QUARTERLY REPORT

of

ON4 COMMUNICATIONS INC.

For the Six Months Ended

APRIL 30, 2015

OTC PINK: **ONCI**

CUSIP: **682203 203**

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

On4 Communications Inc. (from October 2, 2009 to date).
(Formerly Sound Revolution Inc., from incorporation on June 4, 2001 through October 2, 2009)

2) Address of the issuer's principal executive offices

Principal Executive Office

From May 15, 2015:
Camarillo Village Square,
2390 C. Los Poses Road # 424,
Camarillo, CA 93010.
805-553-8870

From March 20, 2015 to May 15,2015:
25 West Easy Street , Simi Valley, CA 93065
(805) 760-8274

Previously, until March 20, 2015:
Suite 1704—1188 West Pender Street
Vancouver, BC, Canada V6E0A2)

IR Contact

None

3) Security Information

Trading Symbol: ONCI
Exact title and class of securities outstanding: Common & Preferred
CUSIP: 682203 203
SIC: 7372 Services –Prepackaged Software
Federal taxpayer ID: 98-0540536

Par or Stated Value: $0.0001 Common; no par value Preferred

Total shares authorized:	630,000,000	**as of:** 4/30/2015
Total shares outstanding:	197,728,701 Common	**as of:** 4/30/2015
	30,000,000 "Series A" Preferred	**as of:** 4/30/2015

Number of shares issued and outstanding at the date of this filing: 266,344,398 Common shares and 30,000,000 "Series A" Preferred shares

Transfer Agent
Pacific Stock Transfer Company
6725 Via Austi Pkwy, Suite 300
Las Vegas, NV 89119
Telephone: 702-361-3033
Is the Transfer Agent registered under the Exchange Act? Yes

List any restrictions on the transfer of security:

None

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

List below any events, in chronological order, that resulted in changes in total shares outstanding by the issuer in the past two fiscal years and any interim period. The list shall include all offerings of equity 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, describing (1) the securities, (2) the persons or entities to whom such securities were issued and (3) the services provided by such persons or entities. The list shall indicate:

From November 1, 2012 to date (reflecting the effect of the retroactive 1 for 450 reverse stock split processed on October 15, 2013):

At November 1, 2012 there were 268,755 issued and outstanding common shares of $ 0.0001 par value each

During the three months ended January 31, 2013, we issued an aggregate of 145,811 common shares upon the conversion of $76,973 of convertible notes and accrued interest of $1,520, such that at January 31, 2013 the issued and outstanding common shares totaled 414,566.

During the three months ended April 30, 2013, we issued an aggregate of 218,225 common shares upon the conversion of $73,027 of convertible notes and accrued interest of $3,158, such that at April 30, 2013 the issued and outstanding common shares totaled 632,791

During the three months ended July 31, 2013, we issued an aggregate of 377,208 common shares upon the conversion of $59,150 of convertible notes and accrued interest of $ 580, such that at April 30, 2013 the issued and outstanding common shares totaled 1,010,000.

During the three months ended October 31, 2013, we issued an aggregate of 455,566 common shares upon the conversion of $42,817 of convertible notes and accrued interest

On October 15, 2013 the Company processed a 1 for 450 reverse split, which reduced the number of issued and outstanding common shares from 659,504,700 to 1,465,566 at October 31, 2013.

During the three months ended January 31, 2014, we issued an aggregate of 681,162 common shares upon the conversion of $ 3,098 of convertible notes, such that at January 31, 2014 the issued and outstanding common shares totaled 2,146,728.

During the three months ended April 30, 2014, we issued an aggregate of 928,393 common shares upon the conversion of $ 3,194 of convertible notes, and a total of 9,000,000 common shares to our then CEO, COO and a Director at a fair value of $ 103,000, such that at April 30, 2014 the issued and outstanding common shares totaled 12,075,121.

During the three months ended July 31, 2014, we issued an aggregate of 9,021,613 common shares upon the conversion of convertible notes, such that at July 31, 2014 the issued and outstanding common shares totaled 21,096,734.

During the three months ended October 31, 2014, we issued an aggregate of 14,228,408 common shares upon the conversion of convertible notes and a total of 21,000,000 common shares to our then CEO, COO and a Director with a fair value of $ 100.800, such that at October 31, 2014 the issued and outstanding common shares totaled 56,325,142.

During the three months ended January 31, 2015, we issued an aggregate of 5,403,559 common shares upon the conversion of convertible notes, such that at January 31, 2015 the issued and outstanding common shares totaled 61,728,701.

On March 31, 2015 100,000,000 common shares were issued to Steve Dallas (Company Secretary and Director) and 20,000,000 common shares, plus 30,000,000 "Series A" preferred shares, were issued to Timothy J Owens (our Chief Executive Officer, Chief Financial Officer, Treasurer and Director) partly in recognition of services provided to the Company and partly in consideration for the acquisition by the Company of an exclusive license in and to intellectual property, business plans, website and website designs, business knowledge, business contacts and relationships, software and computer programs, trademarks, logos, copyrights and business processes relating to and associated with a national system to provide a health focused set of fund raising products and services to targeted group based organization in athletics, academics, and service industries, including but not limited to the *QwickMed* product line, including *Auto Kits*, *Pet Kits* and *Emergency Kits* for Earthquake and other types of natural disasters containing up to 72 hours of survival supplies (the "Fund Raising Kit Business"). The exclusive license required the payment of a one-time fee of $ 285,000 which was partly settled through the issuance of the aforementioned stock and partly through the issuance of a Note Payable in favor of Timothy J. Owens in the amount of $ 125,000.

