

## **Alternative Reporting Standard: Pink® Basic Disclosure Guidelines**

Federal securities laws, such as Rules 10b-5 and 15c2-11 of the Securities Exchange Act of 1934 (“Exchange Act”) as well as Rule 144 of the Securities Act of 1933 (“Securities Act”), and state Blue Sky laws, require issuers to provide *adequate current information* to the public markets. With a view to encouraging compliance with these laws, OTC Markets Group has created these Pink Basic Disclosure Guidelines (“Guidelines”).<sup>1</sup> These Guidelines set forth the disclosure obligations that make up the “Alternative Reporting Standard” for Pink companies. These Guidelines have not been reviewed by the U.S. Securities and Exchange Commission or any state securities regulator, although OTC Markets Group as a matter of policy welcomes comments from these and other regulators. We use information provided by companies under these Guidelines to designate the appropriate tier in the Pink Market: Current Information, Limited Information or No Information.<sup>2</sup> The information provided by companies under these Guidelines is subject to our [Privacy Policy](#).

These Guidelines may be amended from time to time, in the sole and absolute discretion of OTC Markets Group, with or without notice.

### **Pink Current Information Tier**

Companies that make the information described below publicly available on a timely basis (90 days after fiscal year end for Annual Reports; 45 days after each fiscal quarter end for Quarterly Reports) may qualify for the Current Information Tier.

Qualification Process:

1. Subscribe to the OTC Disclosure & News Service by submitting an [OTCIQ Order Form](#) (available on [www.otciq.com](http://www.otciq.com)).
2. Upload the following documents through OTCIQ:
  - **Quarterly Reports** for Current Fiscal Year– must include Disclosure Statement and Financial Reports listed below
  - **Annual Report** for Most Recently Completed Fiscal Year– must include Disclosure Statement and Financial Reports listed below
  - **Annual Report** for Prior Completed Fiscal Year – must include Financial Reports listed below
  - **Disclosure Statements:** Disclosure information pursuant to these Guidelines for the applicable period. (see the fillable form starting on Page 4).
  - **Financial Statements:** Financial reports must be prepared according to U.S. GAAP or International Financial Reporting Standards (IFRS) but are not required to be audited. Required financial statements include:
    - Balance Sheet
    - Statement of Income
    - Statement of Cash Flows
    - Statement of Retained Earnings (Statement of Changes in Stockholders’ Equity)
    - Notes to Financial Statements
    - Audit Letter, if audited

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<sup>1</sup> This is not legal advice, and OTC Markets Group makes no assurance that compliance with our disclosure requirements will satisfy any legal requirements.

<sup>2</sup> OTC Markets Group may require companies with securities designated as Caveat Emptor to make additional disclosures in order to qualify for the Pink Current Information tier.

3. If financial statements are not audited by a PCAOB registered firm, provide the following:
  - **Attorney Letter Agreement:** Submit a signed Attorney Letter Agreement according to the [instructions on www.otcmarkets.com](http://www.otcmarkets.com).
  - **Attorney Letter:** After following the appropriate procedures with a qualified attorney, upload an “Attorney Letter With Respect to Current Information” in accordance with the [Attorney Letter Guidelines](#) through OTCIQ. Attorney Letters must reference all required reports as set forth in Section 2 above.
4. **Verified Profile:** Verify the Company Profile through OTCIQ. Profile information includes, but is not limited to, a complete list of officers, directors and service providers, outstanding shares, a business description and contact information.
5. Allow OTC Markets Group to process the posted documents (typically three to five business days) and provide any comments.
6. Companies will be only be evaluated for Current Information once all required documentation has been submitted. A new Attorney Letter is required upon amendment of any referenced report.
7. To qualify for Current Information on an ongoing basis, companies must upload reports through OTCIQ on the following schedule:
  - Quarterly Report within **45 days** of the quarter end
  - Annual Report within **90 days** of the fiscal year end
  - Attorney Letter within **120 days** of the fiscal year end.

### **Pink Limited Information Tier**

Companies that make the information described below publicly available through OTCIQ for a period within the prior 6 months may qualify for the Limited Information Tier.

