

# **ISSUER QUARTERLY DISCLOSURE STATEMENT**

**QUARTER ENDED  
APRIL 30, 2017**

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## **AUREUS INCORPORATED** (A Nevada Corporation)

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**TRADING SYMBOL: ARSN**

**CUSIP NUMBER: 05154M 203**

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### **ISSUER'S EQUITY SECURITIES:**

**Voting Common Stock, \$0.001 par value**

**Issued and Outstanding Common Shares as of the quarter ending  
April 30, 2017: 126,450,000**

### **TRANSFER AGENT:**

Action Stock Transfer Corporation  
2469 E. Fort Union Blvd., Suite 214  
Salt Lake City, UT 84121  
Telephone: (801) 274-1088 Fax: (801) 274-1099  
Email: <mailto:action@actionstocktransfer.com>

# **AUREUS INCORPORATED**

**Quarter ended April 30, 2017**

**Information required for compliance with the provisions of the OTC Markets, Inc., OTC Pink Disclosure Guidelines (Version 1.1.1 04/25/13)**

Because we want to provide more meaningful and useful information, this Disclosure Statement contains certain “forward-looking statements” (as such term is defined in Section 21E of the Securities Exchange Act of 1934, as amended). These statements reflect our current expectations regarding our possible future results of operations, performance, and achievements. These forward-looking statements are made pursuant to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995, regulation of the Securities and Exchange Commission, and common law.

Wherever possible, we have tried to identify these forward-looking statements by using words such as “anticipate,” “believe,” “estimate,” “expect,” “plan,” “intend,” and similar expressions. These statements reflect our current beliefs and are based on information currently available to us. Accordingly, these statements are subject to certain risks, uncertainties, and contingencies, which could cause our actual results, performance, or achievements to differ materially from those expressed in, or implied by, such statements. We have no obligation to update or revise any such forward-looking statements that may be made to reflect events or circumstances after the date of this Disclosure Statement.

**Item 1.           The exact name of the Issuer and its predecessors (if any).**

Aureus Incorporated (the “Company”) was incorporated in the State of Nevada on April 19, 2013. The Company was organized to develop and explore mineral properties in the State of Nevada.

Other than listed above, the corporation has used no other names in the past five years.

**Item 2.           Address of the Issuer's Principal Executive Offices**

The address of the Company is:  
3555 ½ Tizer Lane, Helena, MT 59602

Attention: Tracy Fortner  
The telephone number is (877) 448-6321  
Email contact: [info@aureusgold.com](mailto:info@aureusgold.com)  
Website: <http://www.aureusgold.com>

**Item 3. Security Information (as of April 30, 2017).**

**Trading Symbol:** ARSN

**CUSIP:** 86845R 207

Exact Title and Class of Securities Outstanding:

Common Stock: Par or Stated Value: \$0.001

Total Common Shares Authorized: 150,000,000

Total Common Shares Outstanding at the Quarter ending April 30, 2017: 126,450,000

**Transfer Agent:**

Action Stock Transfer Corporation

2469 E. Fort Union Blvd., Suite 214

Salt Lake City, UT 84121

Telephone: (801) 274-1088 Fax: (801) 274-1099

Email: <mailto:action@actionstocktransfer.com>

Is the Transfer Agent registered under the Exchange Act: Yes ☒ No ☐

List any restrictions on the transfer of securities: of the 126,450,000 issued and outstanding common shares, 36,450,000 are free trading shares and 90,000,000 are restricted shares that are subject to Rule 144.

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**

**Item 4. Issuance History**

On November 17, 2015 the Company, authorized a fifteen-for-one (15:1) forward stock split of the Company's common stock, par value \$0.001 per share without changing the authorized number or par value of the Common Stock and with fractional shares resulting from the Forward Split being rounded up to the nearest whole number. The Forward Split became effective on November 25, 2015. Because of the Forward Split, the number of the Company's issued and outstanding shares of Common Stock were increased from 8,430,000 to 126,450,000. The amounts are being presented retroactive in the financial statements at October 31, 2015.

There have been no issuances to for the period of November 1, 2016 to April 30, 2017 and as of April 30, 2017 there are 126,450,000 common shares issued and outstanding.

**Item 5.        Financial Statements**

The financial statements for the Quarter ending April 30, 2017, are being filed with OTC Markets, Inc. contemporaneously with this Quarterly Disclosure Statement for the respective three months ending April 30, 2017.

**Item 6.        Describe the Issuer's Business, Products and Services.**

**A.        Description of the Issuer's Business Operations:**

Aureus maintains quality assets in the western United States, focusing on technical expertise and responsible growth in all aspects of our business. We are a junior exploration company in the process of developing into a fully operational mining company focusing on gold and silver. Acquiring quality mineral assets and conducting thorough exploration programs is a key part of our business plan to enhance shareholder value.

