SONASOFT CORPORATION

Company Information and Disclosure Statement (ANNUAL REPORT)
December 31, 2014

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

Sonasoft Corporation ("Sonasoft" or the "Company")
No Predecessor

2) Address of the issuer's principal executive offices

Company Headquarters
Address 1: 2150 Trade Zone Blvd. Suite 203
Address 2: San Jose, CA 95131
Phone: (408) 708-4000
Email: info@sonasoft.com
Website(s): http://www.sonasoft.com

IR Contact
N/A

3) Security Information

Trade Symbol: SSFT
Exact title and class of securities outstanding: common stock
CUSIP: 835413 10 5
Par or Stated Value: no par value (the "Common Stock")
Total shares authorized: 400,000,000 as of: December 31, 2014
Total shares outstanding189,553,049 as of December 31, 2014

Additional class of securities (if necessary): N/A

Transfer Agent
Name: Corporate Stock Transfer, Inc.
Address 1: 3200 Cherry Creek Drive, South, Suite 430
Address 2: Denver, CO 80209
Phone: (303) 282-4800

Is the Transfer Agent registered under the Exchange Act? Yes: X No: ☐

List any restrictions on the transfer of security:

No restrictions except for the restrictions on the transfer of the Company's common stock under the applicable securities laws.

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

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

4) Issuance History

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

Date	Description	Shares	Price	Status
3/31/2013	Ramesh Kumar Kannan	10,000,000	$.005	Private Placement
3/31/2013	Barbara Tang	3,000,000	$.005	Private Placement
3/31/2013	Douglas MacKallor	4,200,000	$.005	Private Placement
6/30/2013	Andy Khanna	4,000,000	$0.005	Shares issued in lieu of salary
6/30/2013	Mike Khanna	4,000,000	$0.005	Shares issued in lieu of salary
6/30/2013	Neil Khanna	4,000,000	$0.005	Shares issued in lieu of salary
6/30/2013	Bilal Ahmed	4,000,000	$0.005	Shares issued in lieu of salary
6/30/2013	Anthony Trepel	1,500,000	$0.005	Legal services
6/30/2013	Subhash Sachdeva	1,000,000	$0.005	Financial services
12/31/2013	Romesh Japra	5,000,000	$0.005	Private Placement
12/31/2013	Mike Khanna	1,000,000	$0.005	Services rendered in lieu of salary
12/31/2013	Anthony Trepel	500,000	$0.005	Legal Services
12/31/2013	David Currie Payre	200,000	$0.005	Marketing services
3/31/2014	Romesh Japra	4,000,000	$0.025	Private Placement
3/31/2014	Romi Randhawa	4,000,000	$0.025	Private Placement
3/31/2014	Nancy Lynn Tompkins	500,000	$0.005	Legal Services
5/14/2014	Bruce E Methven	2,000,000	$0.025	Legal services
9/10/2014	Madison Park Fund Investment LLC	2,000,000	$0.025	REG A Shares
9/12/2014	Madison Park Fund Investment LLC	1,000,000	$0.025	REG A Shares
9/19/2014	Black Bridge Capital LLC	2,000,000	$0.025	REG A Shares

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

None

C. The number of shares offered;

20,000,000@$.025 per share (Reg A shares)

D. The number of shares sold

None

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

Services rendered based on Bid Price $0.025 per share

F. The trading status of the shares; and

DTC Eligible & REG A Shares
All shares prior to REG A shares approvals were issued in pursuant to Rule 144 have restrictive legend for 12 months under Pink Sheets.

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.

None

5) Financial Statements

The Financial Statements for the fiscal year ended December 31, 2014 has been filed separately.

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

A. a description of the issuer's business operations

Sonasoft was incorporated in the State of California in 2002 for the purpose of providing data protection, high availability and disaster recovery software solutions for businesses using Microsoft Exchange, SQL and Windows servers. Designed to simplify and eliminate human error in the backup and recovery process, Sonasoft solutions would be designed to centralize the management of multiple servers and provide a cost-effective turnkey disaster recovery strategy for companies of all sizes. At that time, we expected to be the only company to provide an integrated disk-to-disk backup/recovery and replication solution for Microsoft Exchange and SQL Servers. Typically, customers would have to pay three to four times more to buy multiple solutions from different vendors to obtain functionality comparable to that offered by our integrated solution.