8. **Financial Statements:** Financial reports must be prepared according to U.S. GAAP or International Financial Reporting Standards (IFRS) but are not required to be audited.
  - Balance Sheet
  - Statement of Income
  - Statement of Cash Flows
  - Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
  - Notes to Financial Statements
  - Audit Letter, if audited
9. **Verified Profile:** The Company must verify the Company Profile through OTCIQ, including, but not limited to, a complete list of officers, directors and service providers; outstanding shares; a business description and contact information.

### **Current Reporting of Material Corporate Events**

Companies are expected to release quickly to the public any news or information regarding corporate events that may be material to the issuer and its securities. Persons with knowledge of such events would be considered to be in possession of material nonpublic information and may not buy or sell the issuer's securities until or unless such information is made public. If not included in the issuer's previous public disclosure documents or if any of the following events occur after the publication of such disclosure documents, the issuer shall publicly disclose such events by disseminating a news release

within 4 business days following their occurrence and posting such news release through an Integrated Newswire or OTCIQ.<sup>3</sup>

Material corporate events include:

- Entry into or termination of a material definitive agreement
- Completion of an acquisition or disposition of assets, including but not limited to merger transactions
- Creation of a direct financial obligation or an obligation under an off-balance sheet arrangement of an issuer
- Triggering events that accelerate or increase a direct financial obligation or an obligation under an off-balance sheet arrangement
- Costs associated with exit or disposal activities
- Material impairments
- Sales of equity securities
- Material modification to rights of security holders
- Changes in issuer's certifying accountant
- Non-reliance on previously issued financial statements or a related audit report or completed interim review
- Changes in control of issuer
- Departure of directors or principal officers; election of directors; appointment of principal officers
- Amendments to articles of incorporation or bylaws; change in fiscal year
- Amendments to the issuer's code of ethics, or waiver of a provision of the code of ethics
- Any changes to litigation the issuer may be involved in, or any new litigation surrounding the issuer
- Officer, director, or insider transactions in the issuer's securities
- Disclosure regarding stock promotion campaigns deemed material by the issuer
- Other events the issuer considers to be of importance

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<sup>3</sup> "Integrated Newswire" shall mean a newswire service that is integrated with the OTC Disclosure & News Service and is included on OTC Markets Group's list of Integrated Newswires, as published on [www.otcm Markets.com](http://www.otcm Markets.com).

# Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

## PERSHING RESOURCES COMPANY, INC.

200 South Virginia Street  
8<sup>th</sup> Floor  
Reno, Nevada 89501

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775 398 3124  
<https://www.pershingpm.com/>  
[j.adams@pershingpm.com](mailto:j.adams@pershingpm.com)  
1041

### **Quarterly Report** **For the Period Ending** **June 30, 2020** (the "Reporting Period")

As of June 30, 2020, the number of shares outstanding of our Common Stock was:

283,737,619

As of March 31, 2020, the number of shares outstanding of our Common Stock was:

282,737,619

As of December 31, 2019, the number of shares outstanding of our Common Stock was:

282,437,619

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>4</sup> of the company has occurred over this reporting period:

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<sup>4</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.

Yes:  No:

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

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

The Company was Incorporated on 8/26/1996, in the state of Nevada under the name of Xenolix Technologies I The Company' Name was changed to Pershing Resources Company in March of 2004.

Date and state (or jurisdiction) of incorporation (also describe any changes to incorporation since inception, if applicable) Please also include the issuer's current standing in its state of incorporation (e.g. active, default, inactive):

The Company was Incorporated on 8/26/1996, in the state of Nevada under the name of Xenolix Technologies I The Company' Name was changed to Pershing Resources Company in March of 2004.

