VEMANTI GROUP, INC.

ANNUAL REPORT

December 31, 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 December 31, 2016

COMMON STOCK

Shares Authorized:	500,000,000	
Shares Outstanding:	45,270,000	As of December 31, 2016
Non-Restricted:	5,030,000	As of December 31, 2016
Shareholder of Record:	53	

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, 2016, 600,000 Common shares were issued for services rendered valued at $60;
- On March 25, 2016, 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 26, 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.
- On November 30, 2016, 250,000 Common shares were issued for services rendered valued at $25,000;

5) FINANCIAL STATEMENTS

The financial statements are incorporated herein of this quarterly report.

Vemanti Group, Inc. and Subsidiaries
Consolidated Balance Sheets
(Unaudited)

		December 31, 2016		December 31, 2015
ASSETS				
Current Assets:				
Cash	$	47,964	$	47,028
Accounts receivable		1,797		7,712
Other current assets		20,028		20,000
Total Current Assets		69,789		74,740
Intangible asset, net		-		709
Equipment, net		8,891		-
TOTAL ASSETS		78,680		75,449
LIABILITTIES AND STOCKHOLDERS' EQUITY (DEFICIT)				
Current Liabilities:				
Accounts payable	$	4,287	$	3,904
Accrued expenses		18,562		14,170
Advance from stockholder		1,340		500
Note payable, current portion, net of discount of $0 and $1,257		50,558		45,159
Total current liabilities		74,747		63,733
Note payable, net of current portion		51,683		102,643
TOTAL LIABILITIES		126,430		166,376
STOCKHOLDERS' EQUITY (DEFICIT):				
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, 45,270,000 and 41,970,000 shares issued and outstanding, respectively		4,527		4,197
Additional paid-in capital		293,633		79,463
Accumulated deficit		(349,910)		(178,587)
Total stockholders' equity (deficit)		(47,750)		(90,927)
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	$	78,680	$	75,449

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

Vemanti Group, Inc. and Subsidiaries
Consolidated Statements of Operations
(Unaudited)

	For the Years Ended December 31,			
		2016		**2015**
Sales	$	499,710	$	629,508
Cost of sales		127,607		212,313
Gross margin		372,103		417,195
Operating expenses:				
General & administrative expenses		535,407		420,784
Total operating expenses		535,407		420,784
Loss from operations		(163,304)		(3,589)
Other income (expense):				
Interest expense		(9,277)		(14,713)
Other income		1,258		4,556
Total other expense		(8,019)		(10,157)
Loss before provision for income taxes		(171,323)		(13,746)
Provision for income taxes		-		-
Net loss	$	(171,323)	$	(13,746)
Loss per share:				
Basic	$	(0.00)	$	(0.00)
Diluted	$	(0.00)	$	(0.00)
Weighted average shares outstanding:				
Basic		44,106,202		41,970,000
Diluted		44,106,202		41,970,000

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

Consolidated Statement of Stockholders' Equity
(unaudited)

	Preferred Stock		Common Stock		Additional Paid-in	Accumulated	Total Stockholders'
	Shares	Amount	Shares	Amount	Capital	Deficit	Equity
Balance, December 31, 2014	40,000,000	$ 4,000	41,970,000	$ 4,197	$ 36,963	$ (164,841)	$ (119,681)
Beneficial conversion feature associated with note payable	-	-	-	-	5,000	-	5,000
Stock-based compensation	-	-	-	-	37,500	-	37,500
Net loss	-	-	-	-	-	(13,746)	(13,746)
Balance, December 31, 2015	40,000,000	4,000	41,970,000	4,197	79,463	(178,587)	(90,927)
Stock-based compensation	-	-	1,250,000	125	202,375	-	202,500
Stock issued for conversion of convertible note	-	-	2,000,000	200	1,800	-	2,000
Shares issued for acquisition	-	-	50,000	5	9,995	-	10,000
Net loss	-	-	-	-	-	(171,323)	(171,323)
Balance, December 31, 2016	40,000,000	$ 4,000	45,270,000	$ 4,527	$ 293,633	$ (349,910)	$ (47,750)

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

Vemanti Group, Inc. and Subsidiaries
Consolidated Statements of Cash Flows
(Unaudited)

	For the Years Ended December 31,	
	2016	**2015**
Cash flows from operating activities:		
Net loss	$ (171,323)	$ (13,746)
Adjustments to reconcile net income (loss) to net cash provided by (used in) operating activities:		
Depreciation and amortization	1,818	1,704
Stock-based compensation	202,500	37,500
Amortization of debt discount	1,257	3,743
Changes in assets and liabilities:		
Accounts receivable	5,915	(497)
Other current assets	(28)	736
Accounts payable	383	2,438
Accrued expenses	4,392	6,453
Income tax payable	-	(14,400)
Net cash provided by operating activities	44,914	23,931
Cash flows from financing activities:		
Advances from related party	840	-
Repayment of notes payable	(44,818)	(42,136)
Net cash used in financing activities	(43,978)	(42,136)
Net increase (decrease) in cash	936	(18,205)
Cash, beginning of the year	47,028	65,233
Cash, end of the year	$ 47,964	$ 47,028
Cash paid for:		
Interest	$ 9,277	$ 14,713
Income taxes	$ -	$ 10,834
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.

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 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 annual consolidated financial statements are prepared in accordance with accounting principles generally accepted in the United States of America ("US GAAP").

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 December 31, 2016 and 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 December 31, 2016 and 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 December 31, 2016 and 2015 consisted principally of refundable deposits with vendors to establish credit.