Since the company's beginning, each of our products have been developed to our design and software engineering specification by Integra Micro, Ltd of Bangalore, India, Integra Micro is paid a royalty of 10% of the product sales revenue for their services,

We rounded out our product suite in 2010 with the introduction of SonaVault, an Email Archiving solution, to address Corporate Compliance and eDiscovery requirements. Since the middle of 2011, we have been primarily focusing on selling the SonaVault product because today's demand for email

archiving solutions is high. We have sold our products in North America, Europe and Asia by direct sales to small to mid-sized, SMB, customers. Sales have been by direct license of our software products to end users with the exception of a Distribution Agreement that we have with a few small managed service providers, who resell our SonaVault product via a Software as a Service, SaaS, offering to their customers.

Our software products are licensed to our customers for their use. The products are not individually tailored for each customer, but, customers may request our assistance to install the product on the customer's servers. We charge a one-time fee for this installation service. We also offer maintenance contract services for an annual fee for each of our products.

We have received awards from industry trade publications including SQL Server Magazine and MSExchange.org. We are a Certified Microsoft Partner, which qualification allows us to access Microsoft Advisory Hours for assistance with product development, and Business Critical Support for assistance to resolve technical questions that arise related to the use of Microsoft products with our products.

We have patent applications pending for two aspects of our functionality that are unique. These are:

- Web Enabled Exchange Server Standby Solution Using Mailbox Level Replication
- Exchange Server Standby Solution Using Mailbox Level Replication with Crossed Replication between two Exchange Servers

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

December 18, 2002; California

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

Primary SIC Code: 7372; Secondary SIC Code: N/A

D. the issuer's fiscal year end date;

December 31

E. principal products or services, and their markets;

Sonasoft is a software development and solution provider for business continuity software solutions for Microsoft Business Applications. The Company creates enterprise-class email archiving, eDiscovery, and business continuity software solutions for Microsoft Business Applications on Microsoft Windows platforms. Company's signature products include, SonaVault Email Archiving and eDiscovery Software and SonaVault Email Archiving Appliances, which deliver affordable enterprise-level functionality that exceeds compliance and ease-of-use requirements of small and

medium-sized organizations and enterprises. Sonasoft email archiving and eDiscovery solutions have hundreds of deployments with an exceptional degree of high customer satisfaction. Sonasoft's vertical markets for its email archiving solutions include city and county governments, school districts, regional banks and credit unions.

Sonasoft's additional business continuity solutions include SonaExchange and SonaSQL. SonaExchange performs backups, recovery, and replication of a company's Microsoft Exchange Server. SonaSQL accomplishes backup, recovery, and replication of an enterprises' Microsoft SQL Server database. Sonasoft Corp also leverages its professional experience with Microsoft Exchange Server to offer SonaMigration, Exchange Server Migration Services.

7) Describe the Issuer's Facilities

Sonasoft operates out of a 3,200 square feet office in San Jose, California on a month-to-month lease of $2,750 per month.

8) Officers, Directors, and Control Persons

A. Name of Officers, Directors and Control Persons.

Name	Affiliation(1)
Nand "Andy" Khanna(2)	President, CEO, Director & Control Person (holding 27,275,000 shares, and 3,000,000 options or approximately 15.72% of Company's Common Stock on a fully-diluted basis)
Subhash Sachdeva	Acting CFO
Neil Kumar Khanna	Vice President of Operations
Bilal Ahmed	CTO & VP Engineering
Jim Gilmer	Secretary
Dr. Romesh K. Japra(3)	Director, Chairman of the Board & Control Person (holding 28,239,667 shares, and 2,000,000 options or approximately 22%of Company's Common Stock on a fully-diluted basis)
Romi Randhawa (4)	Director, holding 10,980,689 shares, and 2,000,000 options or approximately 6.78% of Company's Common Stock on a fully-diluted basis.
Garrett Rajkovich(5)	Control Person (holding 7,286,667 shares, or approximately 3.84% of Company's Common Stock on fully diluted basis)
Joseph Rapp & Ana Rapp JT Ten	Control Person (holding 12,985,667 shares, or approximately 6.85% of Company's Common Stock on fully diluted basis)

(1) For the determination of control persons, calculations are done based on 189,553,049 shares of the Company's Common Stock issued and outstanding as of December 31, 2014.
(2) Represents 27,275,000 shares held by Andy Khanna and his immediate family (including Mike Khanna, excluding Neil Kumar Khanna) and 3,000,000 shares issuable upon exercise of the options held by Andy Khanna.
(3) Represents 28,239,667 shares held by Dr. Romesh K. Japra and his immediate family. Dr Romesh Japra is also entitling to 2,000,000 shares issuable upon exercise of the options.

