

**Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines****Gold River Productions, Inc.**

A Colorado Corporation

18 Northshore Dr. Palm Coast, FL 32137

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(321) 266-6895<https://www.grpsinc.com/>

2000 – SIC Code

**Annual Report  
For the Period Ending: December 31, 2020**

(the “Reporting Period”)

As of December 31, 2020, the number of shares outstanding of our Common Stock was: 988,589,842As of September 30, 2020, the number of shares outstanding of our Common Stock was: 988,589,842.As of December 31, 2019, the number of shares outstanding of our Common Stock was: 983,589,842.

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933 and Rule 12b-2 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: ☒Indicate by check mark whether a Change in Control<sup>1</sup> of the company has occurred over this reporting period:Yes: ☐No: ☒**1) Name of the issuer and its predecessors (if any)**<sup>1</sup> “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.

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

The state of incorporation or registration of the issuer and of each of its predecessors (if any) during the past five years; Please also include the issuer's current standing in its state of incorporation (e.g. active, default, inactive):

Original Incorporation in Delaware on September 18, 2006, as Omega Environmental, Inc.

Formed on September 16, 2006 as Omega Environmental, Inc. until 9-06

9-06 O.N.E. World Distributing, Inc. until 12-06

12-06 it became Polythene Metro, Inc. until 2-07

07/25/2018 it became Gold River Production Services, Inc., redomiciling from Delaware and converting to a Colorado corporation

08/28/2018 name changed to XYZ Hemp Inc.

09/30/2019 name changed back to Gold River Production Services, Inc. – Active.

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

Yes: ☐ No: ☒

If this issuer or any of its predecessors have been the subject of such proceedings, please provide additional details in the space below: None

The address(es) of the issuer's principal executive office:

4 Office Park Dr., Palm Coast, FL 32137

The address(es) of the issuer's principal place of business:

Check box if principal executive office and principal place of business are the same address: [X]

## 2) Security Information

Trading symbol:	<u>GRPS</u>
Exact title and class of securities outstanding:	<u>Common</u>
CUSIP:	<u>380708206</u>
Par or stated value:	<u>\$0.000001</u>

Total shares authorized:	<u>1,000,000,000</u>	as of date: <u>December 31, 2020</u>
Total shares outstanding:	<u>988,589,842</u>	as of date: <u>December 31, 2020</u>
Number of shares in the Public Float <sup>2</sup> :	<u>896,746,739</u>	as of date: <u>December 31, 2020</u>
Total number of shareholders of record:	<u>3,820</u>	as of date: <u>December 31, 2020</u>

*All additional classes of publicly traded securities (if any):*

### Transfer Agent

Name: Mountain Share Transfer, LLC.

Phone: (303) 460-1149

<sup>2</sup> "Public Float" shall mean the total number of unrestricted shares not held directly or indirectly by an officer, director, any person who is the beneficial owner of more than 10 percent of the total shares outstanding (a "control person"), or any affiliates thereof, or any immediate family members of officers, directors and control persons.

Email: [esn@mountainsharetransfer.com](mailto:esn@mountainsharetransfer.com)

Address: 2030 Powers Ferry Road SE, Suite # 212, Atlanta, Ga. 30339

Is the Transfer Agent registered under the Exchange Act?<sup>3</sup> Yes: ☒ No: ☐

Describe any trading suspension orders issued by the SEC concerning the issuer or its predecessors:

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

### 3) Issuance History

The goal of this section is to provide disclosure with respect to each event that resulted in any direct 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

Check this box to indicate there were no changes to the number of outstanding shares within the past two completed fiscal years and any subsequent periods: ☐

Shares Outstanding as of the Second Most Recent Fiscal Year End: **Opening Balance**.

As of **12/31/2018**, the number of shares outstanding of our Common Stock was:

942,009,396, Preferred 10,000,000.

