

# **AMENDED Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines**

## **Tonogold Resources Inc**

A Delaware Corporation  
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Website: Tonogold.com  
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SIC Code: 1499

### **Annual Report For the Period Ending: December 31st, 2020 (the "Reporting Period")**

As of March 31<sup>st</sup> 2021 the number of shares outstanding of our Common Stock was: **343,283,563**

As of September 30<sup>th</sup> 2020 the number of shares outstanding of our Common Stock was: **304,737,792**

As of December 31<sup>st</sup> 2020 the number of shares outstanding of our Common Stock was: **337,567,406**

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:  (Double-click and select "Default Value" to check)

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

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

04 Mar 1997	Alliance Trophy Club, Inc. founded
10 Apr 2000	Acquisition of NJ Corp. (formed Mar 2000)
09 May 2000	Name changed to Gamesboro Inc
01 May 2002	Acquisition of Point Loma Partners, Inc.
17 May 2002	Name changed to PLP Holdings, Inc.

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<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.

03 Aug 2004 Name changed to Tonogold Resources, Inc.

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):

**Delaware (Active)**

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

**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**

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

23800 Hatteras Street, Woodland Hills, CA 91367

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:

Has the issuer or any of its predecessors 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**

**2) Security Information**

Trading symbol:	TNGL
Exact title and class of securities outstanding:	COMMON STOCK
CUSIP:	890308208
Par or stated value:	\$0.001
Total shares authorized:	<b>699,000,000</b> as of date: March 31 <sup>st</sup> 2021
Total shares outstanding:	<b>343,283,563</b> as of date: March 31 <sup>st</sup> 2021
Number of shares in the Public Float <sup>2</sup> :	<b>86,193,797</b> as of date: March 31 <sup>st</sup> 2021
Total number of shareholders of record:	<b>793</b> as of date: March 31 <sup>st</sup> 2021

All additional class(es) of publicly traded securities (if any): **NONE**

Transfer Agent

Name: First American Stock Transfer  
Phone: (602) 485-1346  
Email [jkane@astfinancial.com](mailto:jkane@astfinancial.com)  
Address: 6201 15<sup>th</sup> Avenue, 3<sup>rd</sup> Floor, Brooklyn, NY 11219

<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.

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

**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**

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

Number of Shares outstanding as of: December 31st 2017									
Opening Balance:									
Common:									
Preferred:									
Date of Transaction	Transaction Type	Number of Shares Issued	Class of Security	Value of Shares Issued	Were shares issued at a discount	Individual/Entity Shares were issued to	Reason For Share Issuance	Restricted/ Unrestricted	Exemption or Registration
14-Apr-18	New Issue	609,074	Common	\$ 0.05	No	The MJG Capital Fund, LP (Mr Matt Geiger)	Exercise of Warrants	144-Restricted	Exemption
14-Apr-18	New Issue	711,380	Common	\$ 0.08	No	Haywood Securities ITF Bryan Hyde	Exercise of Warrants	144-Restricted	Exemption
14-Apr-18	New Issue	912,115	Common	\$ 0.06	No	Alan R Edwards and Linda C Edwards	Exercise of Warrants	144-Restricted	Exemption
14-Apr-18	New Issue	304,537	Common	\$ 0.05	No	William Henry Champion	Exercise of Warrants	144-Restricted	Exemption
14-Apr-18	New Issue	406,049	Common	\$ 0.05	No	Chemco Superannuation Fund Pty Ltd aft Chemco Superannuation Fund no2 (Mr Gordan Martin)	Exercise of Warrants	144-Restricted	Exemption
14-Apr-18	New Issue	3,158,300	Common	\$ 0.09	No	Cosmos Holdings, S.A.DE C.V. (Javier Lopez)	Exercise of Warrants	144-Restricted	Exemption
14-Apr-18	New Issue	2,421,100	Common	\$ 0.08	No	Golden Calf Mining, S.A.DE C.V. (Mr Gustavo Mazon)	Exercise of Warrants	144-Restricted	Exemption
14-Apr-18	New Issue	808,367	Common	\$ 0.08	No	GME Desarrollos Empresariales Sapi De CV (Mr Gustavo Mazon)	Exercise of Warrants	144-Restricted	Exemption
14-Apr-18	New Issue	809,400	Common	\$ 0.08	No	Playford Family Limited Partnership (Mr Gil Playford)	Exercise of Warrants	144-Restricted	Exemption
14-Apr-18	New Issue	809,400	Common	\$ 0.08	No	Oasis Acuiicola S.A.DE C.V. (Mr Jesus Oscar Peraza Inda)	Exercise of Warrants	144-Restricted	Exemption
14-Apr-18	New Issue	809,847	Common	\$ 0.08	No	KF Business Ventures, LP (Mr Robert Kopple)	Exercise of Warrants	144-Restricted	Exemption
14-Apr-18	New Issue	243,927	Common	\$ 0.08	No	Alfonso Duarte Rioseco	Exercise of Warrants	144-Restricted	Exemption
14-Apr-18	New Issue	284,012	Common	\$ 0.06	No	Craig Dawson	Exercise of Warrants	144-Restricted	Exemption
14-Apr-18	New Issue	2,406,746	Common	\$ 0.08	No	Scotia Capital ITF R. Stuart Angus	Exercise of Warrants	144-Restricted	Exemption
14-Apr-18	New Issue	567,929	Common	\$ 0.06	No	Paul Borchardt and Chuan Gao	Exercise of Warrants	144-Restricted	Exemption
14-Apr-18	New Issue	28,572	Common	\$ 0.07	No	GEORGE ROBERT DOWLING HENDERSON	Exercise of Warrants	144-Restricted	Exemption
14-Apr-18	New Issue	200,000	Common	\$ 0.07	No	Sarah Cooney	Exercise of Warrants	144-Restricted	Exemption
14-May-18	New Issue	3,191,489	Common	\$ 0.05	No	Van De Berg Management Inc (Mr Arnold Van den Berg)	Exercise of Warrants	144-Restricted	Exemption
30-Jul-18	New Issue	800,000	Common	\$ 1.05	No	Van De Berg Management Inc (Mr Arnold Van den Berg)	Exercise of Warrants	144-Restricted	Exemption
30-Jul-18	New Issue	400,000	Common	\$ 2.05	No	Van De Berg Management Inc (Mr Arnold Van den Berg)	Exercise of Warrants	144-Restricted	Exemption
30-Jul-18	New Issue	800,000	Common	\$ 3.05	No	Van De Berg Management Inc (Mr Arnold Van den Berg)	Exercise of Warrants	144-Restricted	Exemption
8-Aug-18	New Issue	380,666	Common	\$ 0.05	No	The MJG Capital Fund, LP (Mr Matt Geiger)	Conversion of Loan Note	Unrestricted	Exemption
8-Aug-18	New Issue	252,769	Common	\$ 0.05	No	Haywood Securities Inc. ITF Mr. Bryan Hyde	Conversion of Loan Note	Unrestricted	Exemption
8-Aug-18	New Issue	252,348	Common	\$ 0.05	No	Goldfields Hotels Pty Ltd (as trustee for Palace Investment Trust) (Mr Ashok Parekh)	Conversion of Loan Note	Unrestricted	Exemption
8-Aug-18	New Issue	315,121	Common	\$ 0.05	No	Alan R Edwards and Linda C Edwards	Conversion of Loan Note	Unrestricted	Exemption
8-Aug-18	New Issue	188,761	Common	\$ 0.05	No	William Henry Champion	Conversion of Loan Note	Unrestricted	Exemption
8-Aug-18	New Issue	252,180	Common	\$ 0.05	No	Chemco Superannuation Fund Pty Ltd aft Chemco Superannuation Fund no 2 (Mr Gordan Martin)	Conversion of Loan Note	Unrestricted	Exemption
8-Aug-18	New Issue	503,029	Common	\$ 0.05	No	Westessa Holdings Pty Ltd (Mr Rick Crabb)	Conversion of Loan Note	Unrestricted	Exemption
8-Aug-18	New Issue	126,090	Common	\$ 0.05	No	Craig Dawson	Conversion of Loan Note	Unrestricted	Exemption
8-Aug-18	New Issue	75,479	Common	\$ 0.05	No	Pertinax Capital BVBA (Mr Thibuat Lepouttre)	Conversion of Loan Note	Unrestricted	Exemption
8-Aug-18	New Issue	125,799	Common	\$ 0.05	No	Margaret Reynolds	Conversion of Loan Note	Unrestricted	Exemption
8-Aug-18	New Issue	125,799	Common	\$ 0.05	No	Francis John Kane	Conversion of Loan Note	Unrestricted	Exemption
8-Aug-18	New Issue	247,542	Common	\$ 0.05	No	Chad Williams	Conversion of Loan Note	Unrestricted	Exemption
8-Aug-18	New Issue	251,098	Common	\$ 0.05	No	Paul Borchardt, Chuan Gao, JTWS	Conversion of Loan Note	Unrestricted	Exemption
8-Aug-18	New Issue	2,665,760	Common	\$ 0.05	No	Fernando Berdegue De Cima	Conversion of Loan Note	Unrestricted	Exemption
7-Aug-18	New Issue	200,000	Common	\$ 0.05	No	Margaret Reynolds	Exercise of Warrants	144-Restricted	Exemption
7-Aug-18	New Issue	200,000	Common	\$ 0.05	No	Francis John Kane	Exercise of Warrants	144-Restricted	Exemption
24-Aug-18	New Issue	700,000	Common	\$ 0.05	No	Thomas Wendell Otten	Exercise of Warrants	144-Restricted	Exemption
24-Aug-18	New Issue	400,000	Common	\$ 0.05	No	Gregory Erigero	Exercise of Warrants	144-Restricted	Exemption
24-Aug-18	New Issue	100,000	Common	\$ 0.05	No	Gina A Erigero	Exercise of Warrants	144-Restricted	Exemption
17-Sep-18	New Issue	600,000	Common	\$ 0.05	No	TWO WAY CONSULTING (Mr Jon Way)	Exercise of Warrants	144-Restricted	Exemption
17-Sep-18	New Issue	20,000	Common	\$ 0.05	No	Thomas Vallee	Exercise of Warrants	144-Restricted	Exemption
17-Sep-18	New Issue	1,000,000	Common	\$ 0.05	No	R. Stuart Angus	Exercise of Warrants	144-Restricted	Exemption
17-Sep-18	New Issue	1,666,667	Common	\$ 0.06	No	Iskandar Ardead Trading SA DE CV (Mr Fernando Berdegue)	Exercise of Warrants	144-Restricted	Exemption
5-Oct-18	New Issue	112,500	Common	\$ 0.06	No	Henry M Bonner Jr	Exercise of Warrants	144-Restricted	Exemption
5-Oct-18	New Issue	225,000	Common	\$ 0.06	No	Daesy E Suwandhaputra	Exercise of Warrants	144-Restricted	Exemption
5-Oct-18	New Issue	352,500	Common	\$ 0.05	No	Golden Calf Mining, SA de CV (Mr Gustavo Mazon)	Exercise of Warrants	144-Restricted	Exemption
5-Oct-18	New Issue	161,785	Common	\$ 0.05	No	Simona Ashley	Exercise of Warrants	144-Restricted	Exemption
4-Dec-18	New Issue	1,125,000	Common	\$ 0.06	No	Alex Shoghi	Exercise of Warrants	144-Restricted	Exemption
4-Dec-18	New Issue	1,125,000	Common	\$ 0.06	No	Golden Calf Mining, SA de CV (Mr Gustavo Mazon)	Exercise of Warrants	144-Restricted	Exemption
4-Dec-18	New Issue	375,000	Common	\$ 0.06	No	Oasis Acuiicola S.A.DE C.V. (Mr Jesus Oscar Peraza Inda)	Exercise of Warrants	144-Restricted	Exemption
4-Dec-18	New Issue	375,000	Common	\$ 0.06	No	GME Desarrollos Empresariales Sapi De CV (Mr Gustavo Mazon)	Exercise of Warrants	144-Restricted	Exemption
4-Dec-18	New Issue	407,067	Common	\$ 0.08	No	Douglas Casey	Exercise of Warrants	144-Restricted	Exemption
18-Dec-18	New Issue	1,400,000	Common	\$ 0.05	No	Rosa Maria Rodriguez Morado	Exercise of Warrants	144-Restricted	Exemption
18-Dec-18	New Issue	380,000	Common	\$ 0.06	No	Five Ways Family Trust (Jon Way)	Exercise of Warrants	144-Restricted	Exemption
18-Dec-18	New Issue	10,000	Common	\$ 0.06	No	Thomas and Tami Vellee	Exercise of Warrants	144-Restricted	Exemption
18-Dec-18	New Issue	5,000	Common	\$ 0.06	No	Les Garland	Exercise of Warrants	144-Restricted	Exemption
18-Dec-18	New Issue	5,000	Common	\$ 0.06	No	Brad La Point	Exercise of Warrants	144-Restricted	Exemption
18-Dec-18	New Issue	3,375,000	Common	\$ 0.06	No	Moelis Family Trust (Mr Kenneth Moelis)	Exercise of Warrants	144-Restricted	Exemption
26-Dec-18	New Issue	4,784,580	Common	\$ 0.05	No	Cosmos Holdings, S.A.DE C.V. (Javier Lopez)	Conversion of Loan Note	Unrestricted	Exemption
26-Dec-18	New Issue	2,391,500	Common	\$ 0.05	No	Eduardo Carlos Casares Cantu	Conversion of Loan Note	Unrestricted	Exemption
26-Dec-18	New Issue	3,488,140	Common	\$ 0.05	No	Scotia Capital ITF R. Stuart Angus	Conversion of Loan Note	Unrestricted	Exemption

