SEMI-ANNUAL REPORT

of

ON4 COMMUNICATIONS INC.

for the 6 Months Ending

JUNE 30, 2018

OTC PINK: **ONCI**

CUSIP: **682203 203**

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

On4 Communications Inc. (from October 2, 2009 to date).

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

2) Address of the issuer's principal executive offices

Principal Executive Office:
1875 Century Park East, 6th Floor,
Los Angeles, CA 90067

IR Contact
None

3) Security Information

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

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

Total shares authorized:	5,030,000,000	**as of:** 4/30/2018*
Total shares outstanding:	4,436,047,369 Common	**as of:** 4/30/2018*
	30,000,000 "Series A" Preferred	**as of:** 4/30/2018*

(* As described on page 13, the anticipated successor entity Hexagon Holdings Corporation formed in the state of Colorado on December 15,2017, has an authorized share capital of 4,000,000,000 common shares and 20,000,000 "Series A" preferred shares. Approval to this reorganization has been submitted to FINRA for approval, such that when approved the operations of this corporation will be integrated within Hexagon Holdings Corporation as the successor company, operating with a new CUSIP and new trading symbol. At that time, Steve Berman intends to surrender 1,400,000,000 of his common shares and surrender his 30,000,000 Series"A" preferred that he currently holds, such that the issued and outstanding common shares of Hexagon Holdings Corporation will then be reduced to approximately 3 billion issued and outstanding.)

Transfer Agent
Pacific Stock Transfer Company
4045 S. Spencer Street, Suite 403
Las Vegas, NV 89119
Telephone: 702-361-3033
Is the Transfer Agent registered under the Exchange Act? Yes

List any restrictions on the transfer of security:

None

Describe any trading suspension orders issued by the SEC in the past 12 months.

None

List any stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization either currently anticipated or that occurred within the past 12 months:

None

4) Issuance History

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

From November 1, 2015 to date:

During August, 2016 Company issued an additional 354,470,539 common shares to settle certain of the Company's convertible debt of $13,830, such that at October 31, 2016 the Company had issued a total of 2,798,719,698 common shares (of which a total of 1,113,550,914 common shares or approximately 40% were in the "public float"). The issued and outstanding "Series A" preferred shares remained unchanged at 30,000,000.

During the 3 months ended January 31, 2017 a total of 495,198,250 common shares were issued to repay convertible debt of $ 29,455. Accordingly, at January 31, 2017 the Company had issued a total of 3,293,917,948 common shares. The issued and outstanding "Series A" preferred shares remained unchanged at 30,000,000.

During the 3 months ended April 30, 2017 a total of 207,819,635 common shares were issued to repay debt of $ 62,500. Accordingly, at April 30, 2017 the Company had issued a total of 3,501,737,583 common shares (of which 1,662,402,132 common shares were in the public "float"). The issued and outstanding "Series A" preferred shares remained unchanged at 30,000,000.

During the 3 months ended July 31, 2017 a total of 311,809,786 common shares were issued. 299,309,786 common shares repaid convertible debt of $39,987 while 12,500,000 common shares were issued against accrued CEO executive compensation of $13,750. The issued and outstanding common shares and "Series A" preferred shares at July 31,2017 and at the date of this filing amounted to 3,813,547,369 common and 30,000,000 preferred, respectively.

During the 3 months ended October 31, 2017, 5,000,000 common shares were issued against accrued CEO executive compensation of $ 70,500 and 40,000,000 common shares were issued to Livingston Asset Management, LLC as a component of the Section 3 (a) (10) debt reorganization program further explained on Page 12. On January 22, 2018 a second tranche of 40 million common shares was also issued to Livingston Asset Management, LLC. Accordingly, the issued and outstanding common shares and "Series A" preferred shares at the date of this filing are: **3,898,547,369** common and **30,000,000** preferred, respectively. Of the total issued common shares, **2,051,711,918 (52.6%)** common share are held in the public "float".