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: PSGR  
Exact title and class of securities outstanding: Common Shares  
CUSIP: 715310108  
Par or stated value: .0001

Total shares authorized: 500,000,000 as of 06/30/2020  
Total shares outstanding: 283,737,619 as of 06/30/2020  
Number of shares in the Public Float<sup>5</sup>: 86,485,996 as of 06/30/2020  
Total number of shareholders of record: 1824 as of 06/30/2020

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

Trading symbol: \_\_\_\_\_  
Exact title and class of securities outstanding: \_\_\_\_\_  
CUSIP: \_\_\_\_\_  
Par or stated value: \_\_\_\_\_  
Total shares authorized: \_\_\_\_\_ as of date: \_\_\_\_\_  
Total shares outstanding: \_\_\_\_\_ as of date: \_\_\_\_\_

**Transfer Agent**

Name: Colonial Stock Transfer Co, Inc.  
Phone: 801 355 5740

<sup>5</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: info@colonialstock.com

Is the Transfer Agent registered under the Exchange Act?<sup>6</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 Second Most Recent Fiscal Year End:			*Right-click the rows below and select "Insert" to add rows as needed.						
Opening Balance									
Date <u>12/31/2018</u> Common: 223,558,150 Preferred: <u>Not Issued</u>									
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	Restricted or Unrestricted as of this filing.	Exemption or Registration Type.
<u>5/04/2018</u>	<u>New Issuance</u>	<u>10,000,000</u>	<u>Common</u>	<u>.02</u>	<u>No</u>	<u>Donald J. McDowell</u>	<u>Earn-in Rights Purchase</u>	<u>Restricted</u>	
<u>5/04/2018</u>	<u>New Issuance</u>	<u>250,000</u>	<u>Common</u>	<u>.02</u>	<u>No</u>	<u>Nominex Ltd</u> <u>Neil Novak</u>	<u>Board Service</u>	<u>Restricted</u>	
<u>5/04/2018</u>	<u>New Issuance</u>	<u>250,000</u>	<u>Common</u>	<u>.02</u>	<u>No</u>	<u>Joseph M Barton Esq</u>	<u>Board Service</u>	<u>Restricted</u>	

<sup>6</sup> To be included in the Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

<u>5/16/2018</u>	<u>New Issuance</u>	<u>1,885,000</u>	<u>Common</u>	<u>02</u>	<u>No</u>	<u>Donald J. McDowell</u>	<u>Earn-in Rights Purchase</u>	<u>Restricted</u>	
<u>5/16/2018</u>	<u>New Issuance</u>	<u>1,885,000</u>	<u>Common</u>	<u>02</u>	<u>No</u>	<u>William Matlack</u>	<u>Earn-in Rights Purchase</u>	<u>Restricted</u>	
<u>6/07/2018</u>	<u>New Issuance</u>	<u>1,000,000</u>	<u>Common</u>	<u>01</u>	<u>Yes</u>	<u>Justin Colby</u>	<u>Convertible Note Conversion</u>	<u>Restricted</u>	
<u>6/07/2018</u>	<u>New Issuance</u>	<u>1,000,000</u>	<u>Common</u>	<u>01</u>	<u>Yes</u>	<u>Edward Rosenfeld</u>	<u>Convertible Note Conversion</u>	<u>Restricted</u>	
<u>6/07/2018</u>	<u>New Issuance</u>	<u>1,000,000</u>	<u>Common</u>	<u>01</u>	<u>Yes</u>	<u>Quinn McCullough</u>	<u>Convertible Note Conversion</u>	<u>Restricted</u>	
<u>6/07/2018</u>	<u>New Issuance</u>	<u>250,000</u>	<u>Common</u>	<u>01</u>	<u>Yes</u>	<u>David Rosenfield</u>	<u>Convertible Note Conversion</u>	<u>Restricted</u>	
<u>6/07/2018</u>	<u>New Issuance</u>	<u>3,000,000</u>	<u>Common</u>	<u>01</u>	<u>Yes</u>	<u>Jeff Herder</u>	<u>Convertible Note Conversion</u>	<u>Restricted</u>	
<u>6/07/2018</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>01</u>	<u>Yes</u>	<u>Christopher Thomas</u>	<u>Convertible Note Conversion</u>	<u>Restricted</u>	
<u>6/07/2018</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>01</u>	<u>Yes</u>	<u>Derrick M Kazanjian</u>	<u>Convertible Note Conversion</u>	<u>Restricted</u>	
<u>6/07/2018</u>	<u>New Issuance</u>	<u>200,000</u>	<u>Common</u>	<u>01</u>	<u>Yes</u>	<u>William E Watson</u>	<u>Convertible Note Conversion</u>	<u>Restricted</u>	
<u>6/07/2018</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>01</u>	<u>Yes</u>	<u>Matthew Staus</u>	<u>Convertible Note Conversion</u>	<u>Restricted</u>	
<u>6/07/2018</u>	<u>New Issuance</u>	<u>1,200,000</u>	<u>Common</u>	<u>01</u>	<u>Yes</u>	<u>Eric Greenwald</u>	<u>Convertible Note Conversion</u>	<u>Restricted</u>	
<u>6/07/2018</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>01</u>	<u>Yes</u>	<u>Michael Davis</u>	<u>Convertible Note Conversion</u>	<u>Restricted</u>	