Further, on March 31, 2015 16,000,000 common shares were issued upon partial conversion of a convertible note. At April 30, 2015 the issued and outstanding common shares totaled 197,728,701 and the issued and outstanding "Series A" preferred shares totaled 30,000,000.

Subsequent to the six month period ended April 30, 2015, the following additional common shares were issued upon conversion of convertible notes, with accrued interest:

Issued on May 18, 2015 - 9,866,071 common shares to retire convertible debt of $ 5,525
Issued on May 20, 2015 - 10,357,143 common shares to retire convertible debt of $ 5.800
Issued on May 22, 2015 - 10,357,143 common shares to retire convertible debt of $ 5,800
Issued on May 28, 2015 - 10,872,549 common shares to retire convertible debt of $ 5,545
Issued on June 4, 2015 - 7,162,791 common shares to retire convertible debt of $ 1,580
and accrued interest of $ 1,500

The above conversions settled the entire remaining convertible debt balance and accrued interest thereon due Asher Enterprises, Inc.

Issued on June 4, 2015 - 20,000,000 common shares to retire convertible debt of $ 200

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At the date of this filing (April 10, 2015) the issued and outstanding common shares totaled 266,344,398 and the issued and outstanding "Series A" preferred shares totaled 30,000,000.

5) Financial Statements

General

The unaudited Financial Statements presented on the following pages have been prepared from the books and records of the Company and have not been subject to independent review and audit. These financial statements however reflect all adjustments known to management necessary to fairly reflect the results of operations and financial position of the Company for the periods presented.

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ON4 COMMUNICATIONS INC.

Condensed Balance Sheets

(Unaudited)

	April 30, 2015	October 31, 2014
ASSETS		
Current assets		
Cash	$ -	$ -
Fixed assets	-	-
Other assets		
Intellectual property, trademarks and website	285,000	-
Total Assets	$ 285,000	$ -
LIABILITIES AND STOCKHOLDERS' DEFICIT		
Current liabilities		
Accounts payable	$ 1,071,148	$ 1,101,135
Accrued interest and expenses	529,178	488,942
Due to related parties	268,546	143,546
Notes payable	385,529	385,529
Convertible notes payable	188,314	142,706
Derivative liabilities	14,649	14,649
	2,457,364	2,276,507
STOCKHOLDERS' DEFICIT		
Preferred stock:		
30,000,000 shares authorized		
non-voting, no par value		
No shares issued and outstanding	$ -	$ -
Common stock:		
600,000,000 shares authorized		
$ 0.0001 par value		
197,728,701 and 56,325,142		
issued and outstanding ,respectively	19,773	5,633
Additional paid-in capital	13,926,088	13,758,068
Common stock issuable	70,000	70,000
Accumulated deficit	(16,188,225)	(16,110,208)
	(2,172,364)	(2,276,507)
Total Liabilities and Stockholders' Deficit	$ 285,000	$ -

The accompanying notes are an integral part of these unaudited financial statements

ON4 COMMUNICATIONS INC.

Statement of Changes in Stockholders' Deficit

For the Six Months Ended April 30,2015

(Unaudited)

	Preferred Stock		Common Stock		Additional	Common Stock	Accumulated	Total
	Number	Amount	Number	Amount	Paid-in Capital	Issuable	Deficit	Stockholder's Deficit
Balance : November 1,2014	-	-	56,325,142	$ 5,633	$ 13,758,068	$ 70,000	$ (16,110,208)	$ (2,276,507)
Stock issued on debt conversions	-	-	21,403,559	2,140	20	-	-	2,160
Stock issued on purchase of QwickMed	30,000,000	-	106,666,667	10,667	149,333	-	-	160,000
Stock issued for management fees	-	-	13,333,333	1,333	18,667	-	-	20,000
Loss for period	-	-	-	-	-	-	(78,017)	(78,017)
Balance: April 30,2015	30,000,000	-	197,728,701	$ 19,773	$ 13,926,088	$ 70,000	$ (16,188,225)	$ (2,172,364)

The accompanying notes are an integral part of these unaudited financial statements

ON4 COMMUNICATIONS INC.