During the 3 months ended January 31, 2018 an additional 120,000,000 common shares were issued to Livingston Asset Management, LLC as a component of the Section 3 (a) (10) debt reorganization program further explained on Page 12. Accordingly, at January 31, 2018 the issued and outstanding common shares and "Series A" preferred shares at that date were : **3,978,547,369** common and **30,000,000** preferred, respectively.

During the 3 months ended April 30, 2018 the Company issued an additional 450,000,000 common shares to Livingston Asset Management, LLC to complete the Section 3 (a) (10) debt reorganization, and issued 7,500,000 common shares against accrued CEO executive compensation. Accordingly, the issued and outstanding common shares and "Series A" preferred shares at the date of this filing are: **4,436,047,369** common and **30,000,000** preferred, respectively. Of the total issued common shares, **2,750,568,542(62%)** common share are held in the public "float".

On May 21,2018 an additional 7,500,000 common shares were issued by the Company against accrued CEO executive compensation.

5) Financial Statements

General

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

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ON4 COMMUNICATIONS INC.
Condensed Balance Sheets
(Unaudited)

	April 30, 2018	October 31, 2017
ASSETS		
Current assets		
Cash	$ 154,687	$ 44,321
Trade accounts receivable	3,126,955	1,485,572
Deposit held by debt financier	-	272,414
	3,281,642	1,802,307
Fixed assets, net of accumulated depreciation	-	-
Other assets		
Loan receivable	134,752	134,752
Less: Provision for uncollectibility	(134,752)	(134,752)
	-	-
Investment in Family Mobile Safety ("FMS")	2,000,000	2,000,000
Investment in CogoSense Technology Inc.	225,000	
	2,225,000	2,000,000
Total Assets	$ 5,506,642	$ 3,802,307
LIABILITIES AND STOCKHOLDERS' DEFICIT		
Current liabilities		
Accounts payable and accrued expenses	$ 4,748	$ 1,520,782
Accrued note interest	52,330	44,796
Due to related party	1,242,824	670,883
Notes payable	106,549	400,529
Convertible notes payable	125,633	155,633
	1,532,084	2,792,623
Non current liabilities		
Due to related party	2,000,000	2,000,000
STOCKHOLDERS' EQUITY (DEFICIT)		
Preferred stock:		
30,000,000 shares authorized, no par value		
30,000,000 issued and outstanding	$ -	$ -
Common stock:		
5,000,000,000 shares authorized of $0.0001 par value		
4,436,047,369 and 3,858,547,369 issued and outstanding respectively	443,605	385,855
Additional paid-in capital	17,369,191	14,800,687
Treasury stock	70,000	70,000
Accumulated deficit	(15,908,238)	(16,246,858)
	1,974,558	(990,316)
Total Liabilities and Stockholders' Equity	$ 5,506,642	$ 3,802,307

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

ON4 COMMUNICATIONS INC.

Condensed Statements of Operations
(Unaudited)

	3 Months Ended April 30,2018	3 Months Ended April 30,2017	6 Months Ended April 30,2018	6 Months Ended April 30,2017
Sales	$ 1,073,000	$ 307,750	$ 2,026,211	$ 363,250
Less: Cost of sales	(176,000)	(75,000)	(272,000)	(160,000)
Sales commissions	(134,125)	(90,812)	(253,276)	(90,812)
Gross Margin(Loss)	762,875	$ 141,938	1,500,935	$ 112,438
Operating Expenses				
General and administrative	147,217	17,657	251,478	13,096
Management compensation	45,000	30,000	75,000	60,000
Corporate advisory fees	-	75,000	-	150,000
Legal and accounting	25,750	1,500	98,850	19,000
Foreign exchange (gain)		-	-	(6,518)
Total operating expenses	217,967	124,157	425,328	235,578
Operating income (loss)	544,908	17,781	1,075,607	(123,140)
Other income (expense)				
Section 3(a)(10) deal costs	(602,307)	-	(724,893)	-
Interest	(8,585)	3,452	(12,094)	(15,363)
Total other income (expense)	(610,892)	3,452	(736,987)	(15,363)
Net income (loss)	$ (65,984)	$ 21,233	$ 338,620	$ (138,503)
Weighted average shares outstanding	**4,279,282,360**	**3,363,682,000**	**4,109,604,696**	**3,288,157,459**

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

ON4 COMMUNICATIONS INC.