Note 4 – Equipment

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

		December 31, 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 years ended December 31, 2016 and 2015 was $709 and $1,704, respectively.

Note 5 – Intangible Asset

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

		December 31, 2016		December 31, 2015
Technological know-how	$	10,000		-
Less accumulated amortization		(1,109)		-
Intangible asset, net	$	8,891	$	-

Amortization expense for the years ended December 31, 2016 and 2015 was $1,109 and $0, respectively.

Note 6 – Notes Payable

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

		December 31, 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.	$	99,241	$	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		102,241		149,059
Debt discount		-		(1,257)
Total, net of discount		102,241		147,802
Less current portion		(50,558)		(45,159)
Note payable, long-term portion	$	51,683	$	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 year ended December 31, 2016 related to the amortization of the debt discount. During the year ended December 31, 2016, $2,000 of this note was converted into 2,000,000 shares of common stock.

Aggregate future maturities of note payable at December 31, 2016 are as follows:

Years Ending December 31,		
2017	$	50,558
2018		50,711
2019		972
	$	102,241

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 December 31, 2016 and 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 December 31, 2016 and 2015, the Company had 45,270,000 and 41,970,000, respectively, shares of common stock issued and outstanding.

On April 3, 2014, the Company exchanged 40,000,000 shares for 100% interest in VoiceStep from the remaining member.

On April 19, 2014, the Company sold 1,000,000 Common shares of restricted stock at par value for cash proceeds of $100.

On August 31, 2014, the Company offered 1,000,000 Common shares through 506(b) Form D and 370,000 shares were sold and issued for cash proceeds of $37,000.

On December 09, 2016, the Company issued 600,000 Common shares for services rendered valued at $60.

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 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. These shares have not yet been issued in the form of a certificate.

On June 24, 2016 2,000,000 Common shares were issued for debt conversion valued at $2,000.

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 years ended December 31, 2016, the Company recognized compensation expense of $202,500 related to these stock grants. As of December 31, 2016, the unamortized portion of the compensation expense was $0.

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 – Income Taxes

A reconciliation of the differences between the effective and statutory income tax rates for year ended December 31, 2016 and 2015 is as follows:

		2016			2015	
		Amount	Percent		Amount	Percent
Federal statutory rates	$	(58,250)	34.0%	$	(4,674)	34.0%
State income taxes		(10,279)	6.0%		(825)	6.0%
Permanent differences		4,444	-2.6%		195	-1.4%
Valuation allowance		64,085	-37.4%		5,304	-38.6%
Effective rate	$	-	0.0%	$	-	0.0%

At December 31, 2016 and 2015, there were no significant deferred tax assets, except for a net operating loss carryforward at December 31, 2016 for which a 100% valuation allowance has been provided.

The Company annually conducts an analysis of its tax positions and has concluded that it has no uncertain tax positions as of December 31, 2016 and 2015. The 2014 to 2016 tax years are still subject to audit.

Note 9 – 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	$	10,000
Purchase price	$	10,000

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. The Company plans to grow by adding value-added and fundamentally-sound businesses to our portfolio.

As outlined in a recent corporate update, the Company is focused on sectors with significant market opportunities:

- VoIP / SaaS: Infonetics expects VoIP to reach $82.5 billion by 2019, while Forester expects cloud based telephony to push SaaS to $133 billion by 2020.

- Domestic Cannabis Market: As reported by Bloomberg, this market is expected to be worth $50 billion by 2026 with edibles estimated to represent half or more of market sales.

- IT/AR/VR in Asia and Vietnam: TechinAsia projects AR/VR revenue to reach $120 billion by 2020, with nearly half of revenues generated in Asia. With US News naming Vietnam as a top 5 country for investing, there likely will be significant opportunity for IT in general and AR/VR in particular in Vietnam.

Our operational strategy is summarized as follows: **Acquisition > Investment > Development > Building Valuation > Integration > Diversification**

With an experienced and talented management team, we're applying this approach in a number of markets with significant opportunity. The Company will continue to invest in its VoiceStep subsidiary business as it tries to rebuild what was once a strong source of revenue for the Company and could be again given the growth and opportunity projected for this target market with added features and capabilities, especially in the team collaboration area which has been forecasted to be a high-growth market. The Company will also leverage its MedicatedOne subsidiary's experience and know-how to develop products within the CBD-infused edibles industry – a market which only recently came into existence and is projected to grow exponentially. The Company wants to position MedicatedOne as a cannabis R&D center and believes that the real sustainable revenue opportunities for the industry in the coming years will come from being a provider of ancillary infrastructure solutions such as payments and logistics management which plays well with its tech-driven core strengths. Moving forward, the Company wants to position itself as a venture capital firm where strategic investments are made in startups and emerging companies both in the U.S. as well as Vietnam. The Company feels strongly that it can bring business execution experience to the venture, helping companies find weaknesses and faults in their concept, product, or business model. It is actively seeking to leverage its network and the market opportunity in Vietnam, fully utilizing the Founder/Chairman/CEO's many years of business experience in that market. The Company is currently forging a relationship with a Vietnam-based company established in the 3-D rendering AR/VR markets and perhaps ready to target opportunity here in the US.

While the Company faces significant competitive, financial, technical, operational and other challenges, the management team has demonstrated an ability to leverage its tech expertise and to target and produce in an attractive market.

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 December 31, 2016.

Name	**Tittle**
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 December 31, 2016.

C. Beneficial Shareholders.

Name	**Shares**	**Percentage**	**Stock**	**Address**
Tan Tran	27,600,000	60.96%	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
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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: February 08, 2017

/s/ TAN TRAN - CEO

/s/ RACHEL BOULDS - CFO