Condensed Statements of Operations

(Unaudited)

	3 Months Ended April 30,2015	3 Months Ended April 30,2014	6 Months Ended April 30,3015	6 Months Ended April 30,2014	Inception (June 5,2006) Through April 30,2015
Revenue	$ -	$ -	$ -	$ -	$ -
Operating Expenses					
Advertising and marketing	-	55,000	-	55,000	299,182
Amortization of intangible assets	-	-	-	-	18,138
Amortization of property and equipment	-	-	-	-	32,677
Consulting fees	-	-	-	-	2,173,938
Foreign exchange loss (gain)	(23,439)	2,681	(23,439)	(7,748)	219,602
General and administrative	6,500	3,775	14,000	4,127	1,195,792
Impairment of goodwill	-	-	-	-	3,274,109
Impairment of assets	-	-	-	-	2,220,609
Management fees	41,411	139,000	41,411	139,000	1,612,620
Payroll	-	-	-	-	29,516
Professional fees	17,650	15,112	17,650	40,636	893,534
Research and development	-	-	-	-	318,360
Total operating expenses	42,122	215,568	49,622	231,015	12,288,077
Operating loss	(42,122)	(215,568)	(49,622)	(231,015)	(12,288,077)
Other income (expense)					
Accretion of discount on convertible notes	-	(102)	-	(38,099)	(540,000)
Amortization of deferred costs	-	(125)	-	(778)	(20,500)
Gain on settlement of debt	-	-	-	-	794,393
Interest and other income	-	-	-	-	181,682
Interest expense	(14,347)	(23,799)	28,395	(69,310)	(1,101,628)
Gain (Loss) on change in derivative liabilities	-	28,793	-	(115,304)	(692,707)
Impairment of notes receivable	-	-	-	-	(1,232,134)
Total other income (expense)	(14,347)	4,767	(28,395)	(223,491)	(2,610,894)
Net loss from continuing operations	-	(210,801)	(78,017)	(454,506)	(14,898,971)
Loss from discontinued operations	-	-	-	-	(1,289,254)
Net loss	$ (56,469)	$ (210,801)	$ (78,017)	$ (454,506)	$ (16,188,225)
Net loss per share - basic and diluted	$ -	$ (0.04)	$ -	$ (0.14)	
Weighted average shares outstanding	107,062,034	4,686,000	83,945,071	3,272,000	

The accompanying notes are an integral part of these unaudited financial statements

ON4 COMMUNICATIONS INC.

Condensed Statements of Cash Flows

(Unaudited)

	6 Months Ended April 30 ,2015	6 Months Ended April 30,2014	Inception (June 5,2006) Through April 30,2015
Net Cash from (used in) operating activities:			
Net loss from operations	$ (78,017)	$ (454,506)	$ (14,898,971)
Adjustments to reconcile net loss to net cash:			
Accredition of discount on convertible notes	-	38,099	540,000
Amortization of property and equipment	-	-	32,677
Amortization of intangible assets	-	-	18,138
Amortization of deferred financing costs	-	778	20,500
(Gain) in settlement of debt	-	-	(794,393)
Impairment of goodwill	-	-	3,274,109
Impairment of assets	-	-	2,220,609
Issuance of notes payable for services and penalties	-	55,000	207,402
Issuance of shares for services	-	-	576,750
Loss on change in fair value of derivatives	-	115,304	692,707
Stock based compensation	20,000	103,000	1,362,881
Impairment of loan/notes receivable	-	-	1,232,134
	(58,017)	(142,325)	(5,515,457)
Changes in operating assets and liabilities:			
Accounts receivable	-	-	(5,431)
Prepaid expenses and deposits	-	-	(10,678)
Accounts payable and accrued expenses	12,409	105,662	1,784,225
Due to related parties	-	34,234	775,039
Net Cash used in operating activities	(45,608)	(2,429)	(2,972,302)
Net Cash from (used in) investing activities			
Acquisition of intangible assets	-	-	(182,687)
Cash acquired in reverse merger	-	-	1,523
Cash from disposition of subsidiary	-	-	15,709
Reduction (increase)in loan receivable	-	3,451	(117,952)
Acquisition of property & equipment	-	-	(33,562)
Advances for note receivable	-	-	(1,114,182)
Net Cash (used in) investing activities	-	3,451 $	(1,431,151)

The accompanying notes are an integral part of these unaudited financial statements

ON4 COMMUNICATIONS INC.

Condensed Statements of Cash Flows

(Unaudited)

	6 Months Ended April 30 ,2015	6 Months Ended April 30,2014	Inception (June 5,2006) Through April 30,2015
Net Cash provided by (used in) financing activities:			
Bank indebtedness	-	(1,022)	-
Proceeds from common stock	-	-	1,821,267
Proceeds from preferred stock	-	-	1,000,000
Proceeds from notes payable	47,768	-	1,164,790
Repayment of notes payable	(2,160)	-	(83,410)
Payment of deferred financing costs	-	-	(20,500)
Proceeds from related parties	-	-	561,935
Repayments to related parties	-	-	(84,780)
Share issuance cosrs	-	-	(8,000)
Net Cash provided by financing activities	45,608	(1,022)	4,351,302
Effect of exchange rate changes on cash	-	-	53,674
Cash relating to discontinued operations:			
Operating activities	-	-	(119,701)
Investing activities	-	-	(661,509)
Financing activities	-	-	779,687
	-	-	(1,523)
Increase(decrease) in cash	-	-	-
Cash , beginning of period	-	-	-
Cash, end of period	$ -	$ -	$ -

Additional supplemental disclosures:

Stock and Short-Term Note Payable issued for exclusive license in and to QwickMed business assets	$ 285,000.00

The accompanying notes are an integral part of these unaudited financial statements

On4 COMMUNICATIONS INC.