Statement of Changes in Stockholders' Equity
For the 6 Months Ended April 30, 2018
(Unaudited)

	Preferred Stock Number	Preferred Stock Amount	Common Stock Number	Common Stock Amount	Additional Paid-in Capital	Treasury Stock	Accumulated Deficit	Stockholders' Equity(Deficit)
Balance :								
November 1,2016	30,000,000	-	2,798,719,698	$ 279,872	$ 13,736,108	$ 70,000	$ (16,789,276)	$ (2,703,296)
12 months ended October 31,2017:								
Stock issued to repay convertible debt	-	-	1,002,327,671	100,233	69,239	-	-	169,472
Stock issued to pay accrued CEO executive compensation			17,500,000	1,750	82,500			84,250
Stock issued as a deposit to financier of Section 3(a)(10) debt reorganization			40,000,000	4,000	268,413			272,413
Accrued note interest forgiven in Section 3(a)(10) debt reorganization					644,427			644,427
Net income for year	-	-	-	-	-	-	542,418	542,418
Balance:								
October 31,2017	30,000,000	-	3,858,547,369	$ 385,855	$ 14,800,687	$ 70,000	$ (16,246,858)	$ (990,316)
6 Months Ended April 30, 2018								
Stock issued to financier of Section 3(a)(10) debt reorganization			570,000,000	57,000	1,281,461			1,338,461
Stock issued to CEO against compensation			7,500,000	750	975			1,725
Liabilities deemed by Management to be unenforceable					1,286,068			1,286,068
Net Income for period							338,620	338,620
Balance:								
April 30,2018	30,000,000	-	4,436,047,369	$ 443,605	$ 17,369,191	$ 70,000	$ (15,908,238)	$ 1,974,558

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

ON4 COMMUNICATIONS INC.

Condensed Statements of Cash Flows

(Unaudited)

	6 Months Ended April 30,2018	6 Months Ended April 30,2017
Net cash from (used in) operating activities:		
Net income (loss) from operations	$ 338,630	$ (138,503)
Adjustments to reconcile net loss to net cash:		
Changes in operating assets and liabilities:		
Increase in accounts receivable	(1,641,383)	(203,250)
Decrease in accounts payable and accrued expenses	1,096,188	159,641
Increase in amounts due related party	115,468	217,611
	(429,727)	174,002
Net cash from (used in) operating activities	(91,107)	35,499
Net cash from (used in) investing activities:		
Acquisition of interest in CogoSense Technology,Inc	(225,000)	-
Net cash from (used in) financing activities:		
Loans from related party	456,473	-
Decrease in convertible notes payable(net)	(30,000)	(154,485)
Issuance of common shares	-	129,486
	426,473	(24,999)
Change in cash	110,366	10,500
Cash - beginning of period	44,321	-
Cash - end of period	$ 154,687	$ 10,500

Supplemental information:	
Transactions not involving cash flows:	
Issuance of common stock to financier of Section 3(a)(10) deal	$ 1,338,461
Stock issued to CEO against compensation	1,725
Liabilities deemed by Management to be no longer enforceable	1,286,068
Increase in issued common stock	(57,750)
Increase in additional paid-in capital	(2,568,504)
	$ -

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

ON4 COMMUNICATIONS INC.

NOTES TO THE CONDENSED FINANCIAL STATEMENTS
6 Months Ended April 30,2018
(Unaudited)

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

The Company was originally incorporated on **June 4, 2001** under the laws of the State of Delaware as Sound Revolution Inc. Our common stock is quoted on the Pink Sheets Quotation system under the symbol "ONCI.PK" and on the Berlin Stock Exchange under the symbol "O4C:GR".

On **March 12, 2009**, Sound Revolution Inc. entered into a merger agreement with On4 Communications, Inc., a private Arizona company incorporated on June 5, 2006 ("On4"). On May 1, 2009 we completed the merger with On4, with Sound Revolutions Inc as the surviving entity. On October 2, 2009 the Company then changed its name to On4 Communications, Inc.