On October 1, 2014, we entered into a Purchase Agreement with Gold Exploration Management Services, Inc. ("Gold Exploration") pursuant to which we purchased 100% of Gold's Exploration's interest in one claim block of 11 claims or 220 acres, in Elko County, Nevada (the "Gold Creek Property") for \$15,000. The Gold Creek Property is accessible via Nevada State Route #225 connecting to county road USFS Road #745) which provide access to the immediately adjacent Gold Creek Ranger Station. The nearest commercial airport is in Reno, approximately 260 road miles from the Gold Creek Property. The claims were registered in the name of Gold Exploration. On August 31, 2015, Gold Exploration's title to the mining claims on the Gold Creek Property expired but has been re-staked by the Company.

Due to the Land Freeze (as defined below) by the BLM in 2015 of 10 million acres of public and National Forest System lands identified as Sagebrush Focal Areas in Idaho, Montana, Oregon, Utah, Wyoming and Nevada, including the Gold Creek Property, to protect the greater sage-grouse, Gold Creek's title to the mining claims on the Gold Creek Property has not been transferred into the Company's name.

The Company anticipates once the Land Freeze is lifted, of which there can be no assurances, Gold Exploration will apply to renew the claims and at that point the claims are expected to be transferred to the Company. There can be no assurances that the Land Freeze will be lifted or that if lifted, we will have sufficient funds to have the mining claims transferred into the Company's name.

The \$15,000 paid by the Company for the purchase of the Gold Creek Property is reflected in the financial statements as a deposit, until the ownership transferred to the Company. On October 31, 2015, the Company recorded an impairment of the \$15,000 deposit due to the Land Freeze.

Land Freeze – Force Majeure Commencing in 2010, there has been heightened awareness of the conservation of the greater sage-grouse, the largest grouse found in North America currently inhabiting the sage-steppe ecosystems in Montana, southern Idaho, northeastern California, eastern Oregon, northwestern Colorado, and broader sections of Wyoming, Utah and Nevada.

In 2014, Nevada adopted the Nevada Greater Sage-grouse Conservation Plan of 2014 (“2014 State Plan”), a sage-grouse conservation plan which provides broad goals, objectives, and management actions to ameliorate the primary threats to sage-grouse in Nevada. Nevada is also in the process of developing a Nevada Sage-Grouse Strategic Action Plan (“SAP”) which is expected to into greater detail and identify areas to focus conservation efforts to achieve the broad goals and objectives outlined in the 2014 State Plan.

Also, on September 23, 2015, the Assistant Secretary of the Interior for the Bureau of Land Management (“BLM”) approved an application to withdraw (*i.e.*, prohibiting mining) approximately 10 million acres of public and National Forest System lands identified as Sagebrush Focal Areas in Idaho, Montana, Nevada, Oregon, Utah, and Wyoming from location and entry under the United States mining laws to protect the greater sage-grouse and its habitat from adverse effects of locatable mineral exploration and mining, subject to valid existing rights (the “Land Freeze”). Comments on the proposed withdrawal application or scoping comments on issues to be analyzed in the Environmental Impact Statement must have been received by December 23, 2015.

The Company’s Property is included in the approximately 10 million acres of land currently closed for mining exploration under the Land Freeze by the BLM and being studied by Nevada in connection with SAP. Therefore, under this force majeure event, the Company is currently prohibited from conducting any mining activities on the Gold Creek Property and, depending on the outcomes of the BLM’s Environmental Impact Statement and Nevada’s SAP, the Company may be permanently prohibited or restricted from conducting any activities on the Gold Creek Property. The Company intends, however, to pursue potential acquisitions of other land on which it may conduct mining activities. The Company is not currently a party to any oral or written agreement to purchase any land now.

When we are permitted to conduct exploration activities on the Gold Creek Property or any additional land we acquire, our goal is to assess whether our claim or claims possess any commercially viable mineral deposits by a four-phase program.

On July 21, 2016, the Company entered into an agreement with Montana Mine Land Holdings LLC to acquire a 100% undivided interest of its Patented Mining Claims or the Property named: Keene Placer, M.S. located in Broadwater County, Montana.

The terms of this agreement are for the Company to issue 45,000,000 shares of its common stock to Montana Mine Land Holdings LLC. The parties to have agreed the value of this purchase shall be \$112,000 or \$0.00248889 per share. As of October 31, 2016, the Company has not issued the shares and \$112,000 is included to the existing balance of Loan from Related Party.