26-Dec-18	New Issue	3,450,700	Common	\$ 0.05	No	Golden Calf Mining, SA de CV (Mr Gustavo Mazon)	Conversion of Loan Note	Unrestricted	Exemption
26-Dec-18	New Issue	3,424,120	Common	\$ 0.05	No	Moelis Family Trust (Mr Kenneth Moelis)	Conversion of Loan Note	Unrestricted	Exemption
26-Dec-18	New Issue	1,147,200	Common	\$ 0.05	No	Luis Guillermo Ibarra Dow	Conversion of Loan Note	Unrestricted	Exemption
26-Dec-18	New Issue	1,146,820	Common	\$ 0.05	No	GME Desarrollos Empresariales Sapi De CV (Mr Gustavo Mazon)	Conversion of Loan Note	Unrestricted	Exemption
26-Dec-18	New Issue	229,140	Common	\$ 0.05	No	Scott Jolcolver	Conversion of Loan Note	Unrestricted	Exemption
26-Dec-18	New Issue	572,460	Common	\$ 0.05	No	Alan Edwards	Conversion of Loan Note	Unrestricted	Exemption
26-Dec-18	New Issue	228,840	Common	\$ 0.05	No	Paul Borchardt and Chuan Gao	Conversion of Loan Note	Unrestricted	Exemption
26-Dec-18	New Issue	1,144,160	Common	\$ 0.05	No	Playford Family Limited Partnership (Mr Gil Playford)	Conversion of Loan Note	Unrestricted	Exemption
26-Dec-18	New Issue	1,144,160	Common	\$ 0.05	No	Oasis Acuicola S.A.DE C.V. (Mr Jesus Oscar Peraza Inda)	Conversion of Loan Note	Unrestricted	Exemption
26-Dec-18	New Issue	114,320	Common	\$ 0.05	No	Craig Dawson	Conversion of Loan Note	Unrestricted	Exemption
26-Dec-18	New Issue	342,920	Common	\$ 0.05	No	The MJG Capital Fund, LP (Mr Matt Geiger)	Conversion of Loan Note	Unrestricted	Exemption
26-Dec-18	New Issue	1,143,020	Common	\$ 0.05	No	KF Business Ventures, LP (Mr Robert Kopple)	Conversion of Loan Note	Unrestricted	Exemption
26-Dec-18	New Issue	799,320	Common	\$ 0.05	No	Jordan Moelis	Conversion of Loan Note	Unrestricted	Exemption
26-Dec-18	New Issue	228,460	Common	\$ 0.05	No	Wendell M. Lavergne	Conversion of Loan Note	Unrestricted	Exemption
26-Dec-18	New Issue	114,240	Common	\$ 0.05	No	Henry M Bonner Jr	Conversion of Loan Note	Unrestricted	Exemption
26-Dec-18	New Issue	3,406,400	Common	\$ 0.05	No	Haywood Securities ITF Palisade Global Investments Ltd (Mr Collin Kettell)	Conversion of Loan Note	Unrestricted	Exemption
26-Dec-18	New Issue	1,139,980	Common	\$ 0.05	No	Chad Williams	Conversion of Loan Note	Unrestricted	Exemption
26-Dec-18	New Issue	227,320	Common	\$ 0.05	No	Haywood Securities (Bryan Hyde)	Conversion of Loan Note	Unrestricted	Exemption
26-Dec-18	New Issue	1,136,220	Common	\$ 0.05	No	Alex Shoghi	Conversion of Loan Note	Unrestricted	Exemption
26-Dec-18	New Issue	340,420	Common	\$ 0.05	No	Alfonso Duarte Rioseco	Conversion of Loan Note	Unrestricted	Exemption
26-Dec-18	New Issue	566,800	Common	\$ 0.05	No	Robert L Curro Giardina	Conversion of Loan Note	Unrestricted	Exemption
26-Dec-18	New Issue	566,040	Common	\$ 0.05	No	Douglas Casey	Conversion of Loan Note	Unrestricted	Exemption
26-Dec-18	New Issue	566,040	Common	\$ 0.05	No	Allen Chen	Conversion of Loan Note	Unrestricted	Exemption
26-Dec-18	New Issue	564,360	Common	\$ 0.05	No	David Zook	Conversion of Loan Note	Unrestricted	Exemption
26-Dec-18	New Issue	224,620	Common	\$ 0.05	No	Daesy E Suwandhaputra	Conversion of Loan Note	Unrestricted	Exemption
26-Dec-18	New Issue	403,780	Common	\$ 0.05	No	Howdy S Kabrins	Conversion of Loan Note	Unrestricted	Exemption
27-Dec-18	New Issue	787,500	Common	\$ 0.06	No	Jordan Moelis	Exercise of Warrants	144-Restricted	Exemption
27-Dec-18	New Issue	711,740	Common	\$ 0.05	No	Simona Ashley	Conversion of Loan Note	144-Restricted	Exemption
27-Dec-18	New Issue	4,544,200	Common	\$ 0.05	No	Century Asset Management (Mr Arnold Van Den Berg)	Conversion of Loan Note	144-Restricted	Exemption
27-Dec-18	New Issue	225,000	Common	\$ 0.06	No	Scott Jolcolver	Exercise of Warrants	144-Restricted	Exemption
30-Dec-18	New Issue	4,408,042	Common	\$ 0.05	No	Iskandar Ardead Trading SA DE CV (Mr Fernando Berdegue)	Conversion of Loan Note	Unrestricted	Exemption
1-Jan-19	New Issue	1,166,667	Common	\$ 0.06	No	Iskandar Ardead Trading SA DE CV (Mr Fernando Berdegue)	Exercise of Warrants	144-Restricted	Exemption
8-Jan-19	New Issue	337,500	Common	\$ 0.06	No	The MJG Capital Fund, LP (Mr Matt Geiger)	Exercise of Warrants	144-Restricted	Exemption
8-Jan-19	New Issue	3,375,000	Common	\$ 0.06	No	Haywood Securities ITF Palisade Global Investments Ltd (Mr Collin Kettell)	Exercise of Warrants	144-Restricted	Exemption
8-Jan-19	New Issue	562,500	Common	\$ 0.06	No	Robert L Curro Giardina	Exercise of Warrants	144-Restricted	Exemption
8-Jan-19	New Issue	416,667	Common	\$ 0.06	No	Daniel Freuman	Exercise of Warrants	144-Restricted	Exemption
8-Jan-19	New Issue	416,667	Common	\$ 0.06	No	JCG Holdings, LLC (Mr John Clark Gillam)	Exercise of Warrants	144-Restricted	Exemption
1-Mar-19	New Issue	562,500	Common	\$ 0.06	No	Allen Chen	Exercise of Warrants	144-Restricted	Exemption
1-Mar-19	New Issue	562,500	Common	\$ 0.06	No	David Zook	Exercise of Warrants	144-Restricted	Exemption
1-Mar-19	New Issue	2,721,219	Common	\$ 0.06	No	Iskandar Ardead Trading SA DE CV (Mr Fernando Berdegue)	Exercise of Warrants	144-Restricted	Exemption
8-Apr-19	New Issue	225,000	Common	\$ 0.06	No	Wendell M. Lavergne	Exercise of Warrants	144-Restricted	Exemption
23-May-19	New Issue	3,920	Preferred	\$ 1,000	No	Comstock Mining Inc (Mr Corrado de Gasperis)	Asset Acquisition	144-Restricted	Exemption
21-Jun-19	New Issue	750,000	Common	\$ 0.06	No	Gloucester Capital Inc (Mr Brad Fowler)	Exercise of Warrants	144-Restricted	Exemption
21-Jun-19	New Issue	100,000	Common	\$ 0.08	No	Chad Williams	Exercise of Warrants	144-Restricted	Exemption
21-Jun-19	New Issue	75,000	Common	\$ 0.09	No	Henry Bonner Jr	Exercise of Warrants	144-Restricted	Exemption
26-Aug-19	New Issue	830	Preferred	\$ 1,000	No	Comstock Mining Inc (Mr Corrado de Gasperis)	Asset Acquisition	144-Restricted	Exemption
5-Oct-19	New Issue	1,000,000	Common	\$ 0.06	No	Paul H. Stephens & Eleanor M. Stephens	Exercise of Warrants	144-Restricted	Exemption
5-Oct-19	New Issue	200,000	Common	\$ 0.06	No	Luis Manuel Laborin	Exercise of Warrants	144-Restricted	Exemption
5-Oct-19	New Issue	200,000	Common	\$ 0.06	No	Paul Borchardt, Chuan Gao, JTWS	Exercise of Warrants	144-Restricted	Exemption
14-Oct-19	New Issue	50,000	Common	\$ 0.06	No	Luis Manuel Laborin	Exercise of Warrants	144-Restricted	Exemption
14-Oct-19	New Issue	125,000	Common	\$ 0.06	No	Thomas Otten	Exercise of Warrants	144-Restricted	Exemption
14-Oct-19	New Issue	500	Preferred	\$ 1,000	No	Comstock Mining Inc (Mr Corrado de Gasperis)	Asset Acquisition	144-Restricted	Exemption
15-Oct-19	New Issue	250	Preferred	\$ 1,000	No	Comstock Mining Inc (Mr Corrado de Gasperis)	Asset Acquisition	144-Restricted	Exemption
31-Oct-19	New Issue	1,000,000	Common	\$ 0.06	No	Paul H. Stephens & Eleanor M. Stephens	Exercise of Warrants	144-Restricted	Exemption
31-Oct-19	New Issue	6,000,000	Common	\$ 0.06	No	Palisades Goldcorp Ltd (Mr Collin Kettell)	Exercise of Warrants	144-Restricted	Exemption
6-Nov-19	New Issue	250,000	Common	\$ 0.06	No	Luis Manuel Laborin	Exercise of Warrants	144-Restricted	Exemption
6-Nov-19	New Issue	125,000	Common	\$ 0.06	No	Thomas Otten	Exercise of Warrants	144-Restricted	Exemption
6-Nov-19	New Issue	8,500,000	Common	\$ 0.06	No	Moelis Family Trust (Mr Kenneth Moelis)	Exercise of Warrants	144-Restricted	Exemption
13-Nov-19	New Issue	13,500,000	Common	\$ 0.06	No	KF Business Ventures, LP (Mr Robert Kopple)	Exercise of Warrants	144-Restricted	Exemption
18-Nov-19	New Issue	1,600,000	Common	\$ 0.06	No	Rob Giardina	Exercise of Warrants	144-Restricted	Exemption
19-Dec-19	New Issue	750,000	Common	\$ 0.06	No	Konrad Kopacz	Exercise of Warrants	144-Restricted	Exemption
19-Dec-19	New Issue	167,269	Common	\$ 0.06	No	Iskandar Ardead Trading SA DE CV (Mr Fernando Berdegue)	Exercise of Warrants	144-Restricted	Exemption
8-Nov-19	New Issue	500	Preferred	\$ 1,000	No	Comstock Mining Inc (Mr Corrado de Gasperis)	Asset Acquisition	144-Restricted	Exemption
31-Dec-19	New Issue	278,000	Common	\$ 0.15	No	Mr Alan Edwards	Exercise of Warrants	144-Restricted	Exemption
31-Dec-19	New Issue	5,420,749	Common	\$ 0.10	No	Golden Calf Mining, SA de CV (Mr Gustavo Mazon)	Conversion of CLN3 (exp Dec 2019)	Unrestricted	Exemption
31-Dec-19	New Issue	244,118	Common	\$ 0.10	No	Paul Borchardt, Chuan Gao, JTWS	Conversion of CLN3 (exp Dec 2019)	Unrestricted	Exemption