On **April 29, 2010**, we sold certain specific assets to On4 Communications Inc.(a private Canadian company) and to a shareholder ("On4 Canada") pursuant to an asset purchase agreement in exchange for On4 Canada returning 2,000,000 shares of our common stock to our treasury for cancellation.

On **March 16, 2011**, we sold our interest in the Sound Revolution business to Empire Success, LLC in exchange for $15,000 and 6,300 shares of Empire's common stock.

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

On **November 4, 2011**, Clayton Moore was appointed as a director, president and chief executive officer of our Company, Steven Allmen was appointed a director, Ryan Madson was appointed chief operating officer, Tom Locke was appointed as a director, chief financial officer, secretary and treasurer, and John Kaczmarowski was appointed chief technical officer.

On December 15, 2011, we entered into a share exchange agreement with NetCents and the selling shareholders of NetCents ("Share Exchange Agreement"). Pursuant to the terms of the Share Exchange Agreement, our Company and NetCents agreed to engage in a share exchange which, if completed, would result in NetCents becoming a wholly owned subsidiary of our Company. However, this transaction never in fact closed and on **November 12, 2014** the Company announced that the proposed merger agreement between On4 Communications, Inc. and NetCents Systems Ltd. had been officially rescinded. Effective July 23, 2012, Tom Locke resigned as chief financial officer, secretary, treasurer and as a director of our Company.

By **March 5, 2015** there was a total change in management with the resignations of Mr. Steve Allmen, Mr. Ryan Madson and Mr. Clayton Moore, and the appointment of on **March 5, 2015**, of Mr. Timothy J. Owens as the Company's President, Chief Executive Officer, Chief Financial Officer, Treasurer, and Director of the Company and the appointment on **March 16, 2015** of Mr. Steve Dallas as the Company's Secretary and Director. With this management change, the Company also changed its business model to finance the production, marketing and distribution of QwickMed (emergency medical kits) to non-profit organizations.

On **June 4, 2015** the Company filed with the State of Delaware to increase its authorized capital to 5,030,000,000 shares, comprising 5,000,000,000 common shares of $ 0.0001 par value each and 30,000,000 preferred stock of no par value.

On **September 28, 2015** the QwickMed license originally granted to the Company on March 5, 2015 was cancelled. On **October 5, 2015**, Timothy Owens resigned as Director, CEO, President and Treasurer and Steve Dallas resigned as Director and Secretary.

On **October 9, 2015** Giorgio Johnson was appointed Director and acting CEO. The prior QwickMed business plan was abandoned and a new business plan was to be developed focused on the production of selective Apps and related platforms. However, on **March 9, 2016** Giorgio Johnson resigned as an Officer and Director of the Company. The Company's previous business plan, under Mr. Johnson's direction, was then abandoned without additional cost to the Company.

On **March 9, 2016** Mr. Steve Berman was appointed Chief Executive Officer and Director of the Company. With his appointment, the Company began to aggressively pursue other business opportunities to produce a profitable business model going forward,

On **November 4, 2016** the Company acquired a 49% equity/ownership stake in Family Mobil Safety ("FMS") Marketing, the distributor of a safe driving App. Under terms of the deal, FMS and their global distribution network of the drive safe app remains fully operational and continues as a standalone brand following the close of the acquisition. The FMS safe driving app is intended to do a number of things to keep attention on the road while you're driving and not on your smart phone. As soon as the FMS app detects that the vehicles wheels are in motion the App will be programmed to automatically shut down all voice and social media for safe, distraction-free driving.

On **December 9, 2016** the Company acquired a Forty-Nine Percent (49%) Joint-Venture equity/ownership stake in Digital Media Management & Consulting ("DMCC") a fast-rising digital signage privately-held company headquartered in New York, NY. The DMCC platform supports advanced implementation of electronic sell-through and content advertising supported networks.

