

**ANYTHING TECHNOLOGIES  
MEDIA INC.**

**Annual Information and Disclosure Statement**

**(UNAUDITED)**

**DECEMBER 31, 2013**

**AMENDMENT 1**

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

Anything Technologies Media, Inc.

Formerly known as:

6/09/97 – 7/23/01: Legend Resources Inc.

7/24/01 - 11/23/06: SMS@ctive Technologies Corp.

11/24/06 – 9/19/10: Exchange Mobile Telecommunications Corp.

9/20/10 – Current : Anything Technologies Media, Inc.

**Item 2            Address of the issuer's principal executive offices**

Company Headquarters:

2201 Francisco Dr., Suite 140

El Dorado Hills, CA. 95762

Phone: 650-222-2863

Email: [www.anythingtechnologiesmedia.com](http://www.anythingtechnologiesmedia.com)

Website: [www.anythingtechnologiesmedia.com](http://www.anythingtechnologiesmedia.com)

IR Contact:

Not Applicable

**Item 3            Security Information**

Trading Symbol: EXMT

Exact Title and class of securities outstanding:

Common Stock

Preferred Class A Stock

Preferred Class B Stock

CUSIP:

Common Stock, CUSIP # 037355 10 4, trading symbol: EXMT

Preferred Stock, No CUSIP or trading symbol

Par or Stated Value:

Common Stock, Par value \$.001 per share

Preferred A Stock, Par value \$.001 per share

Preferred B Stock, Par value \$.001 per share

Total Shares Outstanding:

COMMON STOCK

(i) DECEMBER 31, 2013	
(ii) Number of Shares Authorized	1,500,000,000
(iii) Shares Issued and Outstanding	690,069,052
(iv) Freely Tradable Shares	462,442,775
(v) Total Number of Beneficial Shareholders	1,100
(vi) Total Number of Shareholders of Record	204

PREFERRED CLASS A STOCK

(i) DECEMBER 31, 2013	
(ii) Number of Shares Authorized	4,000,000
(iii) Shares Issued and Outstanding	2,340,000
(iv) Freely Convertible Shares	0
(v) Total Number of Beneficial Shareholders	5
(vi) Total Number of Shareholders of Record	5

PREFERRED CLASS B STOCK

(i) DECEMBER 31, 2013	
(ii) Number of Shares Authorized	700,000
(iii) Shares Issued and Outstanding	226,584
(iv) Freely Convertible Shares	169,082
(v) Total Number of Beneficial Shareholders	21
(vi) Total Number of Shareholders of Record	21

Transfer Agent:

Olde Monmouth Stock Transfer Co., Inc.,  
200 Memorial Parkway  
Atlantic Highlands, New Jersey 07716  
Telephone: 732-872-2727  
Facsimile: 732-872-2728

The transfer agent is registered under the Exchange Act.

List any restrictions on the transfer of security:

NONE

Describe any trading suspension orders issued by the SEC in the past 12 months.

NONE

**Item 4            Issuance History**

A. The nature of each offering (e.g., Securities Act Rule 504, intrastate, etc.);

All common and preferred share issuances by the issuer from July 1, 2011 to December 31, 2013 have been issued in accordance with Rule 144.

The Issuer did not issue any warrants or options from July 1, 2011 to December 31, 2013.

B. Any jurisdictions where the offering was registered or qualified;

All common and preferred share issuances by the issuer from July 1, 2011 to December 31, 2013 were issued as restricted securities in private issuances and did not require a registration.

C. The number of shares offered;

Incorporated by reference as follows:

Period	Description
5/1/11-7/31/11	Note 6, First Quarter Financial Report, July 31, 2011
8/1/11-6/30/12	Note 7, Annual Report, June 30, 2012
7/1/12-9/30/12	Note 7, Quarterly Report AM1, September 30, 2012
10/1/12-12/31/12	Notes 4 & 8, Quarterly Report, December 31, 2012
1/1/13-3/31/13	Notes 4 & 8, Quarterly Report, March 31, 2013
4/1/13-6/30/13	Notes 3 & 6, Annual Report, June 30, 2013
7/1/13-9/30/13	Notes 3 & 6, Quarterly Report, September 30, 2013
10/1/13-12/31/13	Notes 4 & 9, Quarterly Report, December 31, 2013

D. The number of shares sold;

Incorporated by reference as follows:

Period	Description
5/1/11-7/31/11	Note 6, First Quarter Financial Report, July 31, 2011
8/1/11-6/30/12	Note 7, Annual Report, June 30, 2012
7/1/12-9/30/12	Note 7, Quarterly Report AM1, September 30, 2012
10/1/12-12/31/12	Notes 4 & 8, Quarterly Report, December 31, 2012
1/1/13-3/31/13	Notes 4 & 8, Quarterly Report, March 31, 2013
4/1/13-6/30/13	Notes 3 & 6, Annual Report, June 30, 2013
7/1/13-9/30/13	Notes 3 & 6, Quarterly Report, September 30, 2013
10/1/13-12/31/13	Notes 4 & 9, Quarterly Report, December 31, 2013

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

Incorporated by reference as follows:

Period	Description
5/1/11-7/31/11	Note 6, First Quarter Financial Report, July 31, 2011
8/1/11-6/30/12	Note 7, Annual Report, June 30, 2012
7/1/12-9/30/12	Note 7, Quarterly Report AM1, September 30, 2012
10/1/12-12/31/12	Notes 4 & 8, Quarterly Report, December 31, 2012
1/1/13-3/31/13	Notes 4 & 8, Quarterly Report, March 31, 2013
4/1/13-6/30/13	Notes 3 & 6, Annual Report, June 30, 2013
7/1/13-9/30/13	Notes 3 & 6, Quarterly Report, September 30, 2013
10/1/13-12/31/13	Notes 4 & 9, Quarterly Report, December 31, 2013

F. The trading status of the shares; and

All common and preferred share issuances by the issuer from July 1, 2011 to December 31, 2013 were initially issued as restricted in accordance with Rule 144.