31-Dec-19	New Issue	946,106	Common	\$ 0.10	No	Promotora y Desarrolladora del Pitic SAPI de CV (Mr Jesus Oscar Peraza Inda)	Conversion of CLN3 (exp Dec 2019)	Unrestricted	Exemption
31-Dec-19	New Issue	2,298,942	Common	\$ 0.10	No	Oculus Holding SA de CV (Sebastian Zepeda Garcia)	Conversion of CLN3 (exp Dec 2019)	Unrestricted	Exemption
31-Dec-19	New Issue	3,024,326	Common	\$ 0.10	No	Golden Calf Mining, SA de CV (Mr Gustavo Mazon)	Conversion of CLN3 (exp Dec 2019)	144-Restricted	Exemption
31-Dec-19	New Issue	1,125,706	Common	\$ 0.10	No	Robert Kopple	Conversion of CLN3 (exp Dec 2019)	144-Restricted	Exemption
31-Dec-19	New Issue	2,240,986	Common	\$ 0.10	No	JG Venture Capital LLC (Marcel Joffroy)	Conversion of CLN3 (exp Dec 2019)	144-Restricted	Exemption
31-Dec-19	New Issue	336,036	Common	\$ 0.10	No	Promotora y Desarrolladora del Pitic SAPI de CV (Mr Jesus Oscar Peraza Inda)	Conversion of CLN3 (exp Dec 2019)	144-Restricted	Exemption
31-Dec-19	New Issue	5,587,570	Common	\$ 0.10	No	Palisades Goldcorp Ltd (Mr Collin Kettell)	Conversion of CLN3 (exp Dec 2019)	144-Restricted	Exemption
31-Dec-19	New Issue	100	Preferred	\$ 1,000	No	Comstock Mining Inc (Mr Corrado de Gasperis)	Asset Acquisition	144-Restricted	Exemption
19-Jan-20	New Issue	5,000,000	Common	\$ 0.06	No	Sterling Securities (Mr Collin Kettell)	Exercise of Warrants	144-Restricted	Exemption
19-Jan-20	New Issue	500,000	Common	\$ 0.06	No	Palisades Goldcorp Inc (Mr Collin Kettell)	Exercise of Warrants	144-Restricted	Exemption
26-May-20	Conversion	(1,100)	Preferred	N/A	No	Comstock Mining Inc (Mr Corrado de Gasperis)	Conversion of preferred shares into Common Shares	Unrestricted	Exemption
26-May-20	New Issue	6,111,111	Common	\$ 0.18	No	Comstock Mining Inc (Mr Corrado de Gasperis)		Unrestricted	Exemption
19-Aug-20	New Issue	150,000	Common	\$ 0.30	No	Jason Kadir	Share Placement	144-Restricted	Exemption
20-Aug-20	New Issue	833,350	Common	\$ 0.30	No	Bearay Pty LTD TTEE Brian Clayton Superfund	Share Placement	144-Restricted	Exemption
20-Aug-20	New Issue	750,000	Common	\$ 0.30	No	Pala Investments Limited (Tom Solomon)	Share Placement	144-Restricted	Exemption
20-Aug-20	New Issue	1,000,000	Common	\$ 0.30	No	Eyeon No 2 Pty Ltd (Stephen Copulos)	Share Placement	144-Restricted	Exemption
20-Aug-20	New Issue	1,000,000	Common	\$ 0.30	No	Citywest Pty Ltd (Stephen Copulos)	Share Placement	144-Restricted	Exemption
20-Aug-20	New Issue	500,000	Common	\$ 0.30	No	Shayden Nominees Pty Ltd (Chris Retzos)	Share Placement	144-Restricted	Exemption
20-Aug-20	New Issue	500,000	Common	\$ 0.30	No	Chrikim PL as trustee for the Geoffrey Wright Income Trust (Geoff Wright)	Share Placement	144-Restricted	Exemption
20-Aug-20	New Issue	350,000	Common	\$ 0.30	No	Feldane Pty Ltd (Martin Hanrahan)	Share Placement	144-Restricted	Exemption
20-Aug-20	New Issue	350,000	Common	\$ 0.30	No	ARC Resources Pty Ltd <AK Growth A/C> (Andrew Richards)	Share Placement	144-Restricted	Exemption
20-Aug-20	New Issue	170,000	Common	\$ 0.30	No	Jayberg Enterprises Ltd (Edward Czucker)	Share Placement	144-Restricted	Exemption
24-Aug-20	New Issue	200,000	Common	\$ 0.30	No	Gavin Rezos	Share Placement	144-Restricted	Exemption
27-Aug-20	New Issue	150,000	Common	\$ 0.30	No	Shuari Investments P/L ATF The Shuari Investment Trust (David Werdiger)	Share Placement	144-Restricted	Exemption
26-Aug-20	New Issue	1,000,000	Common	\$ 0.30	No	Retzos Executive Pty Ltd < Retzos Executive S/Fund A/C > (Chris Retzos)	Share Placement	144-Restricted	Exemption
27-Aug-20	New Issue	1,000,000	Common	\$ 0.30	No	Westpark Operations Pty Ltd < Westpark Operations Unit A/C > (Chris Retzos)	Share Placement	144-Restricted	Exemption
25-Aug-20	New Issue	800,000	Common	\$ 0.30	No	C&D Capital Investments Pty Ltd as trustee for C&D Capital Unit Trust (Joseph Rodriguez)	Share Placement	144-Restricted	Exemption
26-Aug-20	New Issue	326,666	Common	\$ 0.30	No	SUNSET CAPITAL MANAGEMENT PTY LTD (Jason Peterson)	Share Placement	144-Restricted	Exemption
26-Aug-20	New Issue	100,000	Common	\$ 0.30	No	MR KEITH STUART LIDDELL + MRS SHELAGH JANE LIDDELL	Share Placement	144-Restricted	Exemption
26-Aug-20	New Issue	33,334	Common	\$ 0.30	No	MR SHAISHAV PATEL	Share Placement	144-Restricted	Exemption
26-Aug-20	New Issue	60,000	Common	\$ 0.30	No	SARANNE HOLDINGS PTY LTD (Jason Peterson)	Share Placement	144-Restricted	Exemption
26-Aug-20	New Issue	100,000	Common	\$ 0.30	No	JAKORY PTY LTD <DEMPSEY SUPER FUND A/C>	Share Placement	144-Restricted	Exemption
26-Aug-20	New Issue	75,000	Common	\$ 0.30	No	RIMOYNE PTY LTD (Jason Peterson)	Share Placement	144-Restricted	Exemption
26-Aug-20	New Issue	50,000	Common	\$ 0.30	No	MR GABRIEL GOVINDA	Share Placement	144-Restricted	Exemption
26-Aug-20	New Issue	333,332	Common	\$ 0.30	No	MR LAY ANN ONG	Share Placement	144-Restricted	Exemption
26-Aug-20	New Issue	233,332	Common	\$ 0.30	No	WILGUS INVESTMENTS PTY LTD (Jason Peterson)	Share Placement	144-Restricted	Exemption
26-Aug-20	New Issue	100,000	Common	\$ 0.30	No	MR MICHAEL ROLAND GLENN	Share Placement	144-Restricted	Exemption
26-Aug-20	New Issue	48,334	Common	\$ 0.30	No	MR MARIO DI LALLO + MRS ALISON VALERIE DI LALLO	Share Placement	144-Restricted	Exemption
26-Aug-20	New Issue	120,000	Common	\$ 0.30	No	HOLLYWOOD MARKETING (WA) PTY LTD (Jason Peterson)	Share Placement	144-Restricted	Exemption
25-Aug-20	New Issue	66,668	Common	\$ 0.30	No	BEACHCOVE CAPITAL PTE LTD (Jason Peterson)	Share Placement	144-Restricted	Exemption
26-Aug-20	New Issue	500,000	Common	\$ 0.30	No	MR JACKIE AU YEUNG	Share Placement	144-Restricted	Exemption
26-Aug-20	New Issue	48,334	Common	\$ 0.30	No	MR SHANE CHARLES CARY + MRS SARINA GAY CARY	Share Placement	144-Restricted	Exemption
26-Aug-20	New Issue	216,668	Common	\$ 0.30	No	MR VIKTOR KONDAS + MRS BEATA KONDAS	Share Placement	144-Restricted	Exemption
26-Aug-20	New Issue	25,000	Common	\$ 0.30	No	AJ LOO INVESTMENTS PTY LTD <AJ LOO FAMILY A/C> (Jason Peterson)	Share Placement	144-Restricted	Exemption
26-Aug-20	New Issue	25,000	Common	\$ 0.30	No	SCZT PTY LTD <SCZT SUPERANNUATION FUND A/C> (Jason Peterson)	Share Placement	144-Restricted	Exemption
26-Aug-20	New Issue	166,666	Common	\$ 0.30	No	MR KEVIN COOPER <ROBERTSON A/C> (Jason Peterson)	Share Placement	144-Restricted	Exemption
26-Aug-20	New Issue	120,000	Common	\$ 0.30	No	DANTEEN PTY LTD (Jason Peterson)	Share Placement	144-Restricted	Exemption
26-Aug-20	New Issue	48,332	Common	\$ 0.30	No	MR DHAVAL BHARATBHAI DESAI	Share Placement	144-Restricted	Exemption
26-Aug-20	New Issue	25,000	Common	\$ 0.30	No	ROTTOT PTY LTD (Jason Peterson)	Share Placement	144-Restricted	Exemption
26-Aug-20	New Issue	60,000	Common	\$ 0.30	No	COWOSO CAPITAL PTY LTD <THE COWOSO SUPER FUND A/C>	Share Placement	144-Restricted	Exemption
26-Aug-20	New Issue	25,000	Common	\$ 0.30	No	MR RODNEY PETER MARCH	Share Placement	144-Restricted	Exemption
26-Aug-20	New Issue	75,000	Common	\$ 0.30	No	SARODAN PTY LTD <SARODAN FAMILY A/C> (Jason Peterson)	Share Placement	144-Restricted	Exemption
26-Aug-20	New Issue	33,334	Common	\$ 0.30	No	MR SEAN JONKER	Share Placement	144-Restricted	Exemption
26-Aug-20	New Issue	66,668	Common	\$ 0.30	No	AGENS PTY LIMITED <THE MARK COLLINS FAMILY A/C>	Share Placement	144-Restricted	Exemption
26-Aug-20	New Issue	18,332	Common	\$ 0.30	No	MR LEE AARON ARNISON	Share Placement	144-Restricted	Exemption
26-Aug-20	New Issue	48,332	Common	\$ 0.30	No	MR JOHN HARRY LENTHALL + MR LEO MICHAEL FOSTER	Share Placement	144-Restricted	Exemption
26-Aug-20	New Issue	25,000	Common	\$ 0.30	No	BARNES SUPERANNUATION FUND PTY LTD <BARNES SUPER FUND A/C> (Jason Peterson)	Share Placement	144-Restricted	Exemption