On **May 1, 2017** the Company announced that its Board of Directors had approved the commencement of steps to re-domicile the corporation in Colorado. Colorado is expected to provide an opportunity for a fresh-start in an increasingly utilized jurisdiction for corporate formation and reformation with a new corporate name of Hexagon Holdings Corp

On **September 1, 2017** the Company acquired, from the Company's CEO, the remaining 51% share of the FMS Safe Driving App. business and IP. The acquisition price was $2 million, payable in cash, convertible promissory note and/or in stock. The cash portion is expected to be financed against the Company's accounts receivable.

On **September 7, 2017**, the Company entered into a Settlement Agreement with Livingston Asset Management LLC, a Florida limited liability company ("LAM"), pursuant to which the Company agreed to issue certain common stock to LAM, in tranches, as necessary, in exchange for the settlement of certain past-due obligations and accounts payable of the Company acquired by LAM (the "LAM Assigned Accounts"). Such past-due obligations and accounts payable contained in the Settlement Amount cover approximately $1.6 million in Company obligations, which LAM has settled with the Company's creditors at an overall discount of approximately 45%, resulting in a net settlement of approximately $ 886,000. On **September 26, 2017**, the Circuit Court of Baltimore County, Maryland (the "Court"), entered an Order Granting Approval Of Settlement Agreement And Stipulation (the "LAM Order") approving, among other things, the fairness of the terms and conditions of an exchange of the Company's common stock to settle the LAM Acquired Accounts, pursuant to Section 3(a)(10) of the Securities Act of 1933, as amended (the "Securities Act"), in the matter entitled Livingston Asset Management LLC v. On4 Communications, Inc. (the "LAM Action"). The LAM Order provides for the full and final settlement of the LAM Action. The Settlement Agreement became effective and binding upon the Company and LAM upon execution of the LAM Order by the Court on September 26, 2017. Pursuant to the terms of the Settlement Agreement approved by the LAM Order, the Company agreed to issue to LAM shares (the "LAM Settlement Shares") of the Company's common stock, $0.0001 par value (the "Common Stock") at a forty five percent (45%) discount. The Settlement Agreement provides that the LAM Settlement Shares will be issued in one or more tranches, as necessary, sufficient to satisfy the LAM Settlement Agreement through the issuance of freely trading securities, exempt from registration, issued pursuant to Section 3(a)(10) of the Securities Act. A total of 610 million common shares were issued in various tranches, which LAM realized total proceeds, net of direct selling costs, of approximately $ 1.61 million, at an overall average sales price of $ 0.002641 per share. LAM retained 45% of these proceeds ($724,893) as its administrative, legal and handling fee, and the balance of $ 885,980 was used in the settlement with outstanding creditors participating in the program.

On **November 7, 2017** the Board of Directors approved a Plan of Conversion whereby it is the Company's intent ("On4-Delaware") to convert its present domicile in the state of Delaware to a new corporation with the same name to domiciled and incorporated in the state of Colorado ("On4-Colorado"). Each of the On4-Delaware present common and Series "A" preferred shares would to be converted into an equal number (1 for 1) of fully paid shares in those same stock classes of On4-Colorado.

In accordance with this Plan, On4 Communications, Inc.("On4-Colorado") was duly incorporated in the state of Colorado on **December 15, 2017** with the same number of authorized shares, being of 5 billion common shares and 30 million "Series A" preferred shares. Also on December 15,2017 Hexagon Holdings Corporation ("HHC") was incorporated in Colorado with an authorized share capital of 4 billion common shares and 20 million Series "A" preferred shares of $0.0001 par value each. The HHC Series "A" preferred shares are entitled to receive a preferential dividend of 10% annually and each preferred share is entitled to 200 votes per preferred share, together with the right to convert each one Series "A" preferred share to 200 common shares. The Plan anticipates that all of the issued and outstanding stock of the new On4 Communications, Inc. Colorado would be exchanged for an equal number (1 for 1) of shares and class in Hexagon Holdings Corporation (except that Steve Berman has indicated his intention to surrender to Treasury 1.4 billion of the common shares that he holds). Hexagon Holdings Corporation has applied to FINRA for a new symbol and CUSIP number, and it is planned for Hexagon Holdings Corporation to then become the successor operating business going forward after FINRA approval has been received.

