

## **RJD GREEN INC. (RJDG.PK)**

*Prepared in accordance with OTC Pink Basic Disclosure Guidelines*

### **1) Name of the Issuer and its Predecessors (if any)**

The issuer was incorporated in the State of Nevada on September 10, 2009 under the name RJD Green Inc.

### **2) Address of the Issuer's Principal Executive Offices**

#### Company Headquarters

10011 East 51st Street  
Tulsa, Oklahoma 74146  
Telephone: 918-551-7883

#### IR Contact

None

### **3) Security Information**

Trading Symbol: **RJDG.PK**

Exact title and class of securities outstanding: **common**

CUSIP: **749603106**

Par Value: **\$0.001**

Total Shares Authorized: **750,000,000 as of January 24, 2017**

Total Shares Issued and Outstanding: **176,524,380 as of January 24, 2017**

#### Transfer Agent

Worldwide Stock Transfer, LLC  
1 University Plaza, Suite 505  
Hackensack, NJ -7601  
Telephone: 201-820-2008

Worldwide Stock Transfer, LLC is registered with the Securities and Exchange Commission as a transfer agent pursuant to Section 17A(c) of the Exchange Act of 1934.

List any restrictions on the transfer of security: **None**

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 anticipated or that occurred within the past 12 months:

There are no stock splits, stock dividends, recapitalizations, mergers, acquisitions, spin-offs or reorganizations either anticipated or that occurred within the past 12 months.

We are in acquisition discussions at this time. We expect to continue to make acquisitions annually that are within our focus as a holding company that owns and manages growth companies within environmental services, healthcare management services, and construction / industrial specialty contracting.

#### **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 issue and (3) the services provided by such persons or entities.

(a) *On November 30, 2012, the Company effectuated a fifty-for-one forward stock split increasing the issued and outstanding shares of the Company to 75,500,000.*

(b) *On March 18, 2013, the Company issued 350,000,000 restricted common shares, to a former director and member of management, for the conversion of debt payable of \$25,980.*

(c) *On March 31, 2013, the Company effectuated a two-for-one forward split increasing the issued and outstanding shares of the Company to 425,500,000 common shares.*

(d) *On May 21, 2013, the Company entered into a definitive agreement with the shareholders of Silex Holdings, Inc. Pursuant to the agreement, and subsequent amendment on November 1, 2013, the Company purchased all of the outstanding securities of Silex in exchange for 129,090,000 common shares of the Company and the retirement of 387,500,000 shares. The shares were issued and retired respectively during the year ended August 31, 2014 in anticipation of the completion of the agreement. The acquisition was completed in the fiscal year ended August 31, 2015. Silex is a wholly owned subsidiary of the registrant.*

(e) *On November 20, 2014, Equitas Resources LLC returned, and the Company cancelled 30,000,000 common shares in treasury that had previously been issued as part of the share purchase agreement for Silex.*

(f) *On June 25, 2016 Equitas Group LLC converted \$46,350 of debt to 13,434,380 shares of common stock*

(g) *On July 18, 2016 EROP Corporation converted \$75,000 of debt to 15,000,000 shares of common stock*

(h) *On November 21, 2016 David Malley purchased 11,000,000 shares of 144 restricted shares for \$55,000*

*The list shall indicate the following:*

A. The nature of each offering (e.g., Securities Act Rule 504/506, intrastate, service provider, contractual arrangement, ESOP, etc.):

(a) *Not applicable*

(b) *Debt conversion*

(c) *Not applicable*

(d) *Section 4(a) (2)*

(e) *Not applicable*

- (f) Debt conversion*
- (g) Debt conversion*
- (h) Contractual agreement*

B. Any Jurisdictions where the offering was registered or qualified:

- (a)- (h) None*

C) The number of shares offered:

- (a) Not applicable*
- (b) 350,000,000 shares*
- (c) Not applicable*
- (d) 129,090,000 shares*
- (e) Not applicable*
- (f) 13,434,380 shares*
- (g) 15,000,000 shares*
- (h) 11,000,000*

D) The number of shares sold:

- (a) Not applicable*
- (b) 350,000,000 shares*
- (c) Not applicable*
- (d) 129,090,000 shares*
- (e) Not applicable*
- (f) 13,434,380 shares*
- (g) 15,000,000 shares*
- (h) 11,000,000*

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

- (a) Not applicable*
- (b) \$.001 per share*
- (c) Not applicable*
- (d) \$.018 per share*
- (e) Not applicable*
- (f) \$.0035 per share*
- (g) \$.005 per share*
- (h) \$.005 per share*

F) The trading status of the shares; and

- (a) Not applicable*
- (b) Restricted*
- (c) Not applicable*
- (d) Restricted*
- (e) Not applicable*
- (f) Free trading*
- (g) Free trading*
- (h) Restricted*

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 the transferability and sale of the shares pursuant to the Securities Act.