26-Aug-20	New Issue	66,668	Common	\$ 0.30	No	MR RABI ABU ABAREH	Share Placement	144-Restricted	Exemption
26-Aug-20	New Issue	33,332	Common	\$ 0.30	No	MR GREGORY WILHELMUS HAMILTON <OZ PRO MINING A/C>	Share Placement	144-Restricted	Exemption
26-Aug-20	New Issue	10,000	Common	\$ 0.30	No	PRO-LIFE SUPERANNUATION PTY LTD (Jason Peterson)	Share Placement	144-Restricted	Exemption
26-Aug-20	New Issue	16,668	Common	\$ 0.30	No	MRS SHARON LOUISE GURR	Share Placement	144-Restricted	Exemption
26-Aug-20	New Issue	33,334	Common	\$ 0.30	No	MILWAL PTY LTD <THE PRICE SUPER FUND A/C> (Jason Peterson)	Share Placement	144-Restricted	Exemption
2-Sep-20	New Issue	83,332	Common	\$ 0.30	No	ZIZIPHUS PTY LTD (Jason Peterson)	Share Placement	144-Restricted	Exemption
2-Sep-20	New Issue	2,000,000	Common	\$ 0.30	No	Alfredo Marcos Kofman	Share Placement	144-Restricted	Exemption
28-Sep-20	New Issue	183,334	Common	\$ 0.30	No	Liam Farlow	Share Placement	144-Restricted	Exemption
28-Sep-20	New Issue	150,000	Common	\$ 0.30	No	Byron Investment Management Pty Ltd (Liam Farlow)	Share Placement	144-Restricted	Exemption
16-Sep-20	Conversion	(2,820)	Preferred	N/A	No	Comstock Mining Inc (Mr Corrado de Gasperis)	Conversion of preferred shares into Common Shares	Unrestricted	Exemption
16-Sep-20	New Issue	15,666,667	Common	\$ 0.18	No	Comstock Mining Inc (Mr Corrado de Gasperis)	Share Placement	Unrestricted	Exemption
28-Sep-20	New Issue	215,000	Common	\$ 0.35	No	Far East Capital Ltd (Warwick Grigor)	Share Placement	144-Restricted	Exemption
28-Sep-20	New Issue	142,857	Common	\$ 0.35	No	Ian Raymond Schlipaleus	Share Placement	144-Restricted	Exemption
10-Sep-20	New Issue	107,085	Common	\$ 0.30	No	DrillRite (Luke Horschel)	Shares for drilling	144-Restricted	Exemption
19-Aug-20	New Issue	2,854,858	Common	\$ 0.18	No	Karazorel, C.V. (Jose Bosch)	Conversion of Note (CLN4)	144-Restricted	Exemption
28-Sep-20	New Issue	100,000	Common	\$ 0.35	No	John Wardman & Associates Pty Ltd (John Ward)	Share Placement	144-Restricted	Exemption
28-Sep-20	New Issue	285,714	Common	\$ 0.35	No	Bennett William Griffiths	Share Placement	144-Restricted	Exemption
3-Oct-20	New Issue	666,667	Common	\$ 0.30	No	MTNASH PTY LTD ATF MTNASH Investment Trust (Luke McFarlane)	Share Placement	144-Restricted	Exemption
3-Oct-20	New Issue	1,142,857	Common	\$ 0.35	No	Twynam Investments Pty Ltd (John Iginio Kahlbetzer)	Share Placement	144-Restricted	Exemption
3-Oct-20	New Issue	2,683,576	Common	\$ 0.35	No	Tonogold (Aust) SPV Pty Ltd Michael Wong	Share Placement	144-Restricted	Exemption
3-Oct-20	New Issue	200,000	Common	\$ 0.10	No	Howdy Kabrins	Shares for service	144-Restricted	Exemption
3-Oct-20	Redemption	(2,180)	Preferred	N/A	No	Comstock Mining Inc (Mr Corrado de Gasperis)	Redemption of Preference share	NA	NA
5-Oct-20	New Issue	285,714	Common	\$ 0.35	No	Pieter Busscher	Share Placement	144-Restricted	Exemption
7-Oct-20	New Issue	85,715	Common	\$ 0.35	No	Vector Nominees Pty Ltd (Michael Wright)	Share Placement	144-Restricted	Exemption
16-Oct-20	New Issue	397,144	Common	\$ 0.35	No	Tonogold (Aust) SPV Pty Ltd Michael Wong	Share Placement	144-Restricted	Exemption
16-Oct-20	New Issue	481,660	Common	\$ 0.30	No	DrillRite (Luke Horschel)	Shares for drilling	144-Restricted	Exemption
16-Oct-20	New Issue	142,857	Common	\$ 0.35	No	Semper Melior Pty Ltd (Julian McCormack)	Share Placement	144-Restricted	Exemption
29-Oct-20	New Issue	3,596,875	Common	\$ 0.08	No	Golden Calf Mining SA de CV (Gustavo Mazon)	Exercise of CLN3 Warrants	144-Restricted	Exemption
29-Oct-20	New Issue	62,500	Common	\$ 0.08	No	GME DESARROLLOS EMPRESARIALES SAPI DE CV (Gustavo Mazon)	Exercise of CLN3 Warrants	144-Restricted	Exemption
29-Oct-20	New Issue	187,500	Common	\$ 0.08	No	MAZES BUSINESS DEVELOPMENT SAPI DE CV Gustavo Mazon)	Exercise of CLN3 Warrants	144-Restricted	Exemption
29-Oct-20	New Issue	166,667	Common	\$ 0.08	No	Promotora y Desarrolladora (Mr Jesus Oscar Peraza Inda)	Exercise of CLN3 Warrants	144-Restricted	Exemption
29-Oct-20	New Issue	3,596,875	Common	\$ 0.08	No	Golden Calf Mining SA de CV (Gustavo Mazon)	Exercise of CLN3 Warrants	144-Restricted	Exemption
29-Oct-20	New Issue	62,500	Common	\$ 0.08	No	GME DESARROLLOS EMPRESARIALES SAPI DE CV (Gustavo Mazon)	Exercise of CLN3 Warrants	144-Restricted	Exemption
29-Oct-20	New Issue	187,500	Common	\$ 0.08	No	MAZES BUSINESS DEVELOPMENT SAPI DE CV Gustavo Mazon)	Exercise of CLN3 Warrants	144-Restricted	Exemption
29-Oct-20	New Issue	166,666	Common	\$ 0.08	No	Promotora y Desarrolladora (Mr Jesus Oscar Peraza Inda)	Exercise of CLN3 Warrants	144-Restricted	Exemption
5-Nov-20	New Issue	800,000	Common	\$ 0.25	No	OMA Investment Group, LLC (Jose Bosch)	Exercise of CLN4 Warrants	144-Restricted	Exemption
5-Nov-20	New Issue	40,000	Common	\$ 0.25	No	Upbosch Investments LLC (Jose Bosch)	Exercise of CLN4 Warrants	144-Restricted	Exemption
5-Nov-20	New Issue	40,000	Common	\$ 0.25	No	Rafael Garcia Carrera	Exercise of CLN4 Warrants	144-Restricted	Exemption
5-Nov-20	New Issue	1,200,000	Common	\$ 0.25	No	Karazorel CV (Jose Bosch)	Exercise of CLN4 Warrants	144-Restricted	Exemption
10-Nov-20	New Issue	423,485	Common	\$ 0.30	No	DrillRite (Luke Horschel)	Shares for drilling	144-Restricted	Exemption
23-Nov-20	New Issue	1,602,872	Common	\$ 0.18	No	Marc Tan	Conversion of Note (CLN4)	144-Restricted	Exemption
22-Dec-20	New Issue	571,825	Common	\$ 0.30	No	DrillRite (Luke Horschel)	Shares for drilling	144-Restricted	Exemption
31-Dec-20	New Issue	4,934,430	Common	\$ 0.10	No	Golden Calf Mining SA de CV (Gustavo Mazon)	Conversion of Note (CLN3)	Unrestricted	Exemption
31-Dec-20	New Issue	3,541,140	Common	\$ 0.10	No	Golden Calf Mining SA de CV (Gustavo Mazon)	Conversion of Note (CLN3)	Unrestricted	Exemption
31-Dec-20	New Issue	310,970	Common	\$ 0.10	No	GME DESARROLLOS EMPRESARIALES SAPI DE CV (Gustavo Mazon)	Conversion of Note (CLN3)	Unrestricted	Exemption
31-Dec-20	New Issue	937,240	Common	\$ 0.10	No	MAZES BUSINESS DEVELOPMENT SAPI DE CV Gustavo Mazon)	Conversion of Note (CLN3)	Unrestricted	Exemption
31-Dec-20	New Issue	3,322,709	Common	\$ 0.08	No	Golden Calf Mining SA de CV (Gustavo Mazon)	Exercise of CLN3 Warrants	144-Restricted	Exemption
31-Dec-20	New Issue	125,000	Common	\$ 0.08	No	GME DESARROLLOS EMPRESARIALES SAPI DE CV (Gustavo Mazon)	Exercise of CLN3 Warrants	144-Restricted	Exemption
31-Dec-20	New Issue	375,000	Common	\$ 0.08	No	MAZES BUSINESS DEVELOPMENT SAPI DE CV (Gustavo Mazon)	Exercise of CLN3 Warrants	144-Restricted	Exemption
31-Dec-20	New Issue	491,667	Common	\$ 0.08	No	Promotora y Desarrolladora (Mr Jesus Oscar Peraza Inda)	Exercise of CLN3 Warrants	144-Restricted	Exemption
<b>Balance at December 31st 2020</b>									
	Common.....	337,567,406							
	Preferred.....	-							

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:

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

Use the chart and additional space below to list and describe any issuance of promissory notes, convertible notes or 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:

Date of Note	Outstanding balance	Principle Amount @ issuance	Accrued Interest	Maturity Date	Conversion terms	Name of Noteholder	Reason for issuance
3-Apr-18	\$ 348,665	\$ 250,000	\$ 98,665	31-Dec-21	Convertible into shares at \$0.10/sh	KF Business Ventures, LP (Mr Robert Kopple)	CLN3 Investment
6-Apr-18	\$ 69,664	\$ 50,000	\$ 19,664	31-Dec-21	Convertible into shares at \$0.10/sh	KF Business Ventures, LP (Mr Robert Kopple)	CLN3 Investment
11-Feb-19	\$ 21,021	\$ 16,727	\$ 4,294	31-Dec-21	Convertible into shares at \$0.10/sh	Iskandar Ardead Trading SA DE CV (Mr Fernando Berdegue)	CLN3 Investment
27-Feb-19	\$ 125,007	\$ 100,000	\$ 25,007	31-Dec-21	Convertible into shares at \$0.10/sh	Robert L Curro Giardina	CLN3 Investment
28-Feb-19	\$ 62,483	\$ 50,000	\$ 12,483	31-Dec-21	Convertible into shares at \$0.10/sh	Quarry Capital (Mr Francisco Esquer)	CLN3 Investment
13-Mar-19	\$ 124,429	\$ 100,000	\$ 24,429	31-Dec-21	Convertible into shares at \$0.10/sh	Haywood Securities Inc ITF Anthony McCourt	CLN3 Investment
18-Mar-19	\$ 31,056	\$ 25,000	\$ 6,056	31-Dec-21	Convertible into shares at \$0.10/sh	Thomas W. Otten	CLN3 Investment
18-Mar-19	\$ 186,335	\$ 150,000	\$ 36,335	31-Dec-21	Convertible into shares at \$0.10/sh	Sterling Securities International Ltd (Mr Christopher Bonvini)	CLN3 Investment
26-Mar-19	\$ 18,584	\$ 15,000	\$ 3,584	31-Dec-21	Convertible into shares at \$0.10/sh	Paul Fowler	CLN3 Investment
3-May-19	\$ 61,171	\$ 50,000	\$ 11,171	31-Dec-21	Convertible into shares at \$0.10/sh	Nikita Demetrio Kyriakis Georgouses	CLN3 Investment
3-May-19	\$ 61,171	\$ 50,000	\$ 11,171	31-Dec-21	Convertible into shares at \$0.10/sh	Nikita Demetrio Kyriakis Corella	CLN3 Investment
4-May-19	\$ 244,602	\$ 200,000	\$ 44,602	31-Dec-21	Convertible into shares at \$0.10/sh	Paul H. Stephens & Eleanor M. Stephens TTEES U/T/A DTD 7/6/98	CLN3 Investment
7-May-19	\$ 61,090	\$ 50,000	\$ 11,090	31-Dec-21	Convertible into shares at \$0.10/sh	Luis Manuel Laborin	CLN3 Investment
7-Jun-19	\$ 604,651	\$ 500,000	\$ 104,651	31-Dec-21	Convertible into shares at \$0.10/sh	KF Business Ventures, LP (Mr Robert Kopple)	CLN3 Investment
24-Jun-19	\$ 176,851	\$ 75,000	\$ 101,851	31-Dec-21	Convertible into shares at \$0.10/sh	Grace Kopacz	CLN3 Investment
21-Jun-19	\$ 515,188	\$ 500,000	\$ 15,188	31-Dec-21	Convertible into shares at \$0.10/sh	Moelis Family Trust (Mr Kenneth Moelis)	CLN3 Investment
22-May-19	\$ 60,965	\$ 50,000	\$ 10,965	31-Dec-21	Convertible into shares at \$0.18/sh	Haywood Securities in trust for Bryan Hyde	CLN4 Investment
11-Jun-19	\$ 60,385	\$ 50,000	\$ 10,385	31-Dec-21	Convertible into shares at \$0.18/sh	Bryan Hyde	CLN4 Investment
12-Jun-19	\$ 30,183	\$ 25,000	\$ 5,183	31-Dec-21	Convertible into shares at \$0.18/sh	GREGORY J ERIGERO	CLN4 Investment
12-Jun-19	\$ 48,292	\$ 40,000	\$ 8,292	31-Dec-21	Convertible into shares at \$0.18/sh	THOMAS LEPS and ADAIRE LEPS	CLN4 Investment
13-Jun-19	\$ 30,173	\$ 25,000	\$ 5,173	31-Dec-21	Convertible into shares at \$0.18/sh	Richard Folwell	CLN4 Investment
8-Jul-19	\$ 419,891	400,000	\$ 19,891	31-Dec-21	Convertible into shares at \$0.10/sh	Haywood Securities Inc FOR Radio Fuels Corp (Mr Collin Kettell)	CLN3 Investment
3-Jul-19	\$ 111,935	100,000	\$ 11,935	31-Dec-21	Convertible into shares at \$0.10/sh	Haywood Securities Inc FOR Palisade Global Investments Inc (Mr Collin Kettell)	CLN3 Investment
3-Jul-19	\$ 138,773	60,000	\$ 78,773	31-Dec-21	Convertible into shares at \$0.10/sh	Robert L. Currd-Giardina	CLN3 Investment
4-Aug-19	\$ 296,565	250,000	\$ 46,565	31-Dec-21	Convertible into shares at \$0.10/sh	RBC Dominion Securities Inc. IFT Playford Family L.P (Mr Gil Playford)	CLN3 Investment
20-Sep-19	\$ 291,979	250,000	\$ 41,979	31-Dec-21	Convertible into shares at \$0.10/sh	RBC Dominion Securities Inc. IFT Playford Family L.P (Mr Gil Playford)	CLN3 Investment
2-Jul-19	\$ 11,993	\$ 10,000	\$ 1,993	31-Dec-21	Convertible into shares at \$0.18/sh	Bradley Fowler	CLN4 Investment
9-Jul-19	\$ 59,827	\$ 50,000	\$ 9,827	31-Dec-21	Convertible into shares at \$0.18/sh	Alan Edwards	CLN4 Investment
29-Jul-19	\$ 11,886	\$ 10,000	\$ 1,886	31-Dec-21	Convertible into shares at \$0.18/sh	Contantinos Kasapis	CLN4 Investment
24-Sep-19	\$ 233,273	\$ 200,000	\$ 33,273	31-Dec-21	Convertible into shares at \$0.18/sh	Emilio Califa Carranza	CLN4 Investment
28-Sep-19	\$ 58,202	\$ 50,000	\$ 8,202	31-Dec-21	Convertible into shares at \$0.18/sh	Pedro Eduardo Villarreal Garcia	CLN4 Investment