2: Summary of Significant Accounting Policies

Basis of Presentation

These annual unaudited financial statements of On4 Communications, Inc. (the "Company") have been prepared in accordance with accounting principles generally accepted in the United States and contain all normal recurring accruals and adjustments that, in the opinion of management, are necessary to present fairly the Company's financial position at April 30, 2018, and the results of its operations and cash flows for the 3 and 6 months ended April 30, 2018 and April 30,2017 respectively.

Cash

At April 30, 2018 the Company had a cash balance of $154,687.

Trade Accounts Receivable

Accounts receivable arise from the Company's sales of the FMS safe driving App and its net share of sales derived by Digital Media Management & Consulting, less payments received to date. Those receivables are supported by executed sales contracts with customers.

Investment in Family Mobile Safety ("FMS")

On September 1, 2017 the Company acquired, from the Company's CEO, the remaining 51% share of the FMS Safe Driving App. business and IP. The acquisition price was $2 million, payable in cash, convertible promissory note and/or in stock. The cash portion is expected to be financed against the Company's accounts receivable. At April 30,2018 the Company reflected an equal non-current liability to the Company's CEO of $ 2 million.

Investment in CogoSense Technology, Inc.

On August 17,2017 the Company entered into a non-binding Letter of Intent to purchase CogoSense Technology, Inc. a Canadian company, which developed and is selling its ***FleetSafer*** App – an enterprise software solution for smart phones and tablets that detects the driving state of an entire on-the-road vehicle fleet and automatically places those devices into "safe mode" while driving occurs, to prevent distractions. CogoSense has also developed an individual consumer version called ***bSafeMobile*** and the ***bFoundMobile*** App which is a fleet vehicle tracking system to monitor vehicle locations at any time. At April 30,2018 the Company had paid $ 225,000 towards the overall purchase price of $ 2.6 million to acquire 100% of the CogoSense company, including its technology assets, revenue stream and customer base.

Fixed Assets

The Company has fully amortized its fixed assets.

Revenue Recognition

The Company recorded sales totaling $1,073,000 for the 3 months ended April 30, 2018 (and sales totaling $ 2,026,211 for the 6 months ended April 30,2018) arising primarily through the sale of the FMS safe driving App and secondarily through the Company's Joint-Venture equity/ownership stake in Digital Media Management & Consulting ("DMCC") based on executed customer contracts.

Use of Estimates

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

Provision for Income Taxes

At this time, no provision for the payment of income taxes is required on the results of the Company's operations through April 30, 2018. The Company has approximately $ 10 million of net operating losses carried forward to potentially offset taxable income in future years, which expire commencing in calendar 2026.

Current Liabilities

During the quarter ending January 31, 2018 Management reassessed the validity (or otherwise) of accounts payable and other liabilities which were primarily inherited from past management dating back prior to 2015. In doing so, Management believes that such brought forward liabilities totaling $ 1,286,068 are no longer reasonably enforceable and accordingly they have been written off to Additional Paid-In Capital.

The Company's remaining liabilities at April 30, 2018 are as follows:

Accounts payable and accrued expenses of $ 4,748 at January 31,2018

Accrued interest expense on debt payable totaled $ 52,330 at April 30, 2018.

The amount due related party of $ 1,242,824 represents the cumulative amount due Steve Berman, CEO at April 30,2018 and includes loans totaling $ 456,473 made to the Company during the 6 months ending April 30, 2018 at 5% interest, plus accrued salary, reimbursable business expenses paid for the Company and his accrued sales commissions.

Notes Payable totaled $ 106,549 at April 30, 2018.

Convertible notes payable amounted to $ 125,633 at April 30, 2018. These included $32,633 due Tide Pool Ventures Corporation, $26,500 due Louvas Law Group, $ 1,500 due LG Capital Funding, and $ 65,000 due Livingston Asset Management, LLC ("LAM") relating to legal and administrative costs associated with the implementation of the Section 3(a)(10) deal. The LAM note bears interest at the rate of 12% per annum and matures on July 14,2018. LAM has the option to convert all or a portion of the Note at the lesser of (a) 75% of the closing bid price of ONCI common stock on July 14, 2017, i.e 75% of $0.0011, or 75% of the lowest closing bid price during 10 trading days preceding such conversion.