- (a) Not applicable
- (b) Yes to both
- (c) Not applicable
- (d) Yes to both
- (e) Not applicable
- (f) Not applicable
- (g) Not applicable
- (h) Yes to both

*With respect to private offerings of securities, the list shall also indicate the identity of the person or persons who purchased securities in such private offering; provided, however, that the event that any such person is an entity, the list shall also indicate (a) the identity of each natural person beneficially owning, directly or indirectly, more than ten percent (10%) of any class of equity securities of such entity and (b) to the extent not otherwise disclosed, the identity of each natural person who controlled or directed, directly or indirectly, the purchase of such securities for such entity.*

## **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) Income Statement
- C) Statement of Cash Flows
- D) Financial Footnotes; 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 or 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. (ie; "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, and the date that it was posted to [www.otciq.com](http://www.otciq.com) in

the field below.

The required financial statements are incorporated by reference to:

*Quarterly Report – Financials, period end date – November 30, 2016 posted to OTCIQ on January 24, 2017.*

The 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 or 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:

*RJD Green, Inc., a Nevada company, is a holding company incorporated in the State of Nevada in September 2009. We were formed to engage in the business of marketing and promoting green technologies, services, appliances, building materials and other green products suitable for residential buildings through our online website, ([www.rjdgreen.com](http://www.rjdgreen.com)).*

*In June of 2013, the Company was repositioned as a holding company with a focus of acquiring and managing assets and companies within three sectors; green environmental, healthcare services, and specialty contracting services.*

*In the first quarter of 2015, the Company completed the acquisition of Silex Holdings Inc. Silex Holdings Inc. operates a manufacturing and distribution company for kitchen and bath products for the builder and retail markets.*

*IoSoft Inc. was acquired in June of 2016. IoSoft is a developer of software that provides accelerated payment processing for; virtual, credit card, and checks all controlled by the provider versus the payer. The initial market focus is healthcare services. Technology launches in the environmental sector are scheduled for 2017.*

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

*Incorporated on September 10, 2009 in in the State of Nevada.*

C) The issuers primary and secondary SIC codes:

*Primary SIC code: 6719 - defined as: holding company that acquires and operates ongoing business opportunities*

*Secondary SIC code:*

*3281 - defined as: manufacturer of stone product and  
8999 - environmental services and 8099 – healthcare services*

D) The issuer's fiscal year end date:  
*November 30*

E) Principal Products or Services, and their Markets:

*The first acquisition completed is a ten-year old manufacturer and installation contractor of kitchen and bath products such as countertops, cabinets, and related. The company operates in two regional locations.*

*The second acquisition completed is a twenty-year old software development and support company with a primary focus in healthcare services.*

**7) Describe the Issuers' Facilities**

*The Company's corporate office is at 10011 East 51 Street, Tulsa Oklahoma. The Company's subsidiary, Silex Holdings, Inc., has manufacturing and sales facilities in Tulsa and Oklahoma City Oklahoma.*

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

A) Name of Officers, Directors, and Control Persons:

<i>Ron Brewer</i>	<i>Chief Executive Officer/Director</i>
<i>John Rabbitt</i>	<i>Chief Financial Officer/Director</i>
<i>Rex Washburn</i>	<i>Director</i>
<i>Jerry Niblett</i>	<i>Director</i>

B) Legal/Disciplinary History

(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*

(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:

*None*

(3) A finding or judgment by a court of competent jurisdiction (in a civil action) of the Securities and Exchange Commission, the Commodity Futures Trading Commission, or 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

*None*

(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*

C) Beneficial Shareholders:

Please 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 (separate entity), please provide the name and address of the person(s) owning or controlling such corporate shareholders and the resident agents of those corporate shareholders.

*None*

**9) Third Party Service Providers**

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

Legal Counsel

*J.M. Walker & Associates  
7481 South Garfield Way  
Centennial, CO 80122  
[jmwlkr85@gmail.com](mailto:jmwlkr85@gmail.com)  
(303) 850-7637*

Accountant or Auditor

*Manning Elliott  
1050 W. Pender Street  
Vancouver, BC V6E 3S7  
[info@manningelliott.com](mailto:info@manningelliott.com)  
604-714-3600*

Investor Relations Consultant

*OTC PR Group  
1825 NW Corporate Blvd.  
Suite #110  
Boca Raton, FL 33431  
[corp@otcgroup.com](mailto:corp@otcgroup.com)  
561-807-6350*

Other Advisor:

*None*



**10) Issuer Certification**

I, Ron Brewer, hereby certify that:

- 1) I have reviewed this annual disclosure statement of RJD Green Inc. (RJDG.PK); and*
- 2) Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact nor omit to state a material fact necessary to make the statement(s) 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 further*
- 3) Based on my knowledge, the financial statements, and other 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.*

Signed and Dated: 1-24-17

/s/Ron Brewer  
Ron Brewer  
Chief Executive Officer

I, John Rabbitt, hereby certify that:

- 1) I have reviewed this annual disclosure statement of RJD Green Inc. (RJDG.PK); and*
- 2) Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact nor omit to state a material fact necessary to make the statement(s) 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 further*
- 3) Based on my knowledge, the financial statements, and other 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.*

Signed and Dated: 1-24-17

/s/John Rabbitt  
John Rabbitt  
Chief Financial Officer

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