NOTES TO THE FINANCIAL STATEMENTS

APRIL 30, 2015

(Unaudited)

1. The Company's Organization, History, and Current Operations

The Company was originally incorporated on June 4, 2001 under the laws of the State of Delaware as Sound Revolution Inc.

Our common stock is quoted on the Pink Sheets Quotation system under the symbol "ONCI.PK" and on the Berlin Stock Exchange under the symbol "O4C:GR".

On June 10, 2008, our company processed a 1 for 42 reverse stock split of the outstanding shares of common stock our company and also increased the number of authorized share capital of our company from 100,000,000 to 110,000,000 shares being100,000,000 authorized shares of common stock and 10,000,000 authorized preferred stock. On June 26, 2008, the reverse stock split and the increase in our company's authorized capital came into effect. As a result of the reverse split, the number of the outstanding shares of common stock of our company was decreased from 10,854,629 shares to 258,444 shares of common stock.

On March 12, 2009, we entered into a merger agreement with On4 Communications, Inc., a private Arizona company incorporated on June 5, 2006 ("On4"). We subsequently amended this agreement on April 7, 2009, and on May 1, 2009 we completed the merger with On4, with us as the surviving entity. Upon the completion of the merger, we had three wholly-owned subsidiaries: (i) Charity Tunes Inc., a Delaware company incorporated on June 27, 2005 for the purpose of operating a website for the distribution of music online; (ii) Sound Revolution Recordings Inc., a British Columbia, Canada company incorporated on June 20, 2001 for the purpose of carrying on music marketing services in British Columbia; and (iii) PetsMobility Inc., a Delaware company incorporated on March 23, 2006 for the purpose of operating the website www.petsmo.com and related business. Pursuant to the terms of the merger agreement, the Company acquired all assets and liabilities of On4 by issuing new shares to all former shareholders of On4 on a 1-to-1 basis. The Company issued 27,955,089 common shares to the former shareholders of On4 and the merger was accounted for as a "reverse merger" using the purchase method of accounting, with the former shareholders of On4 controlling 68% of the issued and outstanding common shares of the Company after the closing of the transaction. Accordingly, On4 was deemed to be the acquirer for accounting purposes and the financial statements are presented as a continuation of On4 and include the results of operations of On4 since incorporation on June 5, 2006, and the results of operations of the Company since the date of acquisition on May 1, 2009.

On October 2, 2009 the Company changed its name to On4 Communications, Inc.

On April 29, 2010, the Company sold its interest in PetsMobility, excluding certain specific assets, to On4 Communications Inc., a private Canadian company and our shareholder ("On4 Canada") pursuant to an asset purchase agreement in exchange for On4 Canada returning 2,000,000 shares of our common stock to our treasury for cancellation. On October 29, 2010 we amended the asset purchase agreement to clarify certain terms of the purchase and sale.

On March 16, 2011, we sold our interest in Charity Tunes and Sound Revolution to Empire Success, LLC, a private Nevada limited liability company, in exchange for $15,000 and 6,300 shares of Empire's common stock. As a result, we currently have no subsidiaries.

On November 3, 2011, we entered into a binding letter of intent ("LOI") to acquire 100% of the issued and outstanding shares of NetCents Systems Ltd. ("NetCents"), a private Alberta corporation engaged in the development and implementation of a unique and secure electronic payment system for online merchants and consumers. The LOI provided for a period of due diligence which was intended to lead to a formal agreement whereby the Company would acquire 100% of the issued and outstanding capital of NetCents. Clayton Moore, an officer and director of our Company until March 5, 2015, and Ryan Madson, an officer of our Company until January 2, 2015, were shareholders of NetCents and Mr. Moore is the president and director of Net Cents.

On November 4, 2011, Clayton Moore was appointed as a director, president and chief executive officer of our Company, Steven Allmen was appointed a director, Ryan Madson was appointed chief operating officer, Tom Locke was appointed as a director, chief financial officer, secretary and treasurer, and John Kaczmarowski was appointed chief technical officer. Effective July 23, 2012, Tom Locke resigned as chief financial officer, secretary, treasurer and as a director of our Company. His resignation was not the result of any disagreements with our Company regarding its operations, policies, practices or otherwise.

On December 15, 2011, we entered into a share exchange agreement with NetCents and the selling shareholders of NetCents ("Share Exchange Agreement"). Pursuant to the terms of the Share Exchange Agreement, our Company and NetCents agreed to engage in a share exchange which, if completed, would result in NetCents becoming a wholly owned subsidiary of our Company. However, this transaction never in fact closed and on November 12, 2014 the Company announced that the proposed merger agreement between On4 Communications, Inc. and NetCents Systems Ltd. had been officially rescinded.

On March 13, 2012, we received written consent from the board of directors and the holders of 52.40% of our company's voting securities to amend the Articles of Incorporation to increase our authorized capital. Accordingly, on April 19, 2012, the Delaware Secretary of State accepted for filing of a Certificate of Amendment, wherein, we amended our Articles of Incorporation to increase the authorized number of shares of our common stock from 100,000,000 to 200,000,000 shares of common stock, par value of $0.0001 per share, effective April 20, 2012. Our preferred stock unchanged.