12-Dec-19	\$ 11,362	\$ 10,000	\$ 1,362	31-Dec-21	Convertible into shares at \$0.10/sh	Henry Bonner	CLN3 Investment
3-Oct-19	\$ 116,289	\$ 100,000	\$ 16,289	31-Dec-21	Convertible into shares at \$0.18/sh	Felipe de Jesus Benavides Perez	CLN4 Investment
16-Oct-19	\$ 289,473	\$ 250,000	\$ 39,473	31-Dec-21	Convertible into shares at \$0.18/sh	Jacques Friedman	CLN4 Investment
25-Oct-19	\$ 57,722	\$ 50,000	\$ 7,722	31-Dec-21	Convertible into shares at \$0.18/sh	Bernardo Laguno Garza	CLN4 Investment
31-Oct-19	\$ 11,521	\$ 10,000	\$ 1,521	31-Dec-21	Convertible into shares at \$0.18/sh	Rafahel Villasana Pants	CLN4 Investment
6-Nov-19	\$ 43,620	\$ 37,935	\$ 5,685	31-Dec-21	Convertible into shares at \$0.18/sh	Rafahel Villasana Pants	CLN4 Investment
1-Nov-19	\$ 2,378	\$ 2,065	\$ 313	31-Dec-21	Convertible into shares at \$0.18/sh	Rafahel Villasana Pants	CLN4 Investment
6-Nov-19	\$ 22,997	\$ 20,000	\$ 2,997	31-Dec-21	Convertible into shares at \$0.18/sh	Jeffrey Mueller	CLN4 Investment
7-Nov-19	\$ 28,737	\$ 25,000	\$ 3,737	31-Dec-21	Convertible into shares at \$0.18/sh	Rafahel Villasana Pants	CLN4 Investment
20-Nov-19	\$ 28,613	\$ 25,000	\$ 3,613	31-Dec-21	Convertible into shares at \$0.18/sh	Rafahel Villasana Pants	CLN4 Investment
22-Nov-19	\$ 57,188	\$ 50,000	\$ 7,188	31-Dec-21	Convertible into shares at \$0.18/sh	Bernardo Laguno Garza	CLN4 Investment
3-Dec-19	\$ 113,960	\$ 100,000	\$ 13,960	31-Dec-21	Convertible into shares at \$0.18/sh	Study Law LLC	CLN4 Investment
12-Dec-19	\$ 113,621	\$ 100,000	\$ 13,621	31-Dec-21	Convertible into shares at \$0.18/sh	Emilio Califa Carranza	CLN4 Investment
18-Dec-19	\$ 30,617	\$ 27,000	\$ 3,617	31-Dec-21	Convertible into shares at \$0.18/sh	Marshall G Berol	CLN4 Investment
3-Jan-20	\$ 11,279	\$ 10,000	\$ 1,279	31-Dec-21	Convertible into shares at \$0.18/sh	Legacies Financial Group (Bo Chew)	CLN4 Investment
10-Jan-20	\$ 168,800	\$ 150,000	\$ 18,800	31-Dec-21	Convertible into shares at \$0.18/sh	Brian Stewart	CLN4 Investment
9-Jan-20	\$ 562,853	\$ 500,000	\$ 62,853	31-Dec-21	Convertible into shares at \$0.18/sh	Mark Denning	CLN4 Investment
21-Jan-20	\$ 33,637	\$ 30,000	\$ 3,637	31-Dec-21	Convertible into shares at \$0.18/sh	Paul Borchart Chuan Gao JTWROS	CLN4 Investment
21-Jan-20	\$ 7,849	\$ 7,000	\$ 849	31-Dec-21	Convertible into shares at \$0.18/sh	Matthew Edward Mays	CLN4 Investment
28-Jan-20	\$ 167,794	\$ 150,000	\$ 17,794	31-Dec-21	Convertible into shares at \$0.18/sh	Xerion Investments (Daniel Arbess)	CLN4 Investment
21-Jan-20	\$ 36,440	\$ 32,500	\$ 3,940	31-Dec-21	Convertible into shares at \$0.18/sh	Emilio Califa Carranza	CLN4 Investment
3-Feb-20	\$ 33,492	\$ 30,000	\$ 3,492	31-Dec-21	Convertible into shares at \$0.18/sh	EAS Advisors LLC (Eddie Sugar)	CLN4 Investment
30-Jan-20	\$ 44,715	\$ 40,000	\$ 4,715	31-Dec-21	Convertible into shares at \$0.18/sh	Baker Marquart LLP (Ryan Baker)	CLN4 Investment
14-Feb-20	\$ 22,247	\$ 20,000	\$ 2,247	31-Dec-21	Convertible into shares at \$0.18/sh	Wendell Lavergne	CLN4 Investment
4-Feb-20	\$ 223,207	\$ 200,000	\$ 23,207	31-Dec-21	Convertible into shares at \$0.18/sh	Anthony Lyons	CLN4 Investment
4-Feb-20	\$ 55,802	\$ 50,000	\$ 5,802	31-Dec-21	Convertible into shares at \$0.18/sh	Simon Conway	CLN4 Investment
13-Feb-20	\$ 55,636	\$ 50,000	\$ 5,636	31-Dec-21	Convertible into shares at \$0.18/sh	Peter Hawksworth (Peter Hawksworth)	CLN4 Investment
6-Feb-20	\$ 557,648	\$ 500,000	\$ 57,648	31-Dec-21	Convertible into shares at \$0.18/sh	Boothbay Absolute Return Strategies LP - MTNASH (Luke McFarlane)	CLN4 Investment
5-Feb-20	\$ 55,783	\$ 50,000	\$ 5,783	31-Dec-21	Convertible into shares at \$0.18/sh	Henry Polkinghorne	CLN4 Investment
3-Feb-20	\$ 11,164	\$ 10,000	\$ 1,164	31-Dec-21	Convertible into shares at \$0.18/sh	Susan Beech	CLN4 Investment
3-Feb-20	\$ 5,582	\$ 5,000	\$ 582	31-Dec-21	Convertible into shares at \$0.18/sh	Robert Benjamin Anderson	CLN4 Investment
7-Feb-20	\$ 334,478	\$ 300,000	\$ 34,478	31-Dec-21	Convertible into shares at \$0.18/sh	Century Investments LP (Edward Czuker)	CLN4 Investment
6-Feb-20	\$ 55,765	\$ 50,000	\$ 5,765	31-Dec-21	Convertible into shares at \$0.18/sh	Liam Farlow	CLN4 Investment
10-Feb-20	\$ 55,691	\$ 50,000	\$ 5,691	31-Dec-21	Convertible into shares at \$0.18/sh	Byron Investment Management Pty Ltd as Trustee for the Byron Fund (Liam Farlow)	CLN4 Investment
7-Feb-20	\$ 55,746	\$ 50,000	\$ 5,746	31-Dec-21	Convertible into shares at \$0.18/sh	Semper Melior Pty Ltd (Julian McCormack)	CLN4 Investment
10-Feb-20	\$ 25,061	\$ 22,500	\$ 2,561	31-Dec-21	Convertible into shares at \$0.18/sh	Kenneth J Groeneveld	CLN4 Investment
11-Feb-20	\$ 12,025	\$ 10,800	\$ 1,225	31-Dec-21	Convertible into shares at \$0.18/sh	Richard Barth	CLN4 Investment



