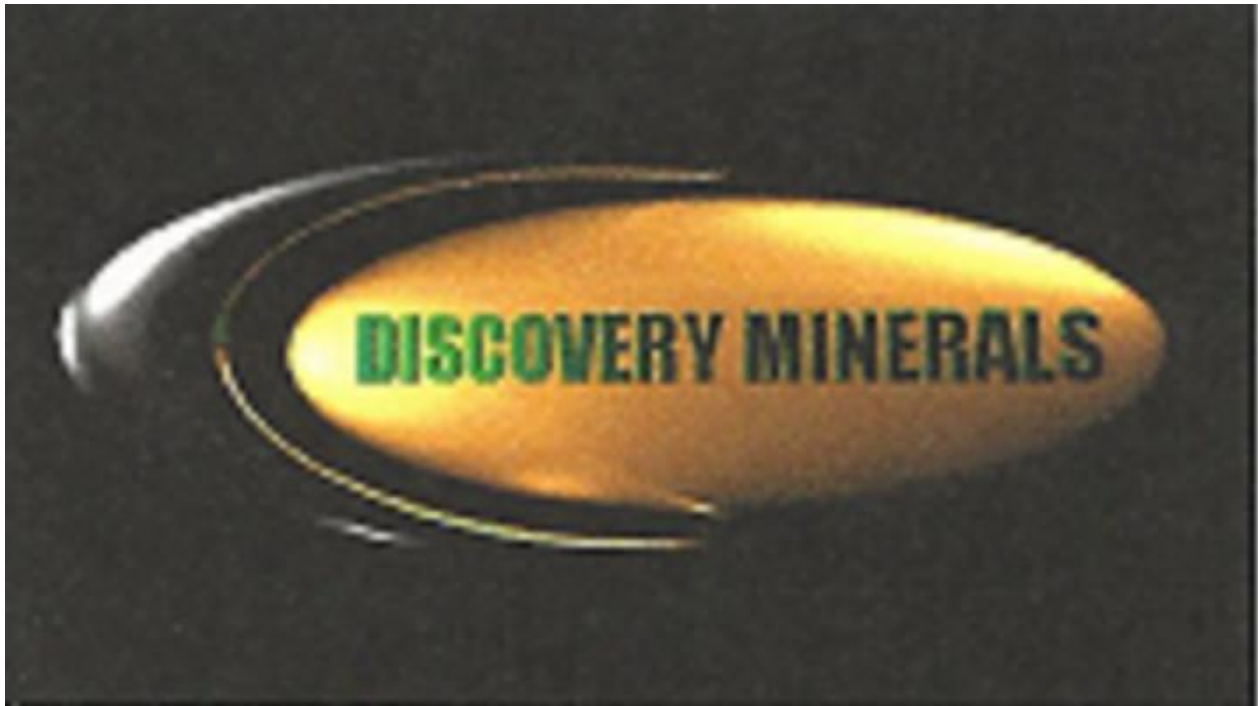


***Company Information and Disclosure Statement***  
***Issuers' Quarterly Disclosure Obligations for the***  
***For Period Ended March 31, 2018***

**Discovery Minerals Ltd.**  
**OTCPK: DSCR**



## OTC Pink Basic Disclosure Guidelines

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

Exact Company Name: Discovery Minerals LTD. (hereinafter referred to as “we”, “us”, or “our” or “the Issuer”).  
Name used by predecessor entities in the past five years: Dhanoa Minerals, Ltd. until 8/2012

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

#### Company Headquarters

13428 Maxella Avenue, Suite 884  
Marina del Rey, California 90292  
Phone: 310-961-4654  
Email: info@discoveryminerals.com  
Website: www.discoveryminerals.com

#### IR Contact

3108552642

### **3) Security Information**

Trading Symbol: DSCR

Common Stock Outstanding: 4,986,913,083 (as of 03/31/2018)

Restricted Common Stock: 1,375,871,580 (as of 03/31/2018)

Preferred Stock Outstanding: 232,752 Preferred C (as of 03/31/2018)

CUSIP Number: 25470V109

Par or Stated Value: Common-\$.00001 and Preferred stock-\$.00001

Total shares authorized: Common – Two billion nine hundred eighty six million nine hundred and ninety nine thousand nine hundred and ninety four shares (4,986,999,994) shares. Preferred – Thirteen million and six (13,000,006) shares designated to three classes as of 03/31/2018