<u>6/07/2018</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>01</u>	<u>Yes</u>	<u>Martina Soltes</u>	<u>Convertible Note Conversion</u>	<u>Restricted</u>	
<u>6/07/2018</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>01</u>	<u>Yes</u>	<u>James Blackmon</u>	<u>Convertible Note Conversion</u>	<u>Restricted</u>	
<u>6/07/2018</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>01</u>	<u>Yes</u>	<u>Joseph Wells</u>	<u>Convertible Note Conversion</u>	<u>Restricted</u>	
<u>6/07/2018</u>	<u>New Issuance</u>	<u>1,000,000</u>	<u>Common</u>	<u>01</u>	<u>Yes</u>	<u>D Gerald Ninnis</u>	<u>Convertible Note Conversion</u>	<u>Restricted</u>	
<u>6/07/2018</u>	<u>New Issuance</u>	<u>250,000</u>	<u>Common</u>	<u>01</u>	<u>Yes</u>	<u>John Dewitt</u>	<u>Convertible Note Conversion</u>	<u>Restricted</u>	
<u>6/07/2018</u>	<u>New Issuance</u>	<u>125,000</u>	<u>Common</u>	<u>01</u>	<u>Yes</u>	<u>Marisa E Plumb</u>	<u>Convertible Note Conversion</u>	<u>Restricted</u>	
<u>6/07/2018</u>	<u>New Issuance</u>	<u>125,000</u>	<u>Common</u>	<u>01</u>	<u>Yes</u>	<u>Whitney L Plumb</u>	<u>Convertible Note Conversion</u>	<u>Restricted</u>	
<u>6/07/2018</u>	<u>New Issuance</u>	<u>5,850,000</u>	<u>Common</u>	<u>01</u>	<u>Yes</u>	<u>David J Jordan</u>	<u>Convertible Note Conversion</u>	<u>Restricted</u>	
<u>6/07/2018</u>	<u>New Issuance</u>	<u>2,630,170</u>	<u>Common</u>	<u>01</u>	<u>Yes</u>	<u>AI Consultants Inc.</u> <u>Joel Adams</u>	<u>Convertible Note Conversion</u>	<u>Restricted</u>	
<u>7/31/2018</u>	<u>New Issuance</u>	<u>10,000,000</u>	<u>Common</u>	<u>01</u>	<u>Yes</u>	<u>Jason Hope</u>	<u>Convertible Note Conversion</u>	<u>Restricted</u>	
<u>7/31/2018</u>	<u>New Issuance</u>	<u>333,334</u>	<u>Common</u>	<u>01</u>	<u>Yes</u>	<u>Quinn McCullough</u>	<u>Convertible Note Conversion</u>	<u>Restricted</u>	
<u>7/31/2018</u>	<u>New Issuance</u>	<u>333,334</u>	<u>Common</u>	<u>01</u>	<u>Yes</u>	<u>Edward Rosenfeld</u>	<u>Convertible Note Conversion</u>	<u>Restricted</u>	
<u>7/31/2018</u>	<u>New Issuance</u>	<u>333,334</u>	<u>Common</u>	<u>01</u>	<u>Yes</u>	<u>Justin Colby</u>	<u>Convertible Note Conversion</u>	<u>Restricted</u>	



