



VEMANTI GROUP, INC.

QUARTERLY REPORT

September 30, 2016

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1) NAME OF THE ISSUER AND ITS PREDECESSORS

Exact name of the Issuer is Vemanti Group Inc. The Company was incorporated in the State of Nevada on April 3, 2014.

2) ADDRESS OF THE ISSUER'S PRINCIPAL EXECUTIVE OFFICES

5000 Birch Street
West Tower – 3rd Floor
Newport Beach, CA 92660

Email: info@vemanti.com
Website: www.vemanti.com

3) SECURITIES INFORMATION

Trading Symbol: VMNT
CUSIP: 92259A 102
Par or Stated Value: \$0.0001

PREFERRED STOCK

Shares Authorized:	50,000,000	Preferred Class A
Shares Outstanding:	40,000,000	As of September 30, 2016

COMMON STOCK

Shares Authorized:	500,000,000	
Shares Outstanding:	45,020,000	As of September 30, 2016
Non-Restricted:	4,710,000	As of September 30, 2016
Shareholder of Record:	49	

Transfer Agent

Globex Transfer, LLC.
780 Deltona Blvd, Suite 202
Deltona, FL. 32725
386-206-1133

The transfer agent is registered under the Exchange Act.

There are no restrictions on the transfer of securities.

There are no trading suspension orders issued by the SEC in the past 12 months.

4) **ISSUANCE HISTORY**

- On April 3, 2014 40,000,000 Common and Preferred shares were issued in connection with the exchange for 100% of the membership interest in VoiceStep Telecom, LLC.
- On April 19, 2014 1,000,000 Common shares were issued for cash proceeds of \$100;
- On August 31, 2014 1,000,000 Common shares were offered through 506(b) Form D and 370,000 Common shares were sold and issued for cash proceeds of \$37,000;
- On December 09, 2015 600,000 Common shares were issued for services rendered valued at \$60;
- On May 20, 2015 500,000 Common shares were issued for services rendered valued at \$50,000;
- On June 24, 2016 2,000,000 Common shares were issued for debt conversion valued at \$2,000;
- On July 25, 2016 500,000 Common shares were issued for services rendered valued at \$65,000;
- On August 26, 2016 50,000 Common shares were issued for acquisition rendered valued at \$10,000.

5) **FINANCIAL STATEMENTS**

The financial statements are incorporated herein of this quarterly report.

VEMANTI GROUP, INC.
CONSOLIDATED BALANCE SHEETS
(UNAUDITED)

	September 30, 2016	December 31, 2015
<u>ASSETS</u>		
Current Assets:		
Cash	\$ 30,069	\$ 47,028
Accounts receivable	4,509	7,712
Other current assets	20,000	20,000
Total Current Assets	54,578	74,740
Intangible asset, net		709
Equipment, net	9,722	-
TOTAL ASSETS	64,300	75,449
<u>LIABILITIES AND STOCKHOLDERS' EQUITY (DEFICIT)</u>		
Current Liabilities:		
Accounts payable	\$ 1,382	\$ 3,904
Accrued expenses	14,432	14,170
Advance from stockholder	500	500
Note payable, current portion, net of discount of \$0 and \$1,257	49,801	45,159
Total current liabilities	66,115	63,733
Note payable, net of current portion	63,915	102,643
TOTAL LIABILITIES	130,030	166,376
<u>STOCKHOLDERS' EQUITY (DEFICIT):</u>		
Preferred stock, \$0.0001 par value, 50,000,000 shares authorized, 40,000,000 and 40,000,000 shares issued and outstanding, respectively	4,000	4,000
Common stock, \$0.0001 par value, 500,000,000 shares authorized, 45,020,000 and 41,970,000 shares issued and outstanding, respectively	4,502	4,197
Additional paid-in capital	267,824	79,463
Accumulated deficit	(342,056)	(178,587)
Total stockholders' equity (deficit)	(65,730)	(90,927)
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	\$ 64,300	\$ 75,449

The accompanying notes are an integral part of these consolidated financial statements.