9-Feb-20	\$ 27,855	\$ 25,000	\$ 2,855	31-Dec-21	Convertible into shares at \$0.18/sh	The Anderson Organization Retirement Trust (Robert Anderson)	CLN4 Investment
27-Feb-20	\$ 166,132	\$ 150,000	\$ 16,132	31-Dec-21	Convertible into shares at \$0.18/sh	ALAN J LIPNER trustee for NIRA LIPNER IRREVOCABLE LIVING TRUST.	CLN4 Investment
2-Mar-20	\$ 5,530	\$ 5,000	\$ 530	31-Dec-21	Convertible into shares at \$0.18/sh	Matthew G Cors	CLN4 Investment
19-Feb-20	\$ 55,525	\$ 50,000	\$ 5,525	31-Dec-21	Convertible into shares at \$0.18/sh	Study Law LLC (Steven Ezzes)	CLN4 Investment
24-Jan-20	\$ 33,604	\$ 30,000	\$ 3,604	31-Dec-21	Convertible into shares at \$0.18/sh	Oculus (Sebastian Zepeda)	CLN4 Investment
12-Mar-20	\$ 77,170	\$ 70,000	\$ 7,170	31-Dec-21	Convertible into shares at \$0.18/sh	Liam Farlow	CLN4 Investment
12-Mar-20	\$ 55,121	\$ 50,000	\$ 5,121	31-Dec-21	Convertible into shares at \$0.18/sh	Byron Investment Management Pty Ltd as Trustee for the Byron Fund (Liam)	CLN4 Investment
16-Mar-20	\$ 11,010	\$ 10,000	\$ 1,010	31-Dec-21	Convertible into shares at \$0.18/sh	Steve R Gullyv	CLN4 Investment
24-Mar-20	\$ 54,902	\$ 50,000	\$ 4,902	31-Dec-21	Convertible into shares at \$0.18/sh	Luke McFarlane	CLN4 Investment
7-Apr-20	\$ 10,930	\$ 10,000	\$ 930	31-Dec-21	Convertible into shares at \$0.18/sh	LYNETTE MARIE LEDBETTER, TTEE UTD 3-13-20	CLN4 Investment
7-May-20	\$ 37,875	\$ 35,000	\$ 2,875	31-Dec-21	Convertible into shares at \$0.18/sh	Thomas I Vehrs	CLN4 Investment
13-May-20	\$ 32,400	\$ 30,000	\$ 2,400	31-Dec-21	Convertible into shares at \$0.18/sh	Pieter Busscher	CLN4 Investment
14-Apr-20	\$ 21,809	\$ 20,000	\$ 1,809	31-Dec-21	Convertible into shares at \$0.18/sh	Oculus (Sebastian Zepeda)	CLN4 Investment
30-Apr-20	\$ 5,423	\$ 5,000	\$ 423	31-Dec-21	Convertible into shares at \$0.18/sh	Robert Anderson	CLN4 Investment
18-May-20	\$ 53,910	\$ 50,000	\$ 3,910	31-Dec-21	Convertible into shares at \$0.18/sh	Mark Esquanazi	CLN4 Investment
14-May-20	\$ 53,982	\$ 50,000	\$ 3,982	31-Dec-21	Convertible into shares at \$0.18/sh	David Norman Andrews	CLN4 Investment
15-May-20	\$ 69,199	\$ 64,116	\$ 5,083	31-Dec-21	Convertible into shares at \$0.18/sh	Albert Esteve Grau	CLN4 Investment
20-May-20	\$ 161,623	\$ 150,000	\$ 11,623	31-Dec-21	Convertible into shares at \$0.18/sh	Mark Denning	CLN4 Investment
20-May-20	\$ 107,749	\$ 100,000	\$ 7,749	31-Dec-21	Convertible into shares at \$0.18/sh	Espectaculos Costa Del Pacifico SA DE C.V. (Jose Antonio Toledo Ortiz)	CLN4 Investment
21-May-20	\$ 53,856	\$ 50,000	\$ 3,856	31-Dec-21	Convertible into shares at \$0.18/sh	Brian Stewart	CLN4 Investment
22-May-20	\$ 21,535	\$ 20,000	\$ 1,535	31-Dec-21	Convertible into shares at \$0.18/sh	SL & DGK Investments Pty Ltd (David Kupshik)	CLN4 Investment
26-May-20	\$ 215,606	\$ 200,500	\$ 15,106	31-Dec-21	Convertible into shares at \$0.18/sh	Snapper Rock Holdings Ltd (Fernando Berbegue)	CLN4 Investment
28-May-20	\$ 322,387	\$ 300,000	\$ 22,387	31-Dec-21	Convertible into shares at \$0.18/sh	Christopher Neil Fraser	CLN4 Investment
1-Jun-20	\$ 418,547	\$ 390,000	\$ 28,547	31-Dec-21	Convertible into shares at \$0.18/sh	Wooster Capital, LP (David Steinhardt)	CLN4 Investment
22-May-20	\$ 53,839	\$ 50,000	\$ 3,839	31-Dec-21	Convertible into shares at \$0.18/sh	Gavin Rezos	CLN4 Investment
1-Jun-20	\$ 26,830	\$ 25,000	\$ 1,830	31-Dec-21	Convertible into shares at \$0.18/sh	Nira Lipner Irrevocable Trust (Alan Lipner)	CLN4 Investment
3-Jun-20	\$ 160,873	\$ 150,000	\$ 10,873	31-Dec-21	Convertible into shares at \$0.18/sh	Ema Gard Fund L.P. (Lawrence Lepard)	CLN4 Investment
4-Jun-20	\$ 53,607	\$ 50,000	\$ 3,607	31-Dec-21	Convertible into shares at \$0.18/sh	Study Law LLP (Steve Ezzes)	CLN4 Investment
9-Jun-20	\$ 160,554	\$ 150,000	\$ 10,554	31-Dec-21	Convertible into shares at \$0.18/sh	Myrmikan Gold Fund LLC (Daniel Oliver Jr)	CLN4 Investment
10-Jun-20	\$ 26,750	\$ 25,000	\$ 1,750	31-Dec-21	Convertible into shares at \$0.18/sh	Richard Daniel Kennett	CLN4 Investment
11-Jun-20	\$ 213,931	\$ 200,000	\$ 13,931	31-Dec-21	Convertible into shares at \$0.18/sh	Savoy Holdings I, LP (Donald Feder)	CLN4 Investment
19-Jun-20	\$ 341,382	\$ 320,000	\$ 21,382	31-Dec-21	Convertible into shares at \$0.18/sh	Tratt Properties Defined Benefit Plan (Jonathan Tratt)	CLN4 Investment
18-Jun-20	\$ 10,672	\$ 10,000	\$ 672	31-Dec-21	Convertible into shares at \$0.18/sh	Stephan George Timler	CLN4 Investment
17-Jun-20	\$ 24,019	\$ 22,500	\$ 1,519	31-Dec-21	Convertible into shares at \$0.18/sh	Ridge Meadows Mechanical Ltd (Ken Groeneveld)	CLN4 Investment
18-Jun-20	\$ 106,717	\$ 100,000	\$ 6,717	31-Dec-21	Convertible into shares at \$0.18/sh	Keith Sexton	CLN4 Investment
19-Jun-20	\$ 53,341	\$ 50,000	\$ 3,341	31-Dec-21	Convertible into shares at \$0.18/sh	David Norman Andrews	CLN4 Investment
19-Jun-20	\$ 10,668	\$ 10,000	\$ 668	31-Dec-21	Convertible into shares at \$0.18/sh	Lance A. Schmidt	CLN4 Investment
22-Jun-20	\$ 213,151	\$ 200,000	\$ 13,151	31-Dec-21	Convertible into shares at \$0.18/sh	David Norman Andrews	CLN4 Investment
23-Jun-20	\$ 26,635	\$ 25,000	\$ 1,635	31-Dec-21	Convertible into shares at \$0.18/sh	Jayberg Enterprises (Ed Belzberg)	CLN4 Investment
1-Jul-20	\$ 26,564	\$ 25,000	\$ 1,564	31-Dec-21	Convertible into shares at \$0.18/sh	Gregory Crouch	CLN4 Investment
2-Jul-20	\$ 12,242	\$ 11,525	\$ 717	31-Dec-21	Convertible into shares at \$0.18/sh	San Diego Torrey Hills Capital Inc (Clay Chase)	CLN4 Investment
2-Jul-20	\$ 53,111	\$ 50,000	\$ 3,111	31-Dec-21	Convertible into shares at \$0.18/sh	Mark Kieler	CLN4 Investment
28-Jul-20	\$ 26,328	\$ 25,000	\$ 1,328	31-Dec-21	Convertible into shares at \$0.18/sh	Baker Marquart LLP (Ryan Baker)	CLN4 Investment
6-Jul-20	\$ 10,608	\$ 10,000	\$ 608	31-Dec-21	Convertible into shares at \$0.18/sh	Anita Gunderson	CLN4 Investment
6-Jul-20	\$ 10,608	\$ 10,000	\$ 608	31-Dec-21	Convertible into shares at \$0.18/sh	Thomas and Julie McDonald	CLN4 Investment
6-Jul-20	\$ 10,608	\$ 10,000	\$ 608	31-Dec-21	Convertible into shares at \$0.18/sh	Justin P. Yagoobian	CLN4 Investment
6-Jul-20	\$ 254,596	\$ 240,000	\$ 14,596	31-Dec-21	Convertible into shares at \$0.18/sh	Sunset Capital Management PTY LTD <Sunset Superfund A/C> (Jason Peterson)	CLN4 Investment
7-Jul-20	\$ 159,070	\$ 150,000	\$ 9,070	31-Dec-21	Convertible into shares at \$0.18/sh	Alta Fundamental Advisors, LLC (Jeremy Carton)	CLN4 Investment
14-Jul-20	\$ 21,160	\$ 20,000	\$ 1,160	31-Dec-21	Convertible into shares at \$0.18/sh	Nancy Lynn Bramwell	CLN4 Investment
17-Jul-20	\$ 10,570	\$ 10,000	\$ 570	31-Dec-21	Convertible into shares at \$0.18/sh	Jeff Benna	CLN4 Investment
20-Jul-20	\$ 211,182	\$ 200,000	\$ 11,182	31-Dec-21	Convertible into shares at \$0.18/sh	David Norman Andrews	CLN4 Investment
22-Jul-20	\$ 12,662	\$ 12,000	\$ 662	31-Dec-21	Convertible into shares at \$0.18/sh	P Andrew Veuger	CLN4 Investment
24-Jul-20	\$ 26,363	\$ 25,000	\$ 1,363	31-Dec-21	Convertible into shares at \$0.18/sh	Jayberg Enterprises (Ed Belzberg)	CLN4 Investment
24-Jul-20	\$ 10,545	\$ 10,000	\$ 545	31-Dec-21	Convertible into shares at \$0.18/sh	Diane Marie Caron	CLN4 Investment
24-Jul-20	\$ 421,802	\$ 400,000	\$ 21,802	31-Dec-21	Convertible into shares at \$0.18/sh	David Norman Andrews	CLN4 Investment
27-Jul-20	\$ 10,535	\$ 10,000	\$ 535	31-Dec-21	Convertible into shares at \$0.18/sh	P Andrew Veuger	CLN4 Investment
27-Jul-20	\$ 52,673	\$ 50,000	\$ 2,673	31-Dec-21	Convertible into shares at \$0.18/sh	David Andrews	CLN4 Investment
27-Jul-20	\$ 52,673	\$ 50,000	\$ 2,673	31-Dec-21	Convertible into shares at \$0.18/sh	Clayton S Chase	CLN4 Investment
28-Jul-20	\$ 10,531	\$ 10,000	\$ 531	31-Dec-21	Convertible into shares at \$0.18/sh	Jeff Benna	CLN4 Investment
<b>Bal at December 31st, 2020</b>	<b>\$ 13,058,163</b>	<b>\$ 11,507,168</b>	<b>\$ 1,550,996</b>				