Total shares outstanding: 4,986,913,083 as of 03/31/2018

#### Transfer Agent:

Pacific Stock Transfer Company  
6725 Via Austi Parkway, Suite 300  
Las Vegas, NV 89119  
571-485-9998

Registered Under Exchange Act: Yes

Regulatory Authority: Security Exchange Commission (SEC)

List any restrictions on the transfer of security: None

Describe any trading suspension orders issued by the SEC in the past 12 months: No

### **4) Issuance History**

On January 13, 2014, 170,000,000 shares were issued to a non affiliated third party as a result of a debt assignment on September 25<sup>th</sup>, 2013 and subsequent conversion of \$1700 from a convertible promissory note dated January 23<sup>rd</sup>, 2012. The partial assignment of this debt has a conversion price of \$0.00001. The shares were issued pursuant to the exemption from registration provided by Section 4(1) of the Securities Act of 1933. The shares were not registered or qualified in any jurisdiction. The shares were issued free of restrictive legend as the holding period of Rule 144 had been satisfied.

On February 11, 2014, 50,000,000 shares were issued to a non affiliate third party as a result of a debt assignment on November 25<sup>th</sup>, 2013 and subsequent conversion of \$500 from a convertible promissory note dated January 23<sup>rd</sup>, 2012. The partial assignment of this debt has a conversion price of \$0.00001. The shares were issued pursuant to the exemption from registration provided by Section 4(1) of the Securities Act of 1933. The shares were not registered or qualified in any jurisdiction. The shares were issued free of restrictive legend as the holding period of Rule 144 had been satisfied.

On February 24, 2014, 50,000,000 shares were issued to a non affiliate third party as a result of a debt assignment January 16<sup>th</sup>, 2014 and subsequent conversion of \$500 from a convertible promissory note dated January 23<sup>rd</sup>, 2012. The partial assignment of this debt has a conversion price of \$0.00001. The shares were issued pursuant to the exemption from registration provided by Section 4(1) of the Securities Act of 1933. The shares were not registered or qualified in any jurisdiction. The shares were issued free of restrictive legend as the holding period of Rule 144 had been satisfied.

On March 10, 2014, 50,000,000 shares were issued to a non affiliate third party as a result of a debt assignment January 15<sup>th</sup>, 2014 and subsequent conversion of \$500 from a convertible promissory note dated January 23<sup>rd</sup>, 2012. The partial assignment of this debt has a conversion price of \$0.00001. The shares were issued pursuant to the exemption from registration provided by Section 4(1) of the Securities Act of 1933. The shares were not registered or qualified in any jurisdiction. The shares were issued free of restrictive legend as the holding period of Rule 144 had been satisfied.

On April 17, 2014, 24,500,000 restricted common shares were issued to previous and existing directors for services amounting to \$67,000.

On April 17, 2014, 10,000,000 restricted common shares were issued pursuant to a mining property option agreement amounting to \$16,000.

On October 2, 2014, 50,000,000 shares were issued to a non affiliate third party as a result of a debt assignment January 16<sup>th</sup>, 2014 and subsequent conversion of \$500 from a convertible promissory note dated January 23<sup>rd</sup>, 2012. The partial assignment of this debt has a conversion price of \$0.00001. The shares were issued pursuant to the exemption from registration provided by Section 4(1) of the Securities Act of 1933. The shares were not registered or qualified in any jurisdiction. The shares were issued free of restrictive legend as the holding period of Rule 144 had been satisfied.

November 12, 2014, 30,000,000 shares were issued to a non affiliate third party as a result of a debt assignment November 4<sup>th</sup>, 2014 and subsequent conversion of \$300 from a convertible promissory note dated January 23<sup>rd</sup>, 2012. The partial assignment of this debt has a conversion price of \$0.00001. The shares were issued pursuant to the exemption from registration provided by Section 4(1) of the Securities Act of 1933. The shares were not registered or qualified in any jurisdiction. The shares were issued free of restrictive legend as the holding period of Rule 144 had been satisfied.

On November 21, 2014, 211,195,173 restricted common shares were issued in lieu of accrued services and joint venture costs.