(4) Represents 11,980,689 shares held by Romi Randhawa and his immediate family. Romi Randhawa is also entitling to 2,000,000 shares issuable upon exercise of the options.
(5) Represents 7,286,667 shares Garret Rajkovich and his immediate family.

B. Legal/Disciplinary History. Please identify whether any of the foregoing persons have, in the last five years, been the subject of:

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);

   None

2. The entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or banking activities;

   None

3. A finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated; or

   None

4. The entry of an order by a self-regulatory organization that permanently or temporarily barred suspended or otherwise limited such person's involvement in any type of business or securities activities.

   None

Besides the litigation listed in the following paragraphs, we are currently not involved in any litigation that we believe could have a materially adverse effect on our financial condition or results of operations. There is no action, suit, proceeding, inquiry or investigation before or by any court, public board, government agency, self-regulatory organization or body pending or, to the knowledge of the executive officers of our Company or any of our subsidiaries, threatened against or affecting our Company, our common stock, any of our subsidiaries or of our Company's or our Company's subsidiaries' officers or directors in their capacities as such, in which an adverse decision could have a material adverse effect.

The Company was involved in litigation with a former employee, Vince Khanna. Vince Khanna alleged that the Company wrongfully terminated him, and that he was not paid his wages and bonus pursuant to written and oral agreements with the Company. Vince Khanna further alleged that he was owed penalties pursuant to the Company's alleged violations of certain California Labor Code sections.

On April 30, 2010, the Company entered into a mutual settlement agreement with Vince Khanna to resolve the aforementioned lawsuit. Pursuant to the settlement agreement, Vince Khanna released the Company from all claims against the Company.

On January 29, 2013, the Company paid off the full settlement amount of $227,000 owed to Vince Khanna. The Company disputes the provisions within the settlement agreement that could allow for reasonable attorney's fees if Vince Khanna produced a note. Although Vince Khanna never produced the note as stipulated in the settlement agreement, Vince Khanna made an added claim for attorney's fees, interest, and costs, and on June 10 and 27, 2014, the Court then awarded Vince Khanna an additional $193,000. The Company has appealed this ruling. On August 20, 2014, the Company filed a bond for $289,782 to stay all collection efforts. On November 7, 2014, the Court granted the Company's motion to stay all collection proceedings and extinguished all related liens, levies, and restraining orders against the Company until the Sixth District Court of Appeals rules on the aforementioned appeal.

C. Beneficial Shareholders.

Name	Affiliation	Percentage of Class (1)
Dr. Ramesh K. Japra 1000 Hunter Lane Fremont, CA, 94539	Director & Chairman of the Board	22%
Nand "Andy" Khanna 6246 McAbee Rd San Jose, CA, 951320	President, CEO & Director	15.72%

(1) Based on 189,553,049 shares of the Company's Common Stock issued and outstanding as of December 31, 2014.

9) Third Party Providers

Legal Counsel

Name: GREGG E. JACLIN Esq.
Firm: SZAFERMAN LAKIND BLUMSTEIN & BLADEER, PC
Address 1: 101 Grovers Mill Road
Address 2: Lawrenceville, NJ 08648.
Phone: (609)557-0951
Email: gjaclin@szaferman.com, Website: www.Szaferman.com.

Name: Steve M. Defilippis
Firm: Picone & Defilippis, as the Company's counsel in connection to the legal proceedings disclosed under 8(B)
Address 1: 625 North First Street, Suite 300
Address 2: San Jose, CA 95112
Phone: (408)292-0441
Email: flipsmd2005@yahoo.com

Accountant or Auditor

None

Investor Relations Consultant

None

Other Advisor:

None

10) Issuer Certification

I, Nand (Andy) Khanna certify that:

1. I have reviewed this Initial Company Information and Disclosure Statement of Sonasoft Corporation;

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 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.

May 27, 2015

/s/Andy Khanna
President/CEO/Director