G. Whether the certificates or other documents that evidence the shares contain a legend (1) stating that the shares have not been registered under the Securities Act and (2) setting forth or referring to the restrictions on transferability and sale of the shares under the Securities Act.

All common and preferred share issuances by the issuer from July 1, 2011 to December 31, 2013 were initially issued as restricted in accordance with Rule 144. Each certificate had a standard restricted legend stamp.

## **Item 5 Financial Statements**

Incorporated by reference. See Interim Report for the quarters ended December 31, 2013 and 2012.

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

A. Description of the issuer's business operations;

On March 29, 2013 the Company acquired all of outstanding common shares of R-Quest Hydroponics, Inc., ROH, for 500,000 preferred Shares that will be convertible into 50,000,000 common shares. The shares were not issued at the end of the quarter; therefore, a liability for \$50,000 has been accrued until the Preferred A shares are issued. ROH is a software and hardware manufacturer for the Hydroponics industry.

On September 24, 2013 the Company sold 51% of R-Quest Hydroponics, Inc. for 100,000,000 common shares of iMD Companies, Inc. valued at \$2,000,000. The Company has retained a 49% in R-Quest Hydroponics, Inc. and will carry its value at \$24,500.

The 100,000,000 common shares of iMD Companies Inc. are held as an investment and will be carried at cost of \$2,000,000. The market value of the security was in excess of the cost basis at December 31, 2013 and no impairment was necessary.

Management is seeking capital as well as other business opportunities.

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

The Company was incorporated on June 9, 1997 in the State of Nevada, U.S.A. and commenced inception of business on June 12, 1997.

C. The issuer's primary and secondary SIC Codes;

Primary: 423800 "Machinery Equipment and Supplies"

D. The issuer's fiscal year end date;

The issuer's fiscal year end date is June 30

E. Principal products or services, and their markets;

The Company's wholly owned subsidiary sells software and hardware for the Hydroponics industry.

The Company continues to recognize revenue as earned from Anything Media, Inc. On October 15, 2010, the Company entered into a revenue share agreement with Anything Media, Inc. to distribute, market, produce and fulfill films, DVD's, CD's and other products. The agreement term is for seven years and entitles the Company to record 50% of the joint venture activity.

#### **Item 7            Describe the Issuer's Facilities**

The Company only has office space and does not maintain any other facilities.

#### **Off-Balance Sheet Arrangements**

The Company does not have any off-balance sheet arrangement or any definitive agreement that is unconditionally binding or subject only to customary closing conditions.

#### **Item 8            Officers Directors and Control Persons**

A. Names of Officers, Directors, and Control Persons.

##### **A. Officers and Directors**

a. Chief Executive Officer:

Richard Wilson  
PO Box 1131  
Ione, CA 95640  
Phone: 800-474-8996

b. Board of Directors:

Chairman:

Arshad A. Shah  
1220 W. 6th Ave., Suite 120  
Vancouver, BC  
Canada V6H 1A5

Director:

Richard Wilson  
PO Box 1131  
Ione, CA 95640  
Phone: 800-474-8996

Richard Wilson is the President, Secretary and Treasurer. His address is above.

c. Control Persons:

The following persons are the beneficial owners of more than five percent (5%) of the following as of the date of this information statement.

<b>SHAREHOLDER</b>	<b>SHARES</b>	<b>% OWNED</b>
<u>Common Stock</u>		
Anything Media Inc 1024 Iron Point Rd Folsom, CA 95630	50,000,000	7.25
<u>Preferred Series A Stock</u>		
Arshad A. Shah 1220 W. 6th Ave., Suite 120 Vancouver, BC Canada V6H 1A5	1,500,000	75.00
Richard Wilson 4415 Technology Drive Fremont, CA. 94538	500,000	25.00
<u>Preferred Series B Stock</u>		
Arshad A. Shah	124,800	55.08



1220 W. 6th Ave., Suite 120  
Vancouver, BC  
Canada V6H 1A5

Redwood Funding Corp. Attn: Julie Jensen 8400 Normandale Lake Blvd. #920 Minneapolis, MN 55437	35,032	15.46
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George Tai Chi Chen PO BOX 3568 Santa Clara, CA 95055	13800	6.09
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Kung Sung Huang 1208 E Arques Ave Suite 108 Sunnyvale, CA 94087	13000	5.74
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B. Legal/Disciplinary History.

Please identify whether any of the foregoing persons have, in the last five years, been the subject of the following:

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

**Item 9**            **Third Party Providers**

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

Legal Counsel

William B. Haseltine  
6053 Heathwick Court  
Burke, VA. 22015  
Phone: 703-627-2652  
Facsimile: 866-305-7563  
Email: William@wblaw.net

Accountant or Auditor : NONE

Investor Relations Consultant: NONE

Other Advisor: Any other advisor(s) that assisted, advised, prepared or provided information with respect to this disclosure statement.

Albert Golusin  
Phoenix, Arizona  
[aagolusin@mac.com](mailto:aagolusin@mac.com)

**Item 9**            **Certifications**

I Richard Wilson certify that:

- 1) I have reviewed this interim disclosure statement of Anything Technologies Media, 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.

February 22, 2013

“/s/” Richard Wilson

Richard Wilson

President

Anything Technologies Media, Inc.