<u>8/14/2018</u>	<u>New Issuance</u>	<u>30,000,000</u>	<u>Common</u>	<u>01</u>	<u>Yes</u>	<u>Jason Hope</u>	<u>Share Purchase</u>	<u>Restricted</u>	
<u>9/10/2018</u>	<u>New Issuance</u>	<u>700,000</u>	<u>Common</u>	<u>01</u>	<u>Yes</u>	<u>Michael S Harrington</u>	<u>Share Purchase</u>	<u>Restricted</u>	
<u>1/21/2019</u>	<u>New Issuance</u>	<u>150,000</u>	<u>Common</u>	<u>.01</u>	<u>Yes</u>	<u>David J Jordan</u>	<u>Convertible Note Conversion</u>	<u>Restricted</u>	<u>Accounting Correction For 2018</u>
<u>1/21/2019</u>	<u>New Issuance</u>	<u>1,494,480</u>	<u>Common</u>	<u>.01</u>	<u>Yes</u>	<u>AI Consultants Inc.</u>	<u>Convertible Note Conversion</u>	<u>Restricted</u>	<u>Accounting Correction For 2018</u>
<u>8/16/2019</u>	<u>New Issuance</u>	<u>1,200,000</u> <u>300,000 Warrants</u>	<u>Common</u>	<u>01</u>	<u>Yes</u>	<u>Nominex Ltd</u> <u>Neil Novak</u>	<u>Share Purchase</u>	<u>Restricted</u>	
<u>8/16/2019</u>	<u>New Issuance</u>	<u>8,000,000</u> <u>2,000,000 Warrants</u>	<u>Common</u>	<u>01</u>	<u>Yes</u>	<u>Seinom, LLC</u> <u>Wayne DeStefano</u>	<u>Share Purchase</u>	<u>Restricted</u>	
<u>8/16/2019</u>	<u>New Issuance</u>	<u>16,000,000</u> <u>4,000,000 Warrants</u>	<u>Common</u>	<u>01</u>	<u>Yes</u>	<u>Nelson Barry III</u>	<u>Share Purchase</u>	<u>Restricted</u>	
<u>8/16/2019</u>	<u>New Issuance</u>	<u>800,000</u> <u>200,000 Warrants</u>	<u>Common</u>	<u>01</u>	<u>Yes</u>	<u>Marc Sonnenblick</u>	<u>Share Purchase</u>	<u>Restricted</u>	
<u>8/16/2019</u>	<u>New Issuance</u>	<u>1,200,000</u> <u>300,000 Warrants</u>	<u>Common</u>	<u>01</u>	<u>Yes</u>	<u>Quinn McCullough</u>	<u>Share Purchase</u>	<u>Restricted</u>	
<u>8/16/2019</u>	<u>New Issuance</u>	<u>400,000</u> <u>100,000 Warrants</u>	<u>Common</u>	<u>01</u>	<u>Yes</u>	<u>Michael S. Harrington</u>	<u>Share Purchase</u>	<u>Restricted</u>	
<u>8/16/2019</u>	<u>New Issuance</u>	<u>800,000</u> <u>200,000 Warrants</u>	<u>Common</u>	<u>01</u>	<u>Yes</u>	<u>D Gerald Ninnis</u>	<u>Share Purchase</u>	<u>Restricted</u>	
<u>9/06/2019</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>01</u>	<u>No</u>	<u>Maria E Stan</u>	<u>Board Service</u>	<u>Restricted</u>	
<u>12/06/2019</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>01</u>	<u>No</u>	<u>Mountain Gold Claims, LLC</u>		<u>Restricted</u>	