Tracy Fortner is the Managing Member of Montana Mine Land Holdings, LLC

During the next 12 months, we do not anticipate generating any revenue. If additional funds become required, the additional funding will come from equity financing from the sale of our equity or debt securities or sale of part of our interest in our mining claims. If we are successful in completing an equity or convertible debt financing, existing shareholders will experience dilution of their interest in our Company. We do not have any financing arranged and we cannot provide investors with any assurance that we will be able to raise sufficient funding from the sale of our securities to fund our operations or programs. In the absence of such financing, our business will fail.

We may consider entering a joint venture partnership by linking with another resource company to provide the required funding to complete our four-phase exploration program. We have not undertaken any efforts to locate a joint venture partner for the program. If we enter a joint venture arrangement, we will assign a percentage of our interest in our mining claims to the joint venture partner.

Based on the nature of our business, we anticipate incurring operating losses in the foreseeable future. We base this expectation, in part, on the fact that very few mining claims in the exploration stage ultimately develop into producing, profitable mines. Our future financial results are also uncertain due to a number of factors, some of which are outside of our control.

These factors include, but are not limited to:

- Our ability to raise additional funding;
- The market price for, gold and silver;
- The results of our proposed exploration programs on the mineral property; and
- Our ability to find joint venture partners for the development of our property interests

Due to our lack of operating history and present inability to generate revenues, our auditors have stated their opinion that there currently exists substantial doubt about our ability to continue as a going concern. Even if we complete our current exploration program and it is successful in identifying a mineral deposit, we will have to spend substantial funds on further drilling and engineering studies before we will know if we have a commercially viable mineral reserve.

On March 7, 2017, the Company filed at Form 15-12g for certification and notice of termination of registration under section 12(g) of the Securities Exchange Act of 1934 or suspension of duty to file reports under sections 13 and 15(d) of the securities exchange act of 1934.

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

Reference is made to Item 1, above (Nevada on April 19, 2013)

**C. The Issuer's Primary and Secondary SIC Codes:**

Industry Group 104: Gold and Silver Ores, 1041 Gold Ores

**D. The Issuer's Fiscal Year End Date:**

The Issuer's fiscal year end is October 31.

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

Reference is made to Item 6A, above.

**Item 7. Describe the Issuer's Facilities**

At present, the arrangement for the Company Office is provided without cost to the Company by the President, Tracy Fortner. We believe this arrangement is adequate and suitable for our current needs. However, when expansion of our business demands increased office space, there are available site and office facilities available in the Helena, MT area in which we are presently located.

**(1) The business address is:** 3555 ½ Tizer Lane Helena, MT 59602  
Tel: (877) 448-6321

**Item 8. Officers, Directors and Control Persons**

- A. Officers and Directors and Control Persons. Provide the full names, business addresses, employment histories (for the past 5 years), positions held, responsibilities and employment dates, board memberships, other affiliations, compensation and number of securities (specify each class) beneficially owned by each person as of April 30, 2017.**

**Tracy Fortner, President, Secretary, Treasurer & Director,**

Mr. Fortner, age 51, began his career in gold recovery in the 1980's at which time he worked as an apprentice mining engineer with Overton Engineering. It was in that capacity that he learned about gold and its properties. During his employment with Overton Engineering, Mr. Fortner worked on projects throughout the western United States developing hydro mining and mineral mining and designing and building mine sites. Also during this time, Mr. Fortner began developing the basis for his own mineral and mining company. In the late 1980s and early 1990s, Mr. Fortner began performing placer gold exploration and development both on his own personal projects as well as contract projects.

He has continued this line of work since that time, and although he has experience in gold dredging, hard rock and underground mining, he has developed extensive knowledge of mineral exploration, property testing and evaluation, mine layout and design, development and refining of precious metals and reclamation of mined properties with a concentration in fine gold recovery and placer properties. Mr. Fortner has been consistently successful in his mining endeavors in a personal capacity as well as a consultant capacity. He has operated and/or consulted on placer projects in Montana, Wyoming, Nevada, Arizona, South Dakota and California as well as Alaska, Columbia and Mexico. Mr. Fortner is a certified MSHA (Mine Safety & Health Administration) trainer and is recognized as a professional mine consultant by the Federal Mine Safety & Health Administration. In addition to exploration, development and refining, Mr. Fortner designs and builds placer mining equipment to meet the specific needs of the project property. Those equipment designs have been placed on projects in Alaska, Montana and Africa among others.

