operating and expanding the mortgage lending business and will cease all its existing business operations.

In conjunction with the Acquisition, current Company CEO and Sole Director Anastasia Shishova appointed Anderson to be President, CEO and Director of the Company and Glen Gomez, an experienced mortgage professional as a Director of the Company and resigned her officer and director positions with the Company, effective immediately. Mr. Anderson's extensive mortgage expertise and proven DMI track record make him the ideal candidate to guide the Company going forward.

NOTE 4. SUBSEQUENT EVENTS

None.

10) Issuer Certification

Principal Executive Officer:

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) in each Quarterly Report or Annual Report.

The certifications shall follow the format below:

I, Jeff Anderson certify that:

1. I have reviewed this Disclosure Statement for The Graystone Company, 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.

April 11, 2024 [Date]

/s/ Jeff Anderson [CEO's Signature]

(Digital Signatures should appear as “/s/ [OFFICER NAME]”)

Principal Financial Officer:

I, Jeff Anderson certify that:

1. I have reviewed this Disclosure Statement for The Graystone Company, Inc.;
1. 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

2. 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 11, 2024 [Date]

/s/ Jeff Anderson [CFO's Signature]

(Digital Signatures should appear as "/s/ [OFFICER NAME]")