						<u>Thomas Callicrate</u>			
<u>12/06/2019</u>	<u>New Issuance</u>	<u>500,000</u>	<u>Common</u>	<u>01</u>	<u>No</u>	<u>Black Rock Exploration LLC</u> <u>Roger Walthers</u>		<u>Restricted</u>	
<u>12/11/2019</u>	<u>New Issuance</u>	<u>800,000</u> <u>200,000 Warrants</u>	<u>Common</u>	<u>01</u>	<u>No</u>	<u>Joseph Barton Esq.</u>	<u>Share Purchase</u>	<u>Restricted</u>	
<u>12/11/2019</u>	<u>New Issuance</u>	<u>400,000</u> <u>100,000 Warrants</u>	<u>Common</u>	<u>01</u>	<u>No</u>	<u>Maria E Stan</u>	<u>Share Purchase</u>	<u>Restricted</u>	
<u>12/11/2019</u>	<u>New Issuance</u>	<u>4,000,000</u> <u>1,000,000 Warrants</u>	<u>Common</u>	<u>01</u>	<u>No</u>	<u>David J. Jordan</u>	<u>Share Purchase</u>	<u>Restricted</u>	
<u>12/11/2019</u>	<u>New Issuance</u>	<u>400,000</u> <u>100,000 Warrants</u>	<u>Common</u>	<u>01</u>	<u>No</u>	<u>Stephen D. Plumb</u>	<u>Share Purchase</u>	<u>Restricted</u>	
<u>12/11/2019</u>	<u>New Issuance</u>	<u>3,400,000</u> <u>850,000 Warrants</u>	<u>Common</u>	<u>01</u>	<u>No</u>	<u>AI Consultants Inc.</u> <u>Joel Adams</u>	<u>Share Purchase</u>	<u>Restricted</u>	<u>PIK against invoices</u>
<u>12/11/2019</u>	<u>New Issuance</u>	<u>400,000</u> <u>100,000 Warrants</u>	<u>Common</u>	<u>01</u>	<u>No</u>	<u>Mountain Gold Claims LLC.</u> <u>Thomas Callicrate</u>	<u>Share Purchase</u>	<u>Restricted</u>	<u>PIK against invoices</u>
<u>12/11/2019</u>	<u>New Issuance</u>	<u>400,000</u> <u>100,000 Warrants</u>	<u>Common</u>	<u>01</u>	<u>No</u>	<u>Mountain Gold Claims LLC.</u> <u>Thomas Callicrate</u>	<u>Share Purchase</u>	<u>Restricted</u>	<u>PIK against invoices</u>
<u>12/11/2019</u>	<u>New Issuance</u>	<u>400,000</u> <u>100,000 Warrants</u>	<u>Common</u>	<u>01</u>	<u>No</u>	<u>Mountain Gold Claims LLC.</u> <u>Thomas Callicrate</u>	<u>Share Purchase</u>	<u>Restricted</u>	<u>PIK against invoices</u>

<u>12/11/2019</u>	<u>New Issuance</u>	<u>1,200,000</u> <u>300,000</u> <u>Warrants</u>	<u>Common</u>	<u>01</u>	<u>No</u>	<u>Thomas G&gt;</u> <u>Malone</u>	<u>Share</u> <u>Purchase</u>	<u>Restricted</u>	
<u>12/11/2019</u>	<u>New Issuance</u>	<u>400,000</u> <u>100,000</u> <u>Warrants</u>	<u>Common</u>	<u>01</u>	<u>No</u>	<u>Stephen D.</u> <u>Plumb</u>	<u>Share</u> <u>Purchase</u>	<u>Restricted</u>	<u>PIK against</u> <u>Consulting</u> <u>Fee</u>
<u>12/30/2019</u>	<u>New Issuance</u>	<u>10,000,000</u>	<u>Common</u>	<u>003</u>	<u>Yes</u>	<u>Blackbridge</u> <u>Capital LLC</u>	<u>Convertible</u> <u>Note</u> <u>Conversion</u>	<u>Restricted</u>	<u>PIK against</u> <u>Consulting</u> <u>Fee Note</u> <u>Closed out</u>
_____	_____	_____		_____	_____	_____	_____		_____
Shares Outstanding on Date of This Report:									
<u>Ending Balance</u> <u>Ending Balance:</u>									
Date <u>12/31/2019</u> Common: 282,437,619									
Preferred: <u>Not Issued</u>									

**Example:** A company with a fiscal year end of December 31<sup>st</sup>, in addressing this item for its quarter ended September 30, 2019, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2017 through September 30, 2019 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:

<u>Date of Note Issuance</u>	<u>Outstanding Balance (\$)</u>	<u>Principal Amount at Issuance (\$)</u>	<u>Interest Accrued (\$)</u>	<u>Maturity Date</u>	<u>Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)</u>	<u>Name of Noteholder (entities must have individual with voting / investment control disclosed).</u>	<u>Reason for Issuance (e.g. Loan, Services, etc.)</u>
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____	_____	_____

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

All convertible notes were closed out and stock issued in 2018 and 2019 the

#### 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>7</sup>:

Name: **Richard Levychin CPA, CGMA**  
Title: Partner, Galleros-Robinson LLP  
Relationship to Issuer: Contracted 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").