On November 1, 2012, our company received written consent from the board of directors and the holders of 78.72% of our company's voting securities to amend the Articles of Incorporation to increase our authorized capital.Accordingly, on November 30, 2012, the Delaware Secretary of State accepted for filing of a Certificate of Amendment, wherein, our company amended its Articles of Incorporation to increase the authorized number of shares of our common stock from 210,000,000 to 630,000,000 shares, with a par value of $0.0001, which consists of 600,000,000 shares of common stock and 30,000,000 shares of preferred stock.

On October 11, 2013, the Financial Industry Regulatory Authority ("FINRA") approved a reverse stock split (the "Reverse Split") of the common shares of the Company, whereby every four hundred and fifty (450) old shares of the Company's common stock shall be exchanged for one (1) new share of the Company's common stock. As a result, the issued and outstanding shares of common stock of the

Company decreased from five hundred ninety nine million, six hundred fifty seven thousand, three hundred and forty six (599,657,346) shares prior to the Reverse Split to one million, three hundred thirty two thousand, five hundred seventy two (1,332,572) shares following the Reverse Split. The Reverse Split became effective on October 15, 2013.

On March 5, 2015 there was a total change in management with the resignations of Mr. Steve Allmen, Mr. Ryan Madson and Mr. Clayton Moore, and the appointment of on March 5, 2015, of Mr. Timothy J. Owens as the Company's President, Chief Executive Officer, Chief Financial Officer, Treasurer, and Director of the Company and the appointment on March 16, 2015 of Mr. Steve Dallas as the Company's Secretary and Director. With this management change, the Company also changed its business model (see **Section 6 Issuer's Business, Products & Services / Management Discussion & Analysis).**

2: Summary of Significant Accounting Policies

Basis of Presentation

These quarterly unaudited financial statements of On4 Communications, Inc. (the "Company") have been prepared in accordance with accounting principles generally accepted in the United States and contain all normal recurring accruals and adjustments that, in the opinion of management, are necessary to present fairly the Company's financial position at April 30, 2015, and the results of its operations and cash flows for the 6 months ended April 30, 2015.

Cash

At April 30, 2015 the Company maintained no cash balances.

Accounts Receivable

On December 15, 2011, the Company entered into the share exchange agreement with NetCents Systems Ltd. ("NetCents"). At July 31, 2014, the Company was owed $117,952 (October 31, 2013 - $121,090) for expenses paid by the Company on behalf of NetCents. The amount is unsecured, non-interest bearing, and due on demand. However, on November 12, 2014 the Company_announced that the proposed merger agreement between On4 Communications, Inc. and NetCents Systems Ltd. had been officially rescinded. Accordingly, the collectability of the remaining balance of $ 117,952 is substantially in doubt, and management has established a 100% provision for impairment.

Fixed Assets

The Company has fully amortized its fixed assets.

Other Assets

As described on Page 12, with the change in the Company's management effective as of March 5, 2015 the Company acquired, with Stock and with a Note, the exclusive license in and to intellectual property, business plans, website and website designs, business knowledge, business contacts and relationships, software and computer programs, trademarks, logos, copyrights and business processes relating to and associated with a national system to provide a health focused set of fund raising products and services to targeted group based organization in athletics, academics, and service industries, including but not limited to the *QwickMed* product line, including *Auto Kits, Per Kits* and *Emergency Kits* for Earthquake and other types of natural disasters containing up to 72 hours of survival supplies. The acquisition of this exclusive license required the one-time consideration payable of $ 285,000, which amount was settled $ 160,000 through the issuance of stock (see Page 4) and $ 125,000 through a Note Payable (see Page 16). The exclusive license may be terminated by Mr. Owens in the event that the Company fails to finance at least $ 25,000 per month commencing July 1, 2015 towards product development, marketing and production.

Revenue Recognition

The Company has had no revenue through April 30, 2015.

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions (if any) that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Net Loss per Share

Net loss per share is calculated using the weighted average number of shares of common stock outstanding during the year. The Company has adopted the provisions of SFAS No. 128, Earnings per Share.

Provision for Income Taxes

At this time, no provision for the payment of income taxes is required on the results of the Company's operations through April 30, 2015. The Company has approximately $ 8.71 million of net operating losses carried forward to potentially offset taxable income in future years, which expire commencing in calendar 2026.

Current Liabilities

The Company's liabilities are as follows:

Accounts Payable totaled $ 1,071,148 and $ 1,101,135 at April 30, 2015 and October 31, 2014, respectively. These are obligations that are incurred during the normal course of the operating cycle. Accrued interest expense on debt payable totaled $ 512,117 and $ 488,912 at April 30, 2015 and October 31, 2014.respectively and all other accrued expenses totaled $ 17,061 at April 30, 2015.

Notes Payable totaled $ 385,529 at April 30, 2015, and October 31, 2014. These included a note payable to Kestral Gold Inc.($ 22,928); a note payable to Scottsdale Investment Corporation ($319,980) and a note payable to Gordon Jessup ($ 42,621).

Convertible notes payable, net of discount, totaled $ 188.314 and $ 142,706 at April 30, 2015 and October 31, 2014, respectively. The April 30, 2015 balance included principal outstanding on convertible notes payable of $83,304 due Tide Pool Ventures Corporation; $ 60,460 due Beaufort Capital Partners , LLC; $ 20,000 due WHC Capital, LLC and $ 24,550 due Asher Enterprises, Inc.

Derivative liabilities represent the conversion options of the convertible notes payable which are required to be reflected as derivatives at their estimated fair value on each balance sheet date, with changes in fair value reflected in the statement of operations.

Stockholders' Deficit

Stockholders' deficit decreased from $ 2,276,507 at October 31, 2014 to a deficit of $ 2,172,364 at April 30, 2015 due to stock issuances totaling $ 182,160 during the period (including stock issued for $ 160,000 for the purchase of the QwickMed assets), less operating losses totaling $ 78,017 for the 6 months ended April 30, 2015.

3. Going Concern

These financial statements have been prepared on a going concern basis, which implies that the Company will continue to realize its assets and discharge its liabilities in the normal course of business. The Company has not generated significant revenues since inception and may not generate significant revenue or earnings in the immediate or foreseeable future. As at April 30, 2015 the Company has incurred an accumulated deficit of $16,188,225 since inception. The continuation of the Company as a going concern is dependent upon the continued financial support from its shareholders, the ability of the Company to obtain necessary equity and debt financing to continue operations, and the attainment of profitable operations. These factors raise substantial doubt regarding the Company's ability to continue as a going concern. These financial statements do not include any adjustments that might be necessary should the Company be unable to continue as a going concern.

The Company will need an injection of working capital to continue or to be successful in any future business activities. Therefore, continuation of the Company as a going concern is dependent upon obtaining the additional working capital necessary to accomplish its objectives. Management plans to seek debt or equity financing, or a combination of both, to raise the necessary working capital. In addition, commencing March 20, 2015 the Company changed its business model to what it believes will generate revenue commencing third quarter 2015, will be profitable and will generate positive cash flow, such that the Company can grow organically from this new business approach.

4. Management Changes During the Period and Related Party Transactions

(a) Effective March 5, 2015, Mr. Clayton Moore ("Mr. Moore") resigned from his position as the current President, Chief Executive Officer, Chief Financial Officer and as a member of the Board of Directors of On4 Communications, Inc. (the "Company"). Mr. Moore's resignation was not the result of any disagreement with the Company on any matter relating to the Company's operations, policies, practices, or otherwise. (Note: Effective December 19, 2014, Mr. Steve Allmen ("Mr. Allmen") resigned from his position as a member of the Board of Directors and Effective January 2, 2015, Mr. Ryan Madson ("Mr. Madson") resigned from his position as the current Chief Operating Officer, Chief Marketing Officer, Secretary, and Treasurer and as a member of the Board of Directors)

(b) On March 5, 2015, Mr. Timothy J. Owens ("Mr. Owens") was appointed to serve as the Company's President, Chief Executive Officer, Chief Financial Officer, Treasurer, and Director of the Company to serve until the next annual meeting and until his successor is duly appointed. On March 5, 2015, Mr. Owens accepted such appointment. Mr. Owens entered into a Service Agreement with the Company effective March 5, 2015 pursuant to which Mr. Owens will be compensated for his management services which accrues at the rate of $ 7,500 per month, payable only as and when the Company has sufficient resources to do so.

(c) On March 16, 2015, Mr. Steve Dallas ("Mr. Dallas") was appointed to serve as the Secretary and Director of the Company to serve until the next annual meeting and until his successor is duly appointed. On March 16, 2015, Mr. Dallas accepted such appointment. Mr. Owens entered into a Service Agreement with the Company effective March 16, 2015 pursuant to which Mr. Owens will be compensated for his management services which accrues at the rate of $ 5,000 per month, payable only as and when the Company has sufficient resources to do so.

(d) On March 31, 2015 30,000,000 Preferred Series "A" shares (which carry 5,000 to 1 votes over the common shares) and 20,000,000 common shares were issued to Mr. Owens and 100,000,000 common shares were issued to Mr. Dallas with a combined fair value of $ 180,000. Of this sum, $ 160,000 was partly attributable to the acquisition of the exclusive license to QwickMed business assets (described on Page 13) and $ 20,000 was attributable to management services provided to the Company during the start up of the new QwickMed business model. The balance of the required one-time license fee of $ 285,000 was settled through the issuance of a Note Payable in favor of Mr. Owens in the amount of $ 125,000 due March 5, 2016 and bearing interest at the rate of 6% per annum.

5. Contingent Obligation

On April 29, 2015 the Company entered into a Settlement Agreement with Tide Pool Ventures Corporation ("TPVC") which had outstanding convertible notes owed by the Company to TPVC totaling $ 83,305 at that date. Pursuant to this Settlement Agreement TPVC was irrevocably granted the right to convert its entire debt before any conversion of other third party convertible debt. In the event the Company violates this grant the Company stipulated to a civil judgement in favor of TPVC for all damages and costs incurred by TPVC in enforcing the grant.

6. Subsequent Events

(a) On May 14, 2015 WHC Capital, LLC, one of our convertible noteholders, submitted a request to retire $ 3,573.85 of its principal outstanding (leaving a principal balance of $ 16,426.15) in exchange for 10,359,008 of the company's common shares. This conversion however was not processed by our Transfer Agent pursuant to the undertaking provided to Tide Pool Ventures Corporation noted above.

(b) Similarly, on May 21,2015 Beaufort Capital Partners, LLC, another of our convertible noteholders, submitted a request to retire $ 1,960.00 of its principal outstanding (leaving a principal balance of $ $58,509.61) in exchange for 19,500,000 of the company's common shares. This conversion however was not processed by our Transfer Agent pursuant to the undertaking provided to Tide Pool Ventures Corporation noted above.

(c) Asher Enterprises, Inc. one of our convertible noteholders, submitted certain conversion requests and was issued the following common shares:

Issued on May 18, 2015 - 9,866,071 common shares to retire convertible debt of $ 5,525
Issued on May 20, 2015 - 10,357,143 common shares to retire convertible debt of $ 5,800
Issued on May 22, 2015 - 10,357,143 common shares to retire convertible debt of $ 5,800
Issued on May 28, 2015 - 10,872,549 common shares to retire convertible debt of $ 5,545
Issued on June 4, 2015 - 7,162,791 common shares to retire convertible debt of $ 1,580
and accrued interest of $ 1,500

The June 4, 2015 issuance settled the entire balance of the convertible debt and accrued interest thereon owed to Asher Enterprises, Inc.

(d) On May 19, 2015 Tide Pool Ventures Corporation, one of our convertible noteholders, submitted a request to retire $ 200.00 of its principal outstanding (leaving a principal balance of $ 85,102.35) in exchange for 20,000,000 of the company's common shares. This conversion was processed by our Transfer Agent on June 5, 2015.

(e) On June 4, 2014, our company received written consent from the board of directors and the majority holder of our company's voting securities to amend the Articles of Incorporation to increase our authorized capital. Accordingly, on June 4, 2014, the Delaware Secretary of State accepted for filing of a Certificate of Amendment, wherein, our company amended its Articles of Incorporation to increase the authorized number of shares of our common stock from 630,000,000 to 5,030,000,000 shares, with a par value of $0.0001, which consists of 5,000,000,000 shares of common stock and 30,000,000 shares of preferred stock.

At the date of this filing (June 12, 2015) the issued and outstanding common shares totaled 266,344,398 and the issued and outstanding "Series A" preferred shares totaled 30,000,000.

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6) Issuer's Business, Products & Services / Management Discussion & Analysis

The following Management's Discussion & Analysis (MD&A) should be read in conjunction with On4 Communications, Inc. financial statements for the six months ended April 30, 2015, and the notes thereto. The Accompanying Financial Statements have been prepared from the books and records of the Company and have not been subject to independent review and audit. The financials reflect all adjustments known to management necessary to fairly reflect the results of operations and financial position of the Company for the periods presented.

Forward-looking Statements

This section contains certain statements that may include "forward-looking statements" as defined in the Private Securities Litigation Reform Act of 1995. These forward-looking statements are often identified by the use of forward-looking terminology such as "believes," "expects," "anticipate," "optimistic," "intend," "will" or other similar expressions. The Company's actual results could differ materially from those anticipated in these forward-looking statements as a result of a variety of factors, including those discussed in the Company's periodic reports that are filed with OTC and available on its website http://www.otcmarkets.com. All forward-looking statements attributable to the Company or persons acting on its behalf are expressly qualified in their entirety by these factors. Other than as required under applicable securities laws, the Company does not assume a duty to update these forward-looking statements.

Description of Business

Through March 20, 2015 the Company's intended business model was to attempt to manufacture two-way communication and location devices with applications that included tracking people, pets, assets, and inventory, among others. The Company had not however been successful in generating any significant revenues from this business model. However, with the total change in the Company's management on March 20, 2015 new management (Timothy J Owens and Steve Dallas) took charge of the Company with the objective of abandoning its prior unsuccessful business model and implementing, acquiring or merging with a new, more successful, type of business. This new management brings with it a unique web enabled software platform designed to provide a "one stop shop" for fundraising groups to maximize their efforts in creating successful programs to raise as much money as needed to support their activities. Our web based system provides several educational tools, program outlines, unique products and the ability to develop reoccurring income from several sources. New management spent 3 years designing, developing and testing various configurations of products, together with identifying the diverse needs of the national fund raising industry. In working with church groups, pee-wee football, high school football, baseball, track, swim teams, music, scholastic groups and other organized achievement and sports groups we have identified the abilities, focus and needs of each group and have created programs and tools to achieve profitable and targeted success in each area

We have integrated our expertise in Web based systems, medical products and national program rollout into what we believe will be the first comprehensive system focused on the growing needs of this industry. Our research has focused on replacing traditional fundraising products such as candy, popcorn and other perishable items with non-food/durable products such as small medical kits for the home and car. The manufacture and distribution of fundraising products has grown to be a multibillion dollar industry that has been mainly driven by "mom and pop" groups. We believe that we are entering a time that matches a growing need for innovation in products and systems that will enable fundraising groups the ability to market of innovative and attractive products to a diverse demographic by creating goodwill in the marketing of our products that provide real value to the non-profits' benefactors.