On December 4, 2014, 30,000,000 restricted common shares were issued pursuant to a public relations and communications service agreement.

On December 29, 2014, 200,000,000 shares were issued to a non-affiliate third party, as a result of a debt assignment and subsequent conversion of \$13,495 of the outstanding principal amount as evidenced by the Company's obligations to the note holder.

On February 9, 2015, 153,000,000 shares were issued to the Chief Executive Officer in exchange for certain debts owed from the company.

On March 12, 2015, 250,000,000 shares were issued to a non-affiliate third party, as a result of a debt assignment and subsequent conversion of \$25,000 of the outstanding principal amount as evidenced by the Company's obligations to the note holder.

On June 19, 2015, 600,000,000 shares were issued to the Chief Executive Officer in exchange for certain debts owed from the company.

On June 25, 2015, 270,000,000 shares were issued to a no- affiliate third party, as a result of a debt assignment and subsequent conversion of \$27,000 of the outstanding principal amount as evidenced by the Company's obligations to the note holder.

On June 30, 2015, 375,000,000 shares were issued to a non-affiliate third party, as a result of a debt assignment and subsequent conversion of \$37,500 of the outstanding principal amount as evidenced by the Company's obligations to the note holder.

On July 6, 2015, 270,000,000 shares were issued to a non-affiliate third party, as a result of a debt assignment and subsequent conversion of \$27,000 of the outstanding principal amount as evidenced by the Company's obligations to the note holder.

On August 7, 2015, 210,000,000 restricted common shares were issued in lieu of accrued services and joint venture costs.

On August 7, 2015, 50,000,000 restricted common shares were issued pursuant to a public relations and communications service agreement.

On October 12, 2017, 224,000,000 shares were issued to a non-affiliate third party, as a result of a debt assignment and subsequent conversion of \$22,400 of the outstanding principal amount as evidenced by the Company's obligations to the note holder.

On December 14, 2017, 400,000,000 shares were issued to a non-affiliate third party, as a result of a debt assignment and subsequent conversion of \$40,000 of the outstanding principal amount as evidenced by the Company's obligations to the note holder.

On January 24, 2018, 281,500,000 shares were issued to a non-affiliate third party, as a result of a debt assignment and subsequent conversion of \$28,150 of the outstanding principal amount as evidenced by the Company's obligations to the note holder.

## **5) Financial Statements**

Discovery Minerals, Ltd.  
Condensed Balance Sheets  
(unaudited)

	March 31, 2018	September 30, 2017
ASSETS		
Current assets		
Cash and cash equivalents	\$ -	\$ -
Due from related party	1,000	1,000
Total current assets	<u>1,000</u>	<u>1,000</u>
Total Assets	<u>\$ 1,000</u>	<u>\$ 1,000</u>
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current liabilities		
Accounts payable and accrued expenses	38,707	29,807
Note payable - related party	309,000	234,000
Notes payable	146,636	148,291
Total current liabilities	<u>494,343</u>	<u>412,098</u>
Commitments and contingencies	-	-
Stockholders' Deficit		
Common stock, \$0.00001 par value, 4,986,999,994 shares authorized, 4,986,913,081 and 4,821,413,081 issued and outstanding March 31, 2018 and September 30, 2017, respectively	49,869	48,214
Preferred stock, \$0.0001 par value, 13,000,006 shares authorized, 232,752 shares issued and outstanding as of March 31, 2018 and September 30, 2017, respectively	23	23
Additional paid-in capital	11,548,563	11,548,563
Accumulated deficit	(12,091,798)	(12,007,898)
Total stockholders' deficit	<u>(493,343)</u>	<u>(411,098)</u>
Total liabilities and stockholders' deficit	<u>\$ 1,000</u>	<u>\$ 1,000</u>

See notes to financial statements.