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.

#### **See Submission**

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")

Pershing Resources Company is a venture stage junior miner, focused on the exploration and development of precious metals projects located in North America. The Company registered/incorporated in Nevada and is based in Reno, Nevada and, maintains a development facility near Kingman, Arizona..

The Company's current assets include four 100% owned properties with exploration projects in progress. The largest being 231 unpatented claims on a site totaling 4772 acres near Kingman, Arizona known as the New Enterprise Project. The New Enterprise Project is a gold-copper porphyry project comprised of two exploration

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<sup>7</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.

areas. The New Enterprise Claim Block was initially acquired in 2015 and the Mohave-Standard Claim Block which was staked in 2016. These two claim blocks are the primary focus of the Company. The Company's Gold Lake Project is comprised of 2 claims totaling 40 acres also near Kingman, Arizona. The Company began its mining project portfolio with the acquisition of its Marco Project in 2004. The Marco Project is comprised of 54 unpatented claims on a 1115-acre site near Lovelock Nevada.

Pershing Resources has recently begun to build its gold exploration portfolio with Joint Venture Investments. The Company has acquired the exclusive earn in rights of two projects managed by our strategic alliance partner, America's Gold Exploration Inc. The West Bolo Project is comprised of 81 unpatented claims on a 1673-acre site located in Nye County, Nevada. The Tonopah SIN Project is presently comprised of 20 unpatented claims on a 413-acre site located in Esmeralda County, Nevada. Both of these properties are strategically situated in areas of active gold exploration.

Federal and county claims documentation on all of the properties mentioned is current and in good standing. All of the properties have been previously mined and have been more recently re-assayed and explored for possible target areas for new mining. The Company is presently in various stages of exploration, planning, and development on each these properties. Pershing Resources is committed to environmentally responsible mining practices.

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- 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

Simple Recovery LLC is the wholly-owned subsidiary company of Pershing Resources Company Inc.. Simple Recovery LLC and its assets were purchased By Pershing Resources in May of 2015 for 2.4 million restricted shares Simple Recovery is a Nevada registered LLC and is acts as the operational arm for the majority of the ex[ploration and development activities of Pershing Resources Company...Stephen D Plumb and Joel Adams act as the CEO/CFO and COO respectively of Simple Recovery Inc. They are also the only board members of the LLC. Simple Recovery is located at :

Simple Recovery Inc.  
3880 Stockton Hill Rd  
Ste 103-642  
Kingman, AZ 86409

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

Pershing Resources Company is a venture stage junior miner, focused on the exploration and development of precious metals projects located in North America.

## **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.

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

-100% ownership of The Marco Project. Property is comprised of 54 unpatented BLM mining leases/claims near Lovelock, NV, (1080 acres of senior claim rights).

-100% ownership of The Enterprise Claim Block. Property is comprised of 169 unpatented BLM mining leases/claims near Kingman, AZ, (3491 acres of senior claim rights).

-100% ownership of The Gold Lake Project. Property is comprised of 2 unpatented BLM mining leases/claims near Kingman, AZ (40 acres of senior claim rights).

-100% ownership of The Mohave-Standard Claim Block. Property is comprised of 159 unpatented BLM mining leases/claims near Kingman, AZ (2315 acres of senior claim rights and 20 acres of junior claim rights).

-50% ownership interest in 1673 acres/ 82 unpatented BLM mining claims located in Nye County Nevada known as the West Bolo Project.

-Exclusive Earn in rights on 413 acres/ 20 unpatented BLM mining claims located in Esmeralda County Nevada known as the Tonopah SIN Project.

-100% ownership of 24 acres of private land and buildings used as a Development Facility near Kingman, AZ.