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 (entities must have individual with voting / investment control disclosed).	Reason for share issuance (e.g. for cash or debt conversion) OR Nature of Services Provided (if applicable)	Restricted or Unrestricted
2/11/2019	New issuance	2,525,253	Common	0.0017	Yes	David Hoffman	Purchase	Restricted
2/20/2019	New issuance	5,000,000	Common	0.0029	yes	Kenneth Leonard	Services Provided	Restricted
2/20/2019	New issuance	5,000,000	Common	0.0029	yes	Greg Remsen	Services Provided	Restricted
2/20/2019	New issuance	5,000,000	Common	0.0029	yes	Sheridan Linehan	Services Provided	Restricted
8/9/2019	New issuance	6,172,840	Common	0.0028	Yes	David Hoffman	Purchase	Restricted

<sup>3</sup> To be included in the Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

9/13/2019	New issuance	5,000,000	Common	0.0017	Yes	Frank De Angelo	Services Provided	Restricted
10/24/2019	New issuance	5,882,353	Common	0.00085	Yes	David Hoffman	Purchase	Restricted
10/24/2019	New issuance	7,000,000	Common	0.0017	Yes	Jessica Verville	Purchase	Restricted
1/20/2020	New issuance	5,000,000	Common	0.001	Yes	F&C /Frank De Angelo	Services Provided	Restricted

Shares Outstanding as of the date of this report. . **Ending Balance.**

Shares Outstanding as of December 31, 2020: Common 988,589,842.00, Preferred 10,000,000

**Example:** A company with a fiscal year end of December 31<sup>st</sup>, in addressing this item for its quarter ended December 31, 2020, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2018 through December 31, 2020 pursuant to the tabular format above.

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

## B. Debt Securities, Including Promissory and Convertible Notes

Use the chart and additional space below to list and describe all outstanding promissory notes, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities..

Check this box if there are no outstanding promissory, convertible notes or debt arrangements: ☒ None

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 (entities must have individual with voting / investment control disclosed).	Reason for Issuance (e.g. Loan, Services, etc.)
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____

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

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## 4) Financial Statements

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

- ☒ U.S. GAAP  
☐ IFRS

B. The financial statements for this reporting period were prepared by (name of individual)<sup>4</sup>:

Name: JD Patterson  
Title: Certified Public Accountant  
Relationship to Issuer: Outside Accountant

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

- C. Balance sheet;
- D. Statement of income;
- E. Statement of cash flows;
- F. Statement of Changes in Shareholders' Equity;
- G. Financial notes; and
- H. Audit letter, if audited

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

**Financial Statements:** If you choose to publish the financial statements in a separate report as described above, you must state in the accompanying disclosure statement that such financial statements are incorporated by reference. You may reference the document(s) containing the required financial statements by indicating the document name, period end date, and the date that it was posted to OTCIQ in the field below. Financial Statements must be compiled in one document.

Financial statement information is considered current until the due date for the subsequent report (as set forth in the qualifications section above). To remain qualified for Current Information, a company must post its Annual Report within 90 days from its fiscal year-end date and Quarterly Reports within 45 days of each fiscal quarter-end date.

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<sup>4</sup> The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS by persons with sufficient financial skills.

## 5) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations. In answering this item, please include the following:

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

The Company's focus is on developing businesses and products for the cannabis industry and its ancillary markets, including in particular, the ownership of hemp and marijuana cultivation and manufacturing operations with a special focus on products with medicinal value.

B. Describe any subsidiaries, parents, or affiliated companies, if applicable, and a description of such entity's business, contact information for the business, officers, directors, managers or control persons. Subsidiary information may be included by reference

Reference is made to the company's website and to OTCMarkets' website for this information.

The Company has shared financial interests with Rushnet, Inc. (trading symbol: RSHN) including, but not limited to shared equity in multiple joint ventures, government grant initiatives, innovative products and more. The Company's focus is on developing and acquiring businesses and products for the hemp and CBD industries including specialty, particularly with medicinal value. In that pursuit, the Company has been negotiating the acquisition of several different companies in the Cannabis field and in the Hemp field, including with regard to growing, processing and selling. In such pursuit, the Company is developing businesses and products for the cannabis industry and its ancillary markets, including in particular, the ownership of hemp and marijuana cultivation and manufacturing operations with a special focus on products that hold medicinal value. In that pursuit, the Company has been negotiating the acquisition of several different companies in the marijuana and hemp space, including cultivation, manufacturing, distribution, and retail operations.