Discovery Minerals, Ltd.  
Condensed Statements of Operations  
(unaudited)

	For the Six Months Ended March 31, 2018	For the Six Months Ended March 31, 2017
Revenue	\$ -	\$ -
Cost of good sold	-	-
Gross Profit	-	-
Operating expenses:		
General and administrative	79,900	80,000
Total operating expenses	79,900	80,000
Net Operating Loss	(79,900)	(80,000)
Other income (expense):		
Interest expense	(4,000)	(4,000)
Total other expense	(4,000)	(4,000)
Loss before provision for income taxes	(83,900)	(84,000)
Provision for income taxes	-	-
Net loss	\$ (83,900)	\$ (84,000)
Net loss per share - basic and diluted	\$ (0.01)	\$ (0.01)
Weighted average shares outstanding - basic and diluted	4,821,413,081	4,821,413,081

See notes to financial statements.

Discovery Minerals, Ltd.  
Condensed Statements of Stockholders' Equity  
(unaudited)

	Common Stock		Preferred Stock		Additional Paid-In Capital	Accumulated (Deficit)	Total Stockholders' Equity (Deficit)
	Shares	Amount	Shares	Amount			
Balance, September 30, 2017	4,821,413,081	\$ 48,214	232,752	\$ 23	\$ 11,548,563	\$ (12,007,898)	\$ (411,098)
Common shares issued for conversion of notes payable	165,500,000	1,655			-	-	\$ 1,655
Net loss					-	(83,900)	\$ (83,900)
Balance, March 31, 2018	<u>4,986,913,081</u>	<u>\$ 49,869</u>	<u>232,752</u>	<u>\$ 23</u>	<u>\$ 11,548,563</u>	<u>\$ (12,091,798)</u>	<u>\$ (493,343)</u>

See notes to financial statements.

Discovery Minerals, Ltd.  
Condensed Statements of Cash Flows  
(unaudited)

	For the Six Months Ended March 31, 2018	For the Six Months Ended March 31, 2017
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Net loss	\$ (83,900)	\$ (84,000)
Adjustments to reconcile net loss to net cash used in operating activities:		
Changes in assets and liabilities:		
Accounts payable and accrued expenses	8,900	9,000
Net cash used in operating activities	<u>(75,000)</u>	<u>(75,000)</u>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Net proceeds from notes payable - related party	75,000	75,000
Net proceeds from convertible notes payable	-	-
Net cash provided by financing activities	<u>75,000</u>	<u>75,000</u>
Net decrease in cash and cash equivalents	-	-
Cash and cash equivalents at beginning of period	<u>-</u>	<u>-</u>
Cash and cash equivalents at end of period	<u><u>\$ -</u></u>	<u><u>\$ -</u></u>
<b>SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION:</b>		
Interest paid	<u><u>\$ -</u></u>	<u><u>\$ -</u></u>
Income taxes paid	<u><u>\$ -</u></u>	<u><u>\$ -</u></u>
<b>NON-CASH INVESTING AND FINANCING ACTIVITIES:</b>		
	<u><u>\$ -</u></u>	<u><u>\$ -</u></u>

See notes to financial statements.



**Discovery Minerals, Ltd.**  
**Notes to the Condensed Consolidated Financial Statements**  
**For the Six Months Ended March 31, 2018 and 2017**  
**(Unaudited)**

**Note 1 - Organization and Basis of Operations**

Business

Discovery Minerals Ltd., (OTC PINKSHEETS: DSCR.PK) is an acquisition and development company that targets natural resource properties through its future subsidiaries. These properties fall within two primary channels, precious metals/mining and industrial hemp. Discovery's future subsidiaries will engage in activities that include the cultivation, product development, and distribution of industrial hemp; Gold, silver and precious metals. In addition, the Company is pursuing clean tech and alternative energy investments to be integrated into these business channels.

Revenue recognition

For revenue from product sales, the Company recognizes revenue using four basic criteria that must be met before revenue can be recognized: (1) persuasive evidence of an arrangement exists; (2) delivery has occurred; (3) the selling price is fixed and determinable; and (4) collectability is reasonably assured. Determination of criteria (3) and (4) are based on management's judgment regarding the fixed nature of the selling prices of the products delivered and the collectability of those amounts. Provisions for discounts and rebates to customers, estimated returns and allowances, and other adjustments are provided for in the same period the related sales are recorded. The Company defers any revenue for which the product has not been delivered or is subject to refund until such time that the Company and the customer jointly determine that the product has been delivered or no refund will be required.

Basic and Diluted Loss Per Share

The basic net loss per common share is computed by dividing the net loss by the weighted average number of common shares outstanding. Diluted net loss per common share is computed by dividing the net loss adjusted on an "as if converted" basis, by the weighted average number of common shares outstanding plus potential dilutive securities. For the periods presented, there were no outstanding potential common stock equivalents and therefore basic and diluted earnings per share result in the same figure.

Stock-based compensation

The Company adopted FASB guidance on stock based compensation upon inception at November 18, 2013. Under FASB ASC 718-10-30-2, all share-based payments to employees, including grants of employee stock options, to be recognized in the income statement based on their fair values. Pro forma disclosure is no longer an alternative. The Company did not issue any stock or options for services or compensation.

Our employee stock-based compensation awards are accounted for under the fair value method of accounting, as such, we record the related expense based on the more reliable measurement of the services provided, or the fair market value of the stock issued multiplied by the number of shares awarded.

We account for our employee stock options under the fair value method of accounting using a Black-Scholes valuation model to measure stock option expense at the date of grant. We do not backdate, re-price, or grant stock-based awards retroactively. As of the date of this report, we have not issued any stock options.

Income Tax Provision

The Company follows the FASB Accounting Standards Codification, which requires recognition of deferred tax assets and liabilities for the expected future tax consequences of events that have been included in the financial statements or tax returns. Under this method, deferred tax assets and liabilities are based on the differences between the financial statement and tax bases of assets and liabilities using enacted tax rates in effect for the year in which the differences are expected to reverse. Deferred tax assets are reduced by a valuation allowance to the extent management concludes it is more likely than not that the assets will not

be realized. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in the Statements of Operations in the period that includes the enactment date.

The 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 financial statements from such a position should be measured based on the largest benefit that has a greater than fifty percent (50%) likelihood of being realized upon ultimate settlement. Section 740-10-25 also provides guidance on de-recognition, classification, interest and penalties on income taxes, accounting in interim periods and requires increased disclosures.

#### Recently Issued Accounting Pronouncements

There are various other updates recently issued, most of which represented technical corrections to the accounting literature or application to specific industries and are not expected to have a material impact on the Company's consolidated financial position, results of operations or cash flows.

### **Note 2 – Going Concern**

As shown in the accompanying financial statements, the Company has incurred recurring net losses from operations resulting in an accumulated deficit of \$12,091,798, cash of \$0, and a working capital deficit of \$493,343 as of March 31, 2018. These factors raise substantial doubt about the Company's ability to continue as a going concern. Management is actively pursuing new ventures to increase revenues. In addition, the Company is currently seeking additional sources of capital to fund short term operations. The Company, however, is dependent upon its ability to secure equity and/or debt financing and there are no assurances that the Company will be successful, therefore, without sufficient financing it would be unlikely for the Company to continue as a going concern.

The financial statements do not include any adjustments that might result from the outcome of any uncertainty as to the Company's ability to continue as a going concern. The financial statements also do not include any adjustments relating to the recoverability and classification of recorded asset amounts, or amounts and classifications of liabilities that might be necessary should the Company be unable to continue as a going concern.

### **Note 3 – Related Party Transactions**

The Company and Russell Smith, CEO and Director entered into a service agreement whereby Mr. Smith will provide office accommodations, telephone connections, computer time and space as well as maintain all files and corporate records for a quarterly fee of \$37,500. As of March 31, 2018 Mr. Smith is owed the amount of \$309,000.

### **Note 4 – Stockholders' Equity**

The Company is authorized to issue 4,986,999,994 shares of \$0.00001 par value common stock. During the six months ended March 31, 2018 the Company issued 165,500,000 for the conversion of note payable in the amount of \$1,655. The Company has 4,986,913,081 common shares issued and outstanding as of March 31, 2018.

The Company is authorized to issue 13,000,006 shares of \$0.0001 par value preferred stock. The Company has 232,752 preferred shares issued and outstanding as of March 31, 2018.

## **Note 5 – Contingencies and Litigation**

### **Legal Proceedings**

The Company may be subject to legal proceedings and claims arising from contracts or other matters from time to time in the ordinary course of business.

Management is not aware of any pending or threatened litigation where the ultimate disposition or resolution could have a material adverse effect on its financial position, results of operations or liquidity. As of March 31, 2018, the Company is not involved in any litigation or disputes.