VEMANTI GROUP, INC.
CONSOLIDATED STATEMENTS OF OPERATIONS
(UNAUDITED)

	For the Three Months Ended September 30,		For the Nine Months Ended September 30,	
	2016	2015	2016	2015
Sales	\$ 124,114	\$ 166,099	\$ 379,357	\$ 470,337
Cost of sales	29,599	69,591	101,183	160,594
Gross margin	94,515	96,508	278,174	309,743
Operating expenses:				
General & administrative expenses	127,311	103,338	435,045	300,479
Total operating expenses	127,311	103,338	435,045	300,479
Income (loss) from operations	(32,796)	(6,830)	(156,871)	9,264
Other income (expense):				
Interest expense	(1,879)	(3,949)	(7,513)	(10,780)
Other income	284	3,836	915	4,285
Total other expense	(1,595)	(113)	(6,598)	(6,495)
Income (loss) before provision for income taxes	(34,391)	(6,943)	(163,469)	2,769
Provision for income taxes	-	3,500	-	-
Net income (loss)	\$ (34,391)	\$ (3,443)	\$ (163,469)	\$ 2,769
Earnings (loss) per share:				
Basic	\$ (0.00)	\$ (0.00)	\$ (0.00)	\$ 0.00
Diluted	\$ (0.00)	\$ (0.00)	\$ (0.00)	\$ 0.00
Weighted average shares outstanding:				
Basic	44,853,152	41,970,000	43,772,007	41,970,000
Diluted	44,853,152	41,970,000	43,225,495	41,970,000

The accompanying notes are an integral part of these consolidated financial statements.

VEMANTI GROUP, INC.
CONSOLIDATED STATEMENTS OF CASH FLOWS
(UNAUDITED)

	For the Nine Months Ended	
	September 30,	
	2016	2015
Cash flows from operating activities:		
Net income (loss)	\$ (163,469)	\$ 2,769
Adjustments to reconcile net income (loss) to net cash provided by (used in) operating activities:		
Depreciation and amortization	987	1,278
Stock-based compensation	176,666	25,000
Amortization of debt discount	1,257	2,486
Changes in assets and liabilities:		
Accounts receivable	3,203	(2,380)
Other current assets	-	736
Accounts payable	(2,522)	37
Accrued expenses	262	12,095
Income tax payable	-	(14,400)
Net cash provided by operating activities	<u>16,384</u>	<u>27,621</u>
Cash flows from financing activities:		
Repayment of notes payable	(33,343)	(31,372)
Net cash used in financing activities	<u>(33,343)</u>	<u>(31,372)</u>
Net decrease in cash	(16,959)	(3,751)
Cash, beginning of the period	<u>47,028</u>	<u>65,233</u>
Cash, end of the period	<u>\$ 30,069</u>	<u>\$ 61,482</u>
Cash paid for:		
Interest	\$ 7,513	\$ 10,780
Income taxes	\$ -	\$ -
Supplemental disclosure of non-cash activity:		
Conversion of notes payable for common stock	\$ 2,000	\$ -

The accompanying notes are an integral part of these consolidated financial statements.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

Note 1 - Organization and Basis of Presentation

Organization and Line of Business

Vemanti Group, Inc., (“Vemanti”) was incorporated on April 3, 2014 under the laws of the state of Nevada. VoiceStep Telecom, LLC, a California limited liability company, was formed on January 27, 2005 and originally founded in 2002 (“VoiceStep”). On April 3, 2014, the sole member of VoiceStep exchanged 100% of his membership interest in VoiceStep for 40,000,000 shares of Vemanti’s common stock and 40,000,000 shares of Vemanti’s preferred stock. Vemanti and its wholly-owned subsidiaries, VoiceStep, and MedicatedOne, are hereafter referred to as the “Company.”

The Company is a diversified holding corporation that seeks to be active in high-growth and technology-driven markets. It plans to grow through acquisitions by looking for businesses that have start-able products and partner with them, starting a joint-venture with an equity stake or making them a wholly owned subsidiary. It focuses mainly on scale-ups, seeking to create long-term sustainable value for our businesses and shareholders.

Currently through its VoiceStep wholly-owned subsidiary, the Company provides a one-stop resource for network communication needs. The Company’s network offers availability, coverage and flexibility, and enables the following technology solutions: unified communications, data center services, content delivery, voice over IP (VoIP) and cloud computing.

Basis of Presentation

The information furnished herein reflects all adjustments (consisting of normal recurring accruals and adjustments) which are, in the opinion of management, necessary to fairly present the operating results for the respective periods. Certain information and footnote disclosures normally present in annual consolidated financial statements prepared in accordance with accounting principles generally accepted in the United States of America (“US GAAP”) were omitted pursuant to such rules and regulations. These unaudited consolidated financial statements should be read in conjunction with the unaudited consolidated financial statements and footnotes for the year ended December 31, 2015. The results for the nine months ended September 30, 2016, are not necessarily indicative of the results to be expected for the year ending December 31, 2016.

Note 2 – Summary of Significant Accounting Policies

Principles of Consolidation

The accompanying unaudited consolidated financial statements include the accounts of the Company and its wholly-owned subsidiaries VoiceStep, and MedicatedOne. All significant intercompany transactions and balances have been eliminated.

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions. These estimates and assumptions 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. Significant estimates made by management include, among others, revenue recognition. Actual results could differ from those estimates. It is possible that accounting estimates and assumptions may be material to the Company due to the levels of subjectivity and judgment involved.

Cash and Cash Equivalents

Cash and cash equivalents include cash on hand and cash in time deposits, certificates of deposit and all highly liquid debt instruments with original maturities of three months or less. As of September 30, 2016 and December 31, 2015, the Company had no cash equivalents.

Accounts Receivable

The Company regularly reviews collectability and establishes an allowance for doubtful accounts as necessary using the allowance method. The receivables are not collateralized.

The Company estimates the ability to collect receivables by performing ongoing credit evaluations of its customers' financial condition. Estimates are based on assumptions and other considerations, including payment history, credit ratings, customer financial performance, industry financial performance and aging analysis. The Company reviews its accounts receivable by aging category and to identify customers with known disputes or collection issues. In determining the allowance, the Company makes judgments about the creditworthiness of a majority of its customers based on ongoing credit evaluations. The Company also considers its historical level of credit losses and current economic trends that might impact the level of future credit losses. Accounts receivable are written-off when they are deemed uncollectible.

Equipment

Equipment is stated at cost. Expenditures for maintenance and repairs are charged to earnings as incurred; additions, renewals and betterments are capitalized. When equipment is retired or otherwise disposed of, the related cost and accumulated depreciation are removed from the respective accounts, and any gain or loss is included in operations. Depreciation of equipment is provided using the straight-line method for substantially all assets with estimated lives as follows:

Software licenses	5 years
Computer equipment	5 years

Long-Lived Assets

The Company applies the provisions of ASC Topic 360, "Property, Plant, and Equipment," which addresses financial accounting and reporting for the impairment or disposal of long-lived assets. ASC 360 requires impairment losses to be recorded on long-lived assets used in operations when indicators of impairment are present and the undiscounted cash flows estimated to be generated by those assets are less than the assets' carrying amounts. In that event, a loss is recognized based on the amount by which the carrying amount exceeds the fair value of the long-lived assets. Loss on long-lived assets to be disposed of is determined in a similar manner, except that fair values are reduced for the cost of disposal. Based on its review at September 30, 2016 and December 31, 2015, the Company believes there was no impairment of its long-lived assets.

Revenue Recognition

The Company recognizes revenues derived from sub-leasing telecommunications infrastructure and the provision of telecommunications and colocation services when the service has been provided and when there is persuasive evidence of an arrangement, the fee is fixed or determinable, and collection of the receivable is reasonably assured. Taxes collected from customers and remitted to a governmental authority are reported on a net basis and are excluded from revenue. Most revenue is billed in advance on a fixed-rate basis. The remainder of revenue is billed in arrears on a transactional basis determined by customer usage.

The Company often bills customers for upfront charges. These charges relate to down payments or prepayments for future services or equipment and are influenced by various business factors including how the Company and customer agree to structure the payment terms. These payments are recognized as deferred revenue until the service is provided or equipment is delivered and installed. All ongoing fees are billed and recognized as revenue on a monthly basis as service is provided.

Stock-Based Compensation

The Company records stock-based compensation in accordance with FASB ASC Topic 718, “*Compensation – Stock Compensation*.” FASB ASC Topic 718 requires companies to measure compensation cost for stock-based employee compensation at FV at the grant date and recognize the expense over the employee’s requisite service period. The Company recognizes in the statement of operations the grant-date FV of stock options and other equity-based compensation issued to employees and non-employees.

Income Taxes

The Company accounts for income taxes in accordance with ASC Topic 740, “Income Taxes.” ASC 740 requires a company to use the asset and liability method of accounting for income taxes, whereby deferred tax assets are recognized for deductible temporary differences, and deferred tax liabilities are recognized for taxable temporary differences. Temporary differences are the differences between the reported amounts of assets and liabilities and their tax bases. Deferred tax assets are reduced by a valuation allowance when, in the opinion of management, it is more likely than not that some portion, or all of, the deferred tax assets will not be realized. Deferred tax assets and liabilities are adjusted for the effects of changes in tax laws and rates on the date of enactment.

Under ASC 740, a tax position is recognized as a benefit only if it is “more likely than not” that the tax position would be sustained in a tax examination, with a tax examination being presumed to occur. The amount recognized is the largest amount of tax benefit that is greater than 50% likely of being realized on examination. For tax positions not meeting the “more likely than not” test, no tax benefit is recorded. The adoption had no effect on the Company’s consolidated financial statements.

Prior to April 3, 2014 VoiceStep, a limited liability company, was treated as a partnership for federal and state income tax purposes with all income tax liabilities and/or benefits of VoiceStep being passed through to its member. As such, no recognition of federal or state income taxes for the Company has been provided for the year ended December 31, 2013 or from January 1, 2014 to April 3, 2014, in the accompanying financial statements. VoiceStep is still subject to California LLC fees and tax based on gross income. Those expenses are included in general and administrative expenses.

As a limited liability company, VoiceStep’s taxable income or loss is allocated to members in accordance with their respective percentage ownership. Therefore, no provision or liability for federal income taxes has been included in the financial statements. In the event of an examination of VoiceStep’s tax return, the tax liability of the members could be changed if an adjustment in VoiceStep’s income is ultimately sustained by the taxing authorities.

Basic and Diluted Earnings Per Share

Earnings per share is calculated in accordance with ASC Topic 260, “Earnings Per Share.” Basic earnings per share (“EPS”) is based on the weighted average number of common shares outstanding. Diluted EPS is based on the assumption that all dilutive convertible shares and stock warrants were converted or exercised. Dilution is computed by applying the treasury stock method. Under this method, options and warrants are assumed to be exercised at the beginning of the period (or at the time of issuance, if later), and as if funds obtained thereby were used to purchase common stock at the average market price during the period. There are no potentially dilutive securities outstanding during any periods presented. For purposes of the EPS, the exchange of 100% interest of VoiceStep for 40,000,000 shares of Vemanti common stock is assume to have occurred on January 1, 2013.

Note 3 – Other Current Assets

Other current assets at September 30, 2016 and December 31, 2015 consisted of refundable deposits with vendors to establish credit.

Note 4 – Equipment

Equipment at September 30, 2016 and December 31, 2015 consisted of the following:

		September 30, 2016		December 31, 2015
Software licenses	\$	32,188	\$	32,188

Computer equipment	13,323	13,323
	45,511	45,511
Less accumulated depreciation	(45,511)	(44,802)
Equipment, net	\$ -	\$ 709

Depreciation expense for the nine months ended September 30, 2016 and 2015 was \$709 and \$1,278, respectively.