Since 1998, Mr. Fortner has owned American Exploration & Development, a Montana corporation located in Helena, Montana, where his duties include consulting on placer and hard rock projects, mine site evaluation, permitting, engineer equipment, fabrication, installation and operation of said equipment. Since 2008, Tracy has also owned MMD, LLC (Mine Management & Development), a Montana Limited Liability Company located in Helena, MT, which he formed for specific management of mining operations and employees. Since 2008, he has been serving as the President of CMI Associates, Inc., a Montana corporation located in Helena, MT, and engaged in mining. From 2008 to 2013, Mr. Fortner served as the President of Vigilante Mining Equipment, LLC, where his duties included the development of new mining equipment the oversight of testing new mining techniques. Vigilante Mining Equipment was acquired by American Exploration and Development in 2013.



### **Executive Officers**

Name	Position	Other Affiliations	Common Shares	Percentage of Common issued	Preferred Shares	Percentage of Preferred issued
Tracy Fortner	President, Secretary-treasurer & Director	None	-0-	-0-%	-0-	-0-%

**Control Person (shareholders holding more than 10% of any class)**

Refer to: **C. Beneficial Shareholders.**

(1) The business address is: 3555 ½ Tizer Lane Helena, MT 59602

**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);**

None of the foregoing persons have been the subject of a conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding.

**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 a person's involvement in any type of business, securities, commodities, or banking activities;**

None of the foregoing persons have been the subject of any order, judgment, or decree, that permanently or temporarily enjoined, barred, suspended or otherwise limited such a person's involvement in any type of business, securities, commodities, or banking activities.

**3. A finding or judgment by a court of competent jurisdiction (in a civil action), the SEC, the CFTC, 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;**

None of the foregoing persons have been specifically identified as the subject of any finding or judgment by a court of competent jurisdiction (in a civil action), the SEC, the CFTC, or a state securities regulator of a violation of federal or state securities or commodities law.

**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.**

None of the foregoing persons have been the subject of any 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. Beneficial Shareholders.**

**To the extent not otherwise disclosed in response to the foregoing, provide a list of the names, addresses and shareholdings of all persons holding more than ten percent (10%) of any class of the issuer's equity securities.**

				Common	% of	Preferred	%
	Name	Address	Address	Shares	Common	Shares	Pref.
1.)	N/A	N/A	N/A	N/A	N/A	N/A	N/A

If any of the beneficial shareholders are corporate shareholders, provide the name and address of person(s) owning or controlling such corporate shareholders and the resident agents of the corporate shareholders.

	Name	Beneficial Owner	Address	Resident Agent	Address	Common Shares	% of Common Shares	Preferred Shares	% of Preferred Shares
1.)	Maverick, LLC	Ester Barrios, President	Charlestown, Nevis West Indies	Not available	Not available	90,000,000	71.2%	-0-	-0-

During the period from April 19, 2013 to October 31, 2015, the Company received advances totaling \$24,656 from Dong Gu Kang and Min Jung Kang, the Company's former executive officers and directors (the "Selling Stockholders"). The advance was unsecured, non-interest bearing and due upon demand giving 30 days written notice to the borrower. In connection with the Stock Purchase Agreement, dated September 30, 2015, among the Company, the Selling Stockholders and Maverick, LLC, a Nevis limited liability company ("Maverick"), pursuant to which Maverick purchased 90,000,000 shares of common stock of the Company from the Selling Stockholders, Maverick assumed \$24,656 in outstanding debt owed the Selling Stockholders by the Company; constituting 100% of the debt owed the Selling Stockholders of the Company, pursuant to a Debt Assumption Agreement, dated September 30, 2015, between the Company, the Selling Stockholders and Maverick. Maverick beneficially owns 71.7% of the common stock of the Company. As of April 30, 2017, according to the Transfer Agent's records the 90,000,000 shares had not been transferred into the name of Maverick, LLC.

**Item 9. Please provide the name, address, telephone number, and email address of each of the following outside providers that advise the issuer on matters relating to operations, business development and disclosure:**

**Legal Counsel:**

Magri Law LLC  
2642 NE 9<sup>th</sup> Ave.  
Ft. Lauderdale, FL 33334  
Office: (646) 502-5900  
Mobile: (954) 303-8027  
Fax: (646) 836-9200  
[pmagri@magrilaw.com](mailto:pmagri@magrilaw.com)  
[www.magrilaw.com](http://www.magrilaw.com)

**Accountant or Auditor:**

None

**Investor Relations Consultant:**

None

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

None

**Item 10. Issuer Certification**

I, Tracy Fortner, CEO and Director of Aureus Incorporated, hereby certify that:

1. I have reviewed the Quarterly Disclosure Statement of Aureus Incorporated, dated April 30, 2017.
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, considering the circumstances under which such statements 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, and for, the periods presented in this Quarterly Disclosure Statement.

Date: June 7, 2017      /s/ Tracy Fortner  
Tracy Fortner, President, CEO & Director

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