## **Note 6 – Subsequent Events**

Management has evaluated subsequent events pursuant to the requirements of ASC Topic 855 after the balance sheet date through the date the financial statements were issued.

The Company did not identify any additional material events or transactions occurring during this subsequent event reporting period that required further recognition or disclosure in these financial statements.

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

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

Discovery Minerals Ltd., is an acquisition and development company that targets natural resource properties through its subsidiaries. The Board of Directors has determined that these activities be clearly defined and separated within the company. All previous operations and activities such as precious metals/mining and industrial hemp growing & processing and clean alternative energy technology will be preserved and held in a new corporate structure as a subsidiary. Suitable management recruits are being sought for these pursuits by Discovery at this time. Shareholders will be kept advised of these arrangements in the normal way.

The Company currently has an Option Agreement with Meritus Minerals to acquire their interest in a Gold Mining Project in Mongolia. Discovery has engaged a local attorney in Ulaan Bataar following a site & Country visit and is carrying out their Due Diligence investigation.

Discovery's Project Manager has recently travelled to Kyrgyzstan to evaluate the possibility of entering into a joint venture with a well-established local mineral exploration group into a high-grade gold mine that has been delineated by diamond and reverse circulation drilling. Further drilling is planned to increase reserves.

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

The Company was originally incorporated in 2005, in the state of Nevada.

### C. the issuer's primary and secondary SIC codes;

Primary Code: 1000 - Metal Mining.  
Secondary Code: 100

### D. the issuer's fiscal year end date;

September 30

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

Discovery Minerals Ltd., is an acquisition and development company that targets natural resource properties through its subsidiaries. These properties fall within two primary channels, precious metals/mining and industrial hemp. Discovery subsidiaries engage in activities that include the cultivation, product development, and distribution of industrial hemp; Gold, silver and precious metals. In addition, the Company is pursuing clean tech and alternative energy investments to be integrated into these business channels.

The Company entered into a Joint Venture Agreement with AB AGRO TECHNOLOGIES of which Discovery has committed to issue 33,500,000 shares of its common restricted stock in exchange for a 50% split of Net Revenue from the resale and processing of the cultivated Industrial Hemp seed and fiber.

Subsequently, Discovery entered into a Joint Venture Agreement with VPR Group Inc., in conjunction with AB AGRO to pursue the research, development and processing of extracting Cannibidiol Oil (CBD Oil) from Industrial Hemp. VPR Group will also facilitate the processing of the remaining Hemp Bio-Mass to be utilized for Biofuel. The Company has committed to exchange like kind equity in each company of 4.99%.

## 7) Describe the Issuer's Facilities

The Company leases offices at 13428 Maxella Avenue, Suite#884, Marina del Rey, CA 90292. The lease is held by the Company's Chief Executive Officer and he does not charge the Company for use of any space.

## 8) Officers, Directors, and Control Person

A. Names of Officers, Directors, and Control Persons. In responding to this item, please provide the name 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:

Russell Smith, President & CEO

Person Named above owns 754,000,000 shares of Common stock.

William McNerney, Director

Person Named above owns 9,500,000 shares of Common stock.

Michael Silver, Director

Person Named above owns 5,000,000 shares of Common stock.

Golden Swan,

Trust Named above owns 210,000,000 shares of Common stock. Bruce Clifford Simpson, Beneficiary/Registered Agent, 5 Coolibah Way, Bibra Lake 6163, West Australia

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
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), 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  
  
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. 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 residents agents of the corporate shareholders.

N/A

## 9) Third Party Providers

### Legal Counsel

Law Offices of James M. Donovan  
317 Davisville Rd  
Willowgrove, Pennsylvania 19090  
(267) 679-0672

### Accountant or Auditor

Michael Handelman, CPA  
(805) 341-2631  
[mhandelmangroup@gmail.com](mailto:mhandelmangroup@gmail.com)

### Investor Relations Consultant

None

### Public Relations Services

None

## 10) Issuer Certification

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

*I, Russell Smith, certify that:*

*1. I have reviewed this Quarterly Disclosure Statement of Discovery Minerals Ltd.;*

*2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and*

*3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.*

**Date: 07/27/2018**

Russell Smith

/S/ Russell Smith

**Title: CEO and President**