#### 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: **Mark Ashley**  
Title: **CEO**  
Relationship to Issuer: **Director**

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 Retained Earnings (Statement of Changes in Stockholders' Equity)
- G. Financial notes; and
- G. 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").

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.

#### **Report for the year ended December 31st 2020. Lodged 3/31/2021**

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.

#### **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")

Gold and silver exploration

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

**None**

- C. Describe the issuers' principal products or services, and their markets

**None**

#### **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.

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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.

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.

If the issuer leases any assets, properties or facilities, clearly describe them as above and the terms of their leases.

None

## 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 regarding any person or entity owning 5% or more of the issuer, 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 and 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
Palisades Goldcorp Ltd (Mr. Collin Kettell)	Owner >5%	Belize City, Belize (Belize City, Belize)	40,915,397	COMMON	12.1%	None
Moelis Family Trust (Mr. Kenneth Moelis)	Owner >5%	Beverly Hills, California (Beverly Hills, California)	25,055,239	COMMON	7.4%	None
Mark Ashley	Director	Woodland Hills, California	13,593,189	COMMON	4.0%	None
Travis Miller	Director	Galt, California	30,900,000	COMMON	9.2%	None
Jordan Moelis	Director	Beverly Hills, California	3,882,750	COMMON	1.2%	None
Robert Kopple	Director	Beverly Hills, California	16,578,573	COMMON	4.9%	None
Gustavo Mazon	Director	Sonora, Mexico	3,799,368	COMMON	1.1%	None
Alan Edwards	Director	Tucson, Arizona	2,312,028	COMMON	0.7%	None

## 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: Henry Bonner, Esq.  
Firm: Bonner & Associates  
Address: P.O. Box 530, Southport, CT 06890  
Phone: Phone: (619) 278-8326  
Email: [henry@bonner.net](mailto:henry@bonner.net)

Accountant or Auditor. Our financials are unaudited and prepared internally. We do not have an auditor or outside accountant.

### Investor Relations Consultant - None

### Other Service Providers

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

## 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, Mark John Ashley certify that:

1. I have reviewed this Annual Disclosure Statement of Tonogold Resources Inc. for the year ending December 31st 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 5th 2021**

*/ MARK J ASHLEY / (Mark Ashley)*

*Principal Financial Officer:*

I, Mark John Ashley certify that:

1. . I have reviewed this Annual Disclosure Statement of Tonogold Resources Inc. for the year ending December 31st 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 5th 2021**

*/ MARK J ASHLEY / (Mark Ashley)*

*CEO*