Stockholders' Equity

Stockholders' equity totaled $ 1,974,558 at April 30, 2018 – which was a significant improvement from the cumulative shareholders' deficit of $ (990,316) at October 31,2017. This turnaround was accomplished during the 6 months ended April 30,2018 through the issuance of 577.5 million shares, the net income of $ 338,620 for the 6 months ended April 30,2018 and the write off of older accounts payable of $ 1,286,068 no longer believed to be enforceable (see page 8 for a summary of changes).

3. Going Concern

These financial statements have been prepared on a going concern basis, which implies that the Company will continue to realize its assets and discharge its liabilities in the normal course of business. While the Company is presently operating profitably, its continuance as a going concern may be dependent upon its ability to obtain additional equity and/or debt financing. These financial statements do not include any adjustments that might be necessary should the Company be unable to continue as a going concern, which in turn may be dependent upon obtaining additional working capital necessary to accomplish its objectives

4. Contingent Obligation

The Company entered into an Employment Agreement with Mr. Berman as of March 9, 2016 which provides compensation to Mr. Berman at the rate of $10,000 per month and which grants Mr. Berman the right to acquire up to 50,000,000 of the Company's restricted common shares at a price of $0.0001 per share, plus the grant of 70,000,000 stock options exercisable at the rate of 2,500,000 common shares per calendar quarter over 7 years at a price equal to the lowest daily trading price in the previous quarter. Through July 31,2017 he was also entitled to receive a profit incentive bonus by way of sales commissions equal to 25% of the value of all new executed contracts, net of any payments to outside services, derived by the Company from such new contracts. Mr. Berman voluntarily agreed to reduce his commission rate commencing August 1, 2017 to 12.5%. The Company has the right to terminate Mr. Berman's Employment Agreement at any time upon payment of 6 months' salary payable in 16 monthly installments following termination.

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

The following Management's Discussion & Analysis (MD&A) should be read in conjunction with the financial statements for the 3 and 6 months ending April 30, 2018, and the notes thereto. The Accompanying Financial Statements have been prepared from the books and records of the Company and have not been subject to independent review and audit. The financials reflect all adjustments known to management necessary to fairly reflect the results of operations and financial position of the Company for the periods presented.

Forward-looking Statements

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

Description of Business

On **March 9, 2016** Mr. Steve Berman was appointed Chief Executive Officer and Director of the Company. With his appointment, the Company intends to focus of acquiring and/or merging with proven and profitable businesses including acquiring equity interests in strategically placed businesses already producing revenues. **For the 6 months ended April 30,2018 the Company achieved sales totaling $2,026,211 and operating income of $1,075,607.**
To date, three business investments have been closed as described below:

(a) The Company acquired Family Mobil Safety ("FMS") Marketing, the distributor of a safe driving App. The FMS business has begun to generate significant recurring monthly revenues as organic traction amongst auto dealerships and auto insurance companies continues to grow. The FMS safe driving app is intended to do a number of things to keep your attention on the road while you're driving and not on your smart phone. As soon as the FMS app detects that the vehicles wheels are in motion the App is programmed to automatically shut down all voice and social media communication ability for safe, distraction-free driving. On **December 2, 2016** the Company reported its expanded presence in the USA due to the increasing demand for the Company's premium *FMS Drive Safe App.* and also the launch of the FMS App on a global scale (particularly in Japan, Russia and Europe). The *FMS Drive Safe App* is the first App in this space to be distributed on a global basis and it is available in Dutch, Romanian, German, French, Italian, Russian, Spanish and Slovakian.

(b) On December 9, 2016 the Company acquired a Forty-Nine Percent (49%) Joint-Venture equity/ownership stake in Digital Media Management & Consulting ("DMCC") a fast-rising digital signage privately-held company headