SONASOFT CORPORATION

Company Information and Disclosure Statement
December 31, 2015

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 outstanding 276,275,566 as of December 31, 2015

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

4) Issuance History

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

Date	Description	Shares	Price	Status
03/31/2013	Ramesh Kumar Kannan	10,000,000	$.005	Private Placement
03/31/2013	Barbara Tang	3,000,000	$.005	Private Placement
03/31/2013	Douglas Mackallor	4,200,000	$.005	Private Placement
06/30/2013	Andy Khanna	4,000,000	$.005	Share issued in lieu of salary
06/30/2013	Mike Khanna	4,000,000	$.005	Shares issued in lieu of salary
06/30/2013	Neil Khanna	4,000,000	$.005	Shares issued in lieu of salary
06/30/2013	Bilal Ahmed	4,000,000	$.005	Shares issued in lieu of salary
06/30/2013	Anthony Trepel	1,500,000	$.005	Legal Service
06/30/2013	Subhash Sachdeva	1,000,000	$.005	Financial Services
12/31/2013	Romesh Japra	5,000,000	$.005	Private Placement
12/31/2013	Mike Khanna	1,000,000	$.005	Shares issued in lieu of Salary
12/31/2013	David Currie Payre	200,000	$.005	Marketing Services
03/31/2014	Nancy Lynn Tompkins	500,000	$.005	Legal Services
03/31/2014	Romesh Japra	4,000,000	$.025	Private Placement
03/31/2014	Romi Randhawa	4,000,000	$.025	Private Placement
05/14/2014	Bruce E Methven	2,000,000	$.025	Legal Services
09/10/2014	Madison Park Fund Investment LLC	2,000,000	$.025	REG A Shares
09/24/2014	Madison Park Fund Investment LLC	1,000,000	$.025	REG A Shares
09/19/2014	Blackbridge Capital LLC	2,000,000	$.025	REG A Shares
01/09/2015	Garret Rajkovich	5,456,167	$.025	Debt conversion into Equity
01/09/2015	Romesh Japra	20,000,000	$.025	Debt conversion into Equity
01/09/2015	Michelle Rose	1,320,000	$.025	Debt conversion into Equity
01/09/2015	Joseph Rapp	4,000,000	$.025	Debt conversion into Equity
01/09/2015	Kenneth Fishman	880,000		Debt conversion into Equity

			$.025	
01/09/2015	Romesh Japra	16,000,000	$.025	Debt conversion into Equity
01/09/2015	Nand Khanna	4,150,000	$.005	Exercise Vested Options
01/09/2015	Mike Khanna	1,631,250	$.005	Exercise Vested Options
01/09/2015	Bilal Ahmed	1,975,000	$.005	Exercise Vested Options
01/09/2015	Subhash Sachdeva	3,600,000	$.005	Exercise Vested Options
01/09/2015	Neil Khanna	2,525,000	$.005	Exercise Vested Options
01/09/2015	Doug Mackallor	500,000	$.005	Exercise Vested Options
01/09/2015	Integra Infotech.Inc	5,000,000	$.005	Exercise Vested Options
01/09/2015	Jim Gilmer	700,000	$.005	Exercise Vested options
01/09/2015	Romi Randhawa	150,000	$.005	Exercise Vested options
01/09/2015	Romesh Japra	350,000	$.005	Exercise Vested options
01/09/2015	Integra Infotech Inc.	150,000	$.005	Exercise Vested options
01/09/2015	James Kelleher	300,000	$.005	Exercise Vested options
01/09/2015	Garrett Rajovich	200,000	$.005	Exercise Vested options
01/09/2015	Hans Van Rietschote	100,000	$.005	Exercise Vested options
01/09/2015	Hema Ganapathy	100,000	$.005	Exercise Vested options
01/09/2015	Integra Infotech Inc.	100,000	$.005	Exercise Vested options
01/09/2015	P.L Malhotra	50,000	$.005	Exercise Vested options
01/09/2015	Kannan Ramesh Kumar	100,000	$.005	Exercise Vested options
02/23/2015	Douglas Mackallor	400,000	$.025	Investment, shares issued in lieu of cash
02/23/2015	Harpreet Singh Sandhu	600,000	$.025	Investment, shares issued in lieu of cash
02/23/2015	Devin F. Lynch	400,000	$.025	Investment, shares issued in lieu of cash
02/23/2015	Douglas Mackallor	240,000	$.025	Shares issued to settle debt
02/23/2015	Mike Khanna	300,000	$.025	Shares issued to settle debt
02/23/2015	Aaron Marinucci	200,000	$.025	Shares issued to settle debt
02/23/2015	Antonio T. Pimentel	1,261,700	$.025	Shares issued to settle debt
02/23/2015	Estate of Edwin A. Helwig	1,261,700	$.025	Shares issued to settle debt
02/23/2015	Barbara G. Helwig	1,261,700	$.025	Shares issued to settle debt
02/23/2015	Nand Khanna	500,000	$.025	Shares issued to settle debt
02/23/2015	Scott Khanna	160,000	$.025	Shares issued to settle debt
04/27/2015	Dr Romesh Japra	2,000,000	$.025	Investment, Shares issued in lieu of cash
04/27/2015	Kenneth Fishman	1,600,000	$.025	Investment, Shares issued in lieu of cash
04/27/2015	Robert A. & Jacqueline Martin	2,000,000	$.025	Investment, Shares issued in lieu of cash
04/27/2015	Rodney Martin & Michele Morehead	1,000,000	$.025	Investment, Shares issued in lieu of cash
04/27/2015	Mohan Trikha	200,000	$.025	Investment, Shares issued in lieu of cash
04/27/2015	Charles Naegele	1,000,000	$.025	Investment, Shares issued in lieu of cash
04/27/2015	Crossfire Ventures	2,000,000	$.025	Investment, Shares issued in lieu of cash
04/27/2015	Nancy Tompkins	600,000	$.025	Investment, Shares issued in lieu of cash
04/27/2015	John Wagner	400,000	$.025	Investment, Shares issued in lieu of cash

04/27/2015	Mike Khanna	400,000	$.025	Investment, Shares issued in lieu of cash
02/23/2015	Tanya J Sachdeva	200,000	$.025	Investment, Shares issued in lieu of cash
02/23/2015	Aaron Marinucci	600,000	$.025	Shares issued in lieu of commission
08/19/2015	Japra Family Trust	600,000	$.025	Investment, Shares issued in lieu of cash
08/19/2015	Randhawa Family Trust	600,000	$.025	Investment, Shares issued in lieu of cash
08/26/2015	Crossfire Ventures	400,000	$.025	Investment, Shares issued in lieu of cash

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

None

C. The number of shares offered;

200,000,000@$.025 per share (Reg A shares), the approval for Reg A expired on August 25, 2015.

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 AShares
All shares prior to REG A shares approval was 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 Quarter ending September 30, 2015 has been filed separately.

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

A. a description of the issuer's business operations

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.

Founded in 2002, Sonasoft is headquartered in San Jose, California.

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;

Software solution provider

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 $3,100 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 34,160,000 shares, or approximately 12.36% of Company's Common Stock)
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 67,189,667 shares, or approximately 24.28%of Company's Common Stock)
Romi Randhawa (4)	Director, holding 11,730,689 shares, or approximately 4.26% of Company's Common Stock.
Garrett Rajkovich(5)	Control Person (holding 12,942,834shares, or approximately 4.68% of Company's Common Stock)

Joseph Rapp & Ana Rapp JT Ten	Control Person (holding 16,985,667 shares, or approximately 6.15% of Company's Common Stock)

(1) For the determination of control persons, calculations are done based on 276,275,566 shares of the Company's Common Stock issued and outstanding as of September 30, 2015.
(2) Represents 34,160,000 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 67,189,237 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 11,730,689 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 12,942,834 shares held by 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 not related to CEO. 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. 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 agreement with Vince Khanna to settle the lawsuit. Pursuant to the settlement agreement, Vince Khanna released the Company from all claims against the Company. In exchange, the Company agreed to grant Vince Khanna an unsecured note.

On February 5, 2013, the Company paid off the full settlement amount of $227,000 owed to Vince Khanna. However, the settlement agreement contains a provision that provides for reasonable attorney fees in the event of default. Vince Khanna made a claim for his attorney fees, and the court has awarded attorney fees of $193,000 to Vince Khanna. We had filed the appeal against the award for Attorney fees with Appellate Court. The Company has obtained the bond for $289,782 and filed with court. The Court has issued stay order for collection of Attorney fees until the appeal filed by the Company decided by Appellate Court.

C. Beneficial Shareholders.

Name	Affiliation	Percentage of Class (1)
Dr. Ramesh K. Japra 1000 Hunter Lane Fremont, CA, 94539	Director & Chairman of the Board	24.28%
Nand "Andy" Khanna 6246 McAbee Rd San Jose, CA, 951320	President, CEO & Director	12.36%

(1) Based on 276,275,566 shares of the Company's Common Stock issued and outstanding as of December 31, 2015.

9) Third Party Providers

Legal Counsel

Name: Gregg E. Jaclin Partner
Firm: Szaferman, Lakind, Blumstein & Blader, P.C
Address 1: 101, Grovers Mill Road, 2nd Floor
Address 2: Lawrenceville, New Jersey, 08648
Phone: 609-557-0951
Email: gjaclin@szaferman.com

Name: Steve M. Defilippis
Firm: Picone & Defilipps, as the Company's counsel in connection to the legal proceedings disclosed under 8(B)
Address 1: 625 North First Streets,
Address 2: San Jose, CA 95112
Phone: (408)292-0441
Email: Flipsmd2005@yahoo.com

Accountant or Auditor

Malone & Bailey LLP
9801 Westheimer Road, Suite 1100
Houston, Texas 77042

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.

March 9, 2016

/s/Andy Khanna
President/CEO/Director