## 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% of 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>Stephen D Plumb, CPA</u>	<u>CEO, Treasurer Chairman</u>	<u>Okemos, MI</u>	<u>17,362,421</u>  <u>200,000</u> <u>Warrants</u>	<u>Common</u>	<u>6.14%</u>	<u>3,7100,000 owned under West-Tec LLC Phoenix, AZ</u>
<u>Joel Adams III</u>	<u>COO, Secretary</u>	<u>New York, NY</u>	<u>15,790,933</u>  <u>850,000</u> <u>Warrants</u>	<u>Common</u>	<u>5.59%</u>	<u>14,760,933 owned under AI Consultants Inc.</u>
<u>Maria E. Stan, CPA</u>	<u>Director &amp; Chair Audit Committee</u>	<u>Boston, MA</u>	<u>1,350,000</u>  <u>100,000</u> <u>Warrants</u>	<u>Common</u>	<u>.0477%</u>	<u>—</u>

<u>Neil D Novak, P. Geo</u>	<u>Director</u>	<u>Cambridge, ON Canada</u>	<u>2,150,000</u> <u>300,000</u> <u>Warrants</u>	<u>Common</u>	<u>.076%</u>	<u>Owned under Nominex Ltd. of Ontario Canada</u>
<u>Joseph M, Barton, Esq</u>	<u>Director</u>	<u>Larkspur, CA</u>	<u>1,750,000</u> <u>200,000</u> <u>Warrants</u>	<u>Common</u>	<u>.062%</u>	_____
<u>David J. Jordan</u>	<u>Director</u>	<u>Okemos, MI</u>	<u>20,015,000</u> <u>1,000,000</u> <u>Warrants</u>	<u>Common</u>	<u>7.08%</u>	
<u>Dr.Stephen V. Savran MD</u>	<u>Director</u>	<u>Las Vegas, NV</u>	<u>4,020,000</u>	<u>Common</u>	<u>1.42%</u>	
<u>D Gerald Ninnis</u>	<u>Share Holder &amp; Advisory Board Member</u>	<u>Iona, CA</u>	<u>11,700,000</u> <u>200,000</u> <u>Warrants</u>	<u>Common</u>	<u>4.85%</u>	
<u>Jason Hope</u>	<u>Share Holder</u>	<u>Phoenix, AZ</u>	<u>34,000,000</u>	<u>Common</u>	<u>12.03%</u>	
<u>Nelson Barry</u>	<u>Share Holder</u>	<u>San Francisco, CA</u>	<u>16,000,000</u> <u>4,000,000</u> <u>Warrants</u>	<u>Common</u>	<u>5.66%</u>	
<u>Wayne DeStefano</u>	<u>Share Holder</u>	<u>Phoenix, AZ</u>	<u>13,000,000</u> <u>2,000,000</u> <u>Warrants,</u>	<u>Common</u>	<u>4.6%</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: Dwight A. Kinsey  
Firm: Duane Morris, LLP  
Address 1: 230 Park Avenue 11th Floor  
Address 2: New York, NY 10169  
Phone: 212 818 9200  
Email: DAKinsey@duanemorris.com

### Auditor

Name: Michael Lipschultz, CPA  
Firm: UHY, LLP  
Address 1: 1185 Avenue of the Americas 38th Floor  
Address 2: New York, NY 10036  
Phone: 212 381 4800  
Email: mlipschultz@uhy-us.com

### Accountant

Name: Richard Levychin, CPA, CGMA Galleros  
Firm: Robinson CPAs & Advisors  
Address 1: 488 Madison Avenue, 23rd Floor  
Address 2: New York, NY 10022  
Phone: 646 921 0400  
Email: rlevychin@gallerosrobinson.com

### Investor Relations

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

### Other Service Providers



Provide the name of any other service provider(s) that **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: \_\_\_\_\_

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, Stephen D. Plumb certify that:

1. I have reviewed this quarterly disclosure statement of Pershing Resources Company Inc.;
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.

June 30 2020

Stephen D Plumb

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

*Acting Principal Financial Officer:*

I, Joel Adams III certify that:

1. I have reviewed this quarterly disclosure statement of Pershing Resources Company Inc.;

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.

June 30, 2020

Joel Adams

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