Wegener Corporation
Annual Information and Disclosure Statement
(Unaudited)
September 2, 2016

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

2) Address of the issuer's principal executive offices

Company Headquarters
Address 1: 11350 Technology Circle
Address 2: Johns Creek, Georgia 30097-1502
Address 3:
Phone: (770) 623-0096
Email: info@wegener.com
Website(s): www.wegener.com

IR Contact: Investor Relations
Address 1: 11350 Technology Circle
Address 2: Johns Creek, Georgia 30097-1502
Address 3:
Phone: (770) 623-0096
Email: investor@wegener.com
Website(s): www.wegener.com

3) Security Information

Trading Symbol: WGNR
Exact title and class of securities outstanding: Common Stock
CUSIP: 948585
Par or Stated Value: $0.01 par value
Total shares authorized: 100,000,000 as of: 9-2-16
Total shares outstanding: 13,147,051 as of: 9-2-16

Additional authorized shares: Preferred Stock, $20.00 par value; 250,000 shares authorized, none issued and outstanding

Transfer Agent
Name: Securities Transfer Corporation
Address 1: 2591 Dallas Parkway
Address 2: Suite 102
Address 3: Frisco, Texas 75034
Phone: 469-633-0101
Is the Transfer Agent registered under the Exchange Act?* Yes:X No:

List any restrictions on the transfer of security:
NONE

Describe any trading suspension orders issued by the SEC in 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 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:

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

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

C. The number of shares offered;

D. The number of shares sold;

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

F. The trading status of the shares; and

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.

With respect to private offerings of securities, the list shall also indicate the identity of the persons who purchased securities in such private offering; *provided*, *however*, that in the event that any such person is an entity, the list shall also indicate (a) the identity of each natural person beneficially owning, directly or indirectly, more than ten percent (10%) of any class of equity securities of such entity and (b) to the extent not otherwise disclosed, the identity of each natural person who controlled or directed, directly or indirectly, the purchase of such securities for such entity.

On December 6, 2010, pursuant to our 2010 Incentive Plan, the Compensation Committee authorized the issuance to all eligible employees of the Company common stock options to purchase an aggregate of 563,700 shares of common stock and issued equally to the four non-employee members of the Board common stock options to purchase an aggregate of 100,000 shares of common stock. Stock options for 638,700 shares of common stock are exercisable at $0.125 and one stock option for 25,000 shares of common stock, issued to a 10% or greater stockholder and executive officer, is exercisable at $0.1375. The options vested upon issuance and expire five years from the date of issuance. In addition, 500,000 shares of restricted common stock were granted to two executive officers. The issuances of the restricted stock were made in reliance upon an exemption from securities registration afforded by the provisions of Section 4(2) of the Securities Act of 1933, as amended, and the provisions of Regulation D promulgated thereunder.

On March 20, 2013, pursuant to the 2010 Incentive Plan, the Compensation Committee authorized the issuance to a marketing consultant, for services rendered, a common stock option to purchase an aggregate of 75,000 shares of common stock exercisable at $0.04. The option vests upon issuance and expires five years from the date of issuance.

On September 16, 2013**,** in conjunction with an incentive to provide financial assistance and an incentive to a potential acquisition transaction, the Board of Directors authorized the issuance of a common stock option to purchase an aggregate of 15,000,000 (fifteen million) shares of common stock exercisable at $0.03 (the “Option Agreement”). The option is exercisable upon issuance with an initial expiration date of September 30, 2014. On July 9, 2014, the Board of Directors authorized an amendment to the Option Agreement to extend the expiration date to December 31, 2015, with all other terms and conditions of the option remaining unchanged. On December 1, 2015, the Board of Directors authorized an additional amendment to the Option

Agreement to further extend the expiration date to June 30, 2016, with all other terms and conditions of the option remaining unchanged. On June 30, 2016, the Board of Directors authorized a third amendment to the September 16, 2013, option to extend the expiration date to December 31, 2016, with all other terms and conditions of the option remaining unchanged.

On November 24, 2014, pursuant to our 2010 Incentive Plan, the Compensation Committee authorized the issuance to an employee of the Company a common stock option to purchase an aggregate of 30,000 shares of common stock exercisable at $0.03. The option vests upon issuance and expires five years from the date of issuance.

As of September 2, 2016, registration statements for the 2010 Incentive Plan and for the Option Agreement have not been filed. Therefore, all of the foregoing securities are deemed restricted securities for purposes of the Securities Act.

5) Financial Statements

Provide the financial statements described below for the most recent fiscal year end or quarter end to maintain qualification for the OTC Pink Current Information tier. For the initial disclosure statement (qualifying for Current Information for the first time) please provide reports for the two previous fiscal years and any interim periods.

A. Balance sheet;
B. Statement of income;
C. Statement of cash flows;
D. Financial notes; and
E. Audit letter, if audited

The above Financial Statements are incorporated by reference to our unaudited Annual Report for the year ended September 2, 2016.

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

Describe the issuer's business so a potential investor can clearly understand the company. In answering this item, please include the following:

A. a description of the issuer's business operations;

Item 6. A.

Information is incorporated by reference to our unaudited Annual Report for the year ended September 2, 2016.

B. Date and State (or Jurisdiction) of Incorporation:
Date of incorporation, December 1, 1982, State of Delaware

C. the issuer's primary and secondary SIC Codes;
334220

D. the issuer's fiscal year end date;

The company operates on a 52-53 week fiscal year. The fiscal year ends on the Friday nearest to August 31. Fiscal year 2016 ended on September 2, 2016 and contained 53 weeks.

E. principal products or services, and their markets;

Item 6. E.

Information is incorporated by reference to our unaudited Annual Report for the year ended September 2, 2016.

7) Describe the Issuer's Facilities

Information is incorporated by reference to our unaudited Annual Report for the year ended September 2, 2016 supplied separately through the OTC Disclosure & News Service.

8) Officers, Directors, and Control Persons

A. Names of Officers, Directors, and Control Persons. In responding to this item, please provide the names of each of the issuer's executive officers, directors, general partners and control persons (control persons are beneficial owners of more than five percent (5%) of any class of the issuer's equity securities), as of the date of this information statement.

SECURITY OWNERSHIP OF CERTAIN BENEFICIAL OWNERS AND MANAGEMENT

The following table sets forth certain information as of September 2, 2016, with respect to ownership of our outstanding common stock by: (i) all persons known to us to beneficially own more than five percent of our outstanding common stock, including their addresses; (ii) each of our directors, director nominees and executive officers; and (iii) all of our directors and executive officers as a group. Unless otherwise indicated, the individual possesses sole voting and investment powers with respect to the shares shown.

Name	Amount and Nature of Beneficial Ownership[1]	Percent of Class
Robert A. Placek	1,730,577[2]	13.2%
C. Troy Woodbury, Jr.	436,500	3.3%
Stephen J. Lococo	711,766[3]	5.4%
David E. Chymiak	1,115,845[4]	8.5%
Footprints Asset Management & Research, Inc.	705,766[5]	5.4%
All executive officers and directors as a group (2 persons)	1,148,266[6]	8.7%

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(1) Includes stock options currently exercisable.

(2) Includes 29,267 shares held in an IRA account. Mr. Placek's address is 11350 Technology Circle, Johns Creek, Ga. 30097.

(3) Mr. Lococo is deemed to be the indirect beneficial owner of these shares, which are owned of record by Footprints Asset Management & Research, Inc., referred to as FAMR, a registered Investment Advisor firm of which Mr. Lococo is the controlling shareholder, a director, and President and Portfolio Manager. See footnote (5) below. The number of shares shown includes approximately 169,885 shares held in an investment partnership of which Mr. Lococo is a partner and the assets of which are managed by FAMR. Includes 6,000 shares subject to stock options.

(4) The information regarding Mr. Chymiak is based solely on a Schedule 13G/A dated October 13, 2003 filed by Mr. Chymiak with the Securities and Exchange Commission on October 14, 2003. Mr. Chymiak's address is 1605 E. Iola, Broken Arrow, Oklahoma 74102.

(5) FAMR possesses sole voting and dispositive powers with respect to 705,766 shares, or 5.4% of our outstanding common stock. The address of FAMR's principal business office is 11422 Miracle Hills Drive, Suite 208, Omaha, Nebraska 68154.

(6) Includes 6,000 shares subject to stock options.

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

None of our directors, executive officers and control persons has been involved in any of the following events during the past five years:

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

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;

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

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.

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.

Included in item 8.A above.

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
Name: Hartley Bernstein
Firm: Bernstein Cherney LLP
Address 1: 777 Third Ave. 24th floor
Address 2:New York, New York 10017
Phone: 212-381-9684
Email: hbernstein@bernsteincherney.com

Accountant or Auditor
None

Investor Relations Consultant
None

Other Advisor: Any other advisor(s) that assisted, advised, prepared or provided information with respect to this disclosure statement.
None

10) Issuer Certification

I, C. Troy Woodbury, Jr., the Chief Executive Officer, certify that:
1. I have reviewed this annual disclosure statement of Wegener 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
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: November 7, 2016
/s/ C. Troy Woodbury, Jr.
Name:C. Troy Woodbury, Jr.
Title:President and Chief Executive Officer