Note 5 – Intangible Asset

Intangible assets at September 30, 2016 and December 31, 2015 consisted of the following:

	September 30, 2016	December 31, 2015
Technological know-how	\$ 10,000	-
Less accumulated amortization	(278)	-
Intangible asset, net	\$ 9,722	\$ -

Amortization expense for the nine months ended September 30, 2016 and 2015 was \$278 and \$0, respectively.

Note 6 – Notes Payable

Note payable at September 30, 2016 and December 31, 2015 consisted of the following:

	September 30, 2016	December 31, 2015
Note payable to bank; interest at 6.35% per annum; monthly principal and interest payments of \$4,398; due on January 28, 2019. This note is secured by virtually all the assets of the Company.	\$ 110,716	\$ 144,059
Note payable to an individual; non-interest bearing, but if not paid by due date interest accrues at 5% per year; due on April 1, 2016. This note can be converted into shares of common stock at the option of the holder at a rate of \$0.001 per shares any time after April 1, 2015 if the note remains unpaid. The holder is limited to holding less than 5% of the outstanding shares.	3,000	5,000
Total	113,716	149,059
Debt discount	-	(1,257)
Total, net of discount	113,716	147,802
Less current portion	(49,801)	(45,159)
Note payable, long-term portion	\$ 63,915	\$ 102,643

As of April 1, 2015, the above note payable for \$5,000 was not repaid, therefore, the note became convertible into shares of the Company's common stock at \$0.001 per shares at the option of the note holder. The Company determined that the note contained a beneficial conversion feature which is limited to the face amount of the note payable. This beneficial conversion feature has been recorded in the financial statements to additional paid-in capital and as a discount to the note payable. The debt discount is being amortized over the remaining term of the note. The Company recognized interest expense of \$1,257 during the nine months ended September 30, 2016 related to the amortization of the debt discount. During the quarter ended September 30, 2016, \$2,000 of this note was converted into 2,000,000 shares of common stock.

Aggregate future maturities of note payable at September 30, 2016 are as follows:

Years Ending September 30,		
2017	\$	49,801
2018		49,903
2019		14,012
	\$	<u>113,716</u>

Note 7 – Stockholders’ Equity

Members’ Interest

VoiceStep is governed by the terms and conditions of the Limited Liability Company Agreement (the Agreement) dated May 3, 2005, as amended on January 27, 2014. VoiceStep shall continue until terminated in accordance with the terms of the Agreement or as provided by law, including events of dissolution. VoiceStep shall be dissolved only upon any of the following events: (i) the vote of Member(s) holding a majority to the dissolution and winding up of VoiceStep, (ii) the entry of a decree of judicial dissolution of VoiceStep and (iii) at any time there are no Member(s), subject to remedy within 90 days of occurrence of termination event by the last remaining Member in writing.

VoiceStep originally consisted of two Members each owning 50% of VoiceStep. On January 27, 2014, one of the members was bought out with the remaining member owning 100% of the membership interest in VoiceStep. On April 3, 2014, the remaining member exchanged his 100% interest in VoiceStep for 40,000,000 shares of Vemanti common stock.

VoiceStep made distributions to its members totaling \$314,079 during the years ended December 31, 2014.

Preferred stock

The Company has authorized the issuance of 50,000,000 shares of preferred stock, \$0.0001 par value. At September 30, 2016 and December 31, 2015, the Company had 40,000,000 and 40,000,000, respectively, shares of preferred stock issued and outstanding. (See Note 1)

Common stock

The Company has authorized the issuance of 500,000,000 shares of common stock, \$0.0001 par value. At September 30, 2016 and December 31, 2015, the Company had 45,020,000 and 41,970,000, respectively, shares of common stock issued and outstanding.

On March 25, 2015, the Company granted 500,000 shares of restricted stock under the Vemanti Group, Inc. 2015 Stock Incentive Plan to a consultant. The shares vest on March 25, 2016 and will be issued to the consultant on that date as long as the consultant still has a relationship with the Company. The value of the restricted stock awards was \$50,000 and is based on the fair value of the Company’s common stock on the grant date. This amount is being amortized to compensation expense over the one year vesting period.

On November 30, 2015, the Company granted 250,000 shares of restricted stock under the Vemanti Group, Inc. 2015 Stock Incentive Plan to a consultant. The shares vest on November 30, 2016 and will be issued to the consultant on that date as long as the consultant still has a relationship with the Company. The value of the restricted stock awards was \$25,000 and is based on the fair value of the Company’s common stock on the grant date. This amount is being amortized to compensation expense over the one year vesting period.

On May 18, 2016, the Company granted 500,000 shares of restricted stock under the Vemanti Group, Inc. 2015 Stock Incentive Plan to a board member. The shares vest immediately. The value of the restricted stock awards was \$100,000 and is based on the fair value of the Company’s common stock on the grant date.

On July 26, 2016, the Company granted 500,000 shares of restricted stock under the Vemanti Group, Inc. 2015 Stock Incentive Plan to a consultant. The shares vest over three months beginning on August 1, 2016. The value of

the restricted stock awards was \$65,000 and is based on the fair value of the Company's common stock on the grant date.

During the nine months ended September 30, 2016, the Company recognized compensation expense of \$176,666 related to these stock grants. As of September 30, 2016, the unamortized portion of the compensation expense was \$25,834 which will be amortized to expense through November 2016.

On August 26, 2016, the Company issued 50,000 shares of common stock for the acquisition of MedicatedOne, LLC. The value of the common stock was \$10,000 and is based on the fair value of the Company's common stock on August 26, 2016.

Note 8 – Acquisition

On August 26, 2016, the Company purchased 100% of MedicatedOne, LLC for 50,000 shares of the Company's common stock. The common stock was valued at \$0.20 per shares which was the closing price of the Company's common stock on August 26, 2016.

The Company purchased MedicatedOne, LLC to enter the medical marijuana industry.

The transactions are accounted for as business combinations in accordance with ASC 805. A summary of the purchase price allocations at fair value is below.

Technological know-how	\$	<u>10,000</u>
Purchase price	\$	<u><u>10,000</u></u>

The technological know-how is being amortized over 36 months.

6) **ISSUER'S BUSINESS, PRODUCTS, AND SERVICES**

A. Description of the issuer's business operations;

Vemanti Group, Inc., ("Vemanti") was incorporated on April 3, 2014 under the laws of the State of Nevada. We are a holding company that seeks to grow and create value through acquisitions, integration, investment, and development of emerging companies in various key industries.

We focus in mainly technology and high-growth markets, seeking to create value and growth for our businesses and shareholders throughout economic cycles. We operate our businesses in an integrated ecosystem manner which we believe distinguishes us from other companies.

To execute on the above strategy, Vemanti, through its wholly-owned subsidiary VoiceStep Telecom, is already a fully operational and revenue-generating Voice over IP (VoIP) service provider based in Irvine, CA. The entire infrastructure of VoiceStep is based on next-generation architecture which was engineered from the ground up in-house. This home-grown technology eliminates dependency on third-party vendors and allows the company to save hundreds of thousands on licensing costs. The technology can also be licensed to other VoIP providers. As a cloud-based service provider, VoiceStep Telecom provides VoIP phone systems for small-to-medium (SMB) business customers with full IP PBX features including multiple extensions, call transfer, call recording, music-on-hold, voicemail-to-email, SMS-to-email, Internet fax, auto-receptionist, company directory, call logs, and rule-based call routing and answering. As a one-stop shop for SMB customers, the company also offers essential business services such as Internet access, office applications, virtual private networks, colocation facilities, cloud services, etc. One of the unique strengths of VoiceStep is its in-house software development team which can deliver customized IP-based voice applications to meet any client's business requirements.

While other VoIP and cloud providers are anxious to move up markets into larger business accounts, there's still 85% of the small to medium business (SMB) market that has not been penetrated yet, a segment that Infonetix said service revenue grew 9.7 percent in 2014 over 2013 and is forecasted to grow to \$88 billion market by 2018. Two of the key drivers in the business VoIP market are managed IP PBX and cloud-based hosted PBX and Unified Communications services. This represents a huge revenue opportunity and further validates the market space.

Going forward, Vemanti Group is planning to position its newly-acquired subsidiary, MedicatedOne, as a leading product design bureau, eyeing vegan, gluten-free, and other variations of edibles for the legal cannabis industry.

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

April 3, 2014 in the State of Nevada

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

Primary: 3576 Computer Communications Equipment

Secondary: 5045 Wholesale-Computers & Peripheral Equipment & Software

D. The issuer's fiscal year end date;

Dec 31st

E. Principal products or services, and their markets;

Through a wholly-owned subsidiary, Vemanti Group is currently a fully operational and revenue-generating Voice over IP (VoIP) service provider, providing IP-based communications services to small-to-medium (SMB) business customers.

Our current core products are:

- Business-class VOIP cloud phone system (a/k/a “Hosted PBX”) and
- Carrier-class domestic/international origination and termination.
- Essential business communications tools and applications such as fax, SMS (texting), call conferencing, and call center.

We operate in a variety of industries including advertising, consulting, finance, healthcare, legal, real estate, retail, and technology industries through its direct sales representatives and resellers. All are on a monthly recurring service plan.

7) **ISSUER’S FACILITIES**

We currently operate under a virtual-office setup with Regus in Irvine, CA and Newport Beach, CA. Our official mailing address with Regus is at 5000 Birch Street, West Tower – 3rd Floor, Newport Beach, CA 92660, USA. The Company does not own or have any mortgages on this or any other facilities. All employees are working remotely in a virtual network environment.

8) **OFFICERS, DIRECTORS, AND CONTROL PERSONS**

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

Listed below are the Company’s Officers and Directors as of September 30, 2016.

<u>Name</u>	<u>Title</u>
Tan Tran	Chairman of Board, CEO
Fred Thiel	Director
Rachel Boulds	CFO
Lucille Kowalski	Secretary & Treasurer

B. Legal/Disciplinary History.

There is no current or pending legal/disciplinary action against the Company or any of its Officers/Directors as of September 30, 2016.

C. Beneficial Shareholders.

<u>Name</u>	<u>Shares</u>	<u>Percentage</u>	<u>Stock</u>	<u>Address</u>
Tan Tran	31,000,000	68.93%	Common	51 Acorn Glen, Irvine, CA 92620
Tan Tran	40,000,000	80.00%	Preferred	51 Acorn Glen, Irvine, CA 92620

9) **THIRD PARTY PROVIDERS**

Legal Counsel

Name: Michael T. Williams
Firm: Williams Law Firm
Address 1: 8503 W. Gardner Ct.
Address 2: Tampa, FL 33611
Phone: 813-835-4044
Email: Michael@gopublicdirect.com

Accountant or Auditor

Name: Kevin Pickard
Firm: Pickard & Company CPAs
Address 1: 25350 Magic Mountain Parkway, Suite 300
Address 2: Valencia, CA 91355
Phone: 661-294-8300
Email: kevin@pickardcpa.com

Investor Relations:

Name: Richard Oravec
Firm: Pivo Associates, Inc.
Address 1: 277 West 11th Street, Suite 2F
Address 2: New York, NY 10014
Phone: 212-924-3548
Email: roravec@mac.com

10) **ISSUER CERTIFICATION**

I, Tan Tran, certify that:

1. I have reviewed this Quarterly Report of the Vemanti Group, 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: October 31, 2016

/s/ TAN TRAN - CEO

/s/ RACHEL BOULDS - CFO