Our web enabled system will provide for continuous updates; a group challenge center for national contests; and product discounts for both fundraising groups and non-profit organizations. We will aggregate individual organizations together with other similar groups to create group buying clubs with added revenue benefits. We intend to start this new business model with the *QwickMed* product line, which includes various fund raising kits designed for ages 8 to 16. The kits are designed to retail from $ 10 to $ 20 each, and come in *Minor Emergency* (bug byte & sting, minor cut, blister and other first aid treatment configurations), mini *Auto Kits, Pet Kits* and *Emergency Kits* for Earthquake and other types of natural disasters containing up to 72 hours of survival supplies.

Our product line integration begins with medical kits - projected to be ready with new artwork and supplies **by the end of third quarter, 2015.** We have started to notify local area groups that we intend to have fund raising products, event organizational material and a new revamped web portal for automated ordering ready **by July 31, 2015**. The web portion of our offering will allow for limited ordering and fulfillment capability. Additional services outlined herein are planned to start **in fourth quarter 2015** and are expected to continue to be enhanced **throughout the remainder of calendar 2015** as additional financing becomes available to the Company.

The above provides an outline of our new business model to allow our shareholders to understand the general nature and direction of the business integrated into On4 Communications Inc. by new management.

Operating results.

For the three and six months ended April 30, 2015 the Company incurred a net operating loss of $ 42,122 and $49,622 respectively, which was significantly less than the net operating loss of $ 215,568 and $231,015 for the three and six months ended April 30, 2014 respectively due to a significant reduction in management fees.

The overall net loss for the three and six months ended April 30, 2015 was $ 56,469 and $78,017 respectively, compared with an overall net loss for the three and six months ended April 30, 2014 of $ 210,801 and $454,506 respectively. New management intends to continue to carefully scale its operating overhead to significantly lower cost levels, while commencing to generate revenue from its new business model in third quarter 2015.

Legal Proceedings

The Issuer is not a defendant in any legal proceedings.

The issuer's fiscal year end date: October 31

7) Describe the Issuer's Facilities

Through March 20, 2015 our principal offices were located at Suite 1704 – 1188 West Pender Street, Vancouver, British Columbia, Canada V6E 0A2. The office space at this location consisted of approximately 600 square feet at the cost of $1,100 per month. Effective March 20, 2015 we changed our principal offices to a 6,000 sq.ft warehouse and office facility located at 25 West Easy Street, Simi Valley, CA 93065, telephone: (805) 760-8274, at a cost of $ 3,750 per month. Effective May 15, 2015 we further changed our principal office to Camarillo Village Square, 2390 C. Los Poses Road # 424, Camarillo, CA 93010.

8) Officers, Directors, and Control Persons

A. Current Directors, Officers, and any significant shareholders:

Mr. Timothy J. Owens, President, Chief Executive Officer, Chief Financial Officer, Treasurer, and Director (from March 5, 2015 to present). See Page 20 for shareholding.

Mr. Steve Dallas, Secretary and Director (from March 16, 2015 to present). See page 20 for shareholding.

Prior Officers and Directors during current fiscal year:

Mr. Steve Allmen, Director until December 19, 2014; Mr. Ryan Madson, Chief Operating Officer, Chief Marketing Officer, Secretary, Treasurer and Director until January 2, 2015 and Mr. Clayton Moore, President, Chief Executive Officer, Chief Financial Officer and Director until March 5,2015.

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

C. Beneficial Shareholders

Provide a list of the name, address and shareholdings or the percentage of shares owned by all persons beneficially owning more than ten percent (10%) of any class of the issuer's equity securities. If any of the beneficial shareholders are corporate shareholders, provide the name and address of the person(s) owning or controlling such corporate shareholders and the resident agents of the corporate shareholders.

At the date of this filing, the Company has 266,344,398 issued and outstanding common shares and 30,000,000 issued and outstanding "Series A" preferred shares. Of these, the current holders of more than 10% are as follows:

		Percentage of total issued and outstanding
Steve Dallas	100,000,000 common shares	37.55%
c/o 2390 C. Los Poses Road, # 424, Camarillo, CA 93010		
Timothy J. Owens	30,000,000 preferred shares	100.00%
c/o 2390 C. Los Poses Road, # 424, Camarillo, CA 93010		

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
Zouvas Law Group, P.C.
3990 Old Town Ave, Suite C102
San Diego, CA 92110
619-688-1116

Accountant or Auditor
Alan J. Bailey (Accountant)
1875 Century Park East, 6th Floor
Los Angeles, CA 90067
310-722-6624

Investor Relations Consultant
None

10) Issuer Certification

I, Timothy J. Owens certify that:

1. I have reviewed this disclosure statement of On4 Communications, 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.

Date: June 12, 2015
/s/ ***TIMOTHY J. OWENS***, Chief Executive Officer, Chief Financial Officer, Treasurer and Director.