We acquired New Earth Development Corporation. New Earth Development Corporation, the Company's subsidiary, is principally focused on the creation of High-Performance Active Carbon, converted from biowaste as well as the cultivation of a specific strain of hemp for the production of both Multi-layer graphene (MLG) and single-layer commercially viable graphene (SLG). Multi-layer graphene (MLG) is a more practical and commercially usable form of single-layer graphene. Pure single-layer graphene (SLG) is a one atom-thick sheet of carbon that is harder than diamond, more than 100 times stronger than steel and has more than 10 times the thermal and electrical conductivity of copper.

Additionally, the company has entered into joint venture relationships. Our joint ventures include Bella Buds Inc., Bella B, LLC, Investment Partner Holdings, LLC, GreatRateFreight, Inc., LeGanjaFairy, LLC, Cal City Concentrates, Conx2share, Inc. and Premier Biomedical, Inc. (OTCQB: BIEI).

Additionally, for its products, it has created alternative delivery systems utilizing a nebulizer and specially formulated, nanotized CBD, aided by a substrate (Emu oil) that mitigates cough and accentuates absorption and bioavailability. Ultimately, this technology should prove instrumental in treatment of addictive disorders, anxiety attacks, among other medical maladies.

### Principal Products

The Company's principal products have been formulated and are in various stages of production. Formulated from proven nutraceutical combinations, the therapeutic effects of these formula are augmented by our full spectrum and broad spectrum CBD. The company has also created three patient kits that will target specific disorders including obesity, drug addiction and cosmesis.

#### Distribution and Marketing

The Company is developing its distribution and marketing plans to include addiction centers, marijuana dispensaries, kiosks and convenient stores.

New Products - The specific products will not be named until they have been trademarked. However, they include products targeting inflammation, pain, obesity, erectile dysfunction and others. They also include the enhancement of energy and alertness. While these products have been tested successfully in the clinic, more intensive study is needed. This further testing is being planned now for study in various institutions.

#### Competitive Business Conditions

While there are a few companies combining CBD, none have the specific clinical based formulations developed by our uniquely qualified medical staff.

Based on its corporate activities, the Company is not a "Shell" nor has ever been characterized as a "Shell" by any governmental agency.

### 6) **Issuer's Facilities**

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

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

The address) of the issuer's corporate office is as follows:  
4 Office Park Dr., Palm Coast, FL 3213

### 7) **Officers, Directors, and Control Persons**

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

Using the tabular format below, please provide information, as of the period end date of this report, regarding any person or entity owning 5% or more of any class of the issuer's securities, as well as any officer, and any director of the company, regardless of the number of shares they own. **If any 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 of an individual representing the corporation or entity in the note section.**

Name of Officer/Director or Control Person	Affiliation with Company (e.g. Officer/Director/Owner of more than 5%)	Residential Address (City / State Only)	Number of shares owned	Share type/class	Ownership Percentage of Class Outstanding	Note
<u>Richard E Goulding, MD</u>	<u>Chairman of the Board</u>	Palm Coast Florida	<u>9,718,000</u>	<u>Series A Preferred Stock</u>	<u>97%</u>	<u>This represents approximately 89% voting control</u>
_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____

## 8) Legal/Disciplinary History

A. Please identify whether any of the persons listed above have, in the past 10 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

- 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 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



## 9) Third Party Providers

Please provide the name, address, telephone number and email address of each of the following outside providers:

### Securities Counsel

Name: John E. Dolkart Jr., Esq.  
Firm: Dolkart Law  
Address 1: 100 Pine Street, Suite 1250  
Address 2: San Francisco, CA 94111  
Phone: (702) 275-2181  
Email: john@dolkartlaw.com

### Accountant or Auditor

Name: John D. "J.D." Patterson, CPA  
Firm: Patterson CPAs, LLC  
Address 1: 722 West Shepard Lane, STE 101  
Address 2: Farmington, UT 84025  
Phone: 801-451-8886  
Email: john@gapcpas.com

### Investor Relations

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

### Other Service Providers

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

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

## 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).

The certifications shall follow the format below:

I, Richard Goulding certify that:

1. I have reviewed this Annual Disclosure Statement of Gold River Productions, Inc.; For The Year Ended December 31, 2020.
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 15, 2021

[CEO's/s/ Richard Goulding [Chairman of the Board Signature]

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

*Principal Financial Officer:*

I, Richard Goulding certify that:

1. I have reviewed this Annual financial statement of Gold River Productions, Inc.; For The Year Ended December 31, 2020.
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 15, 2021

CFO /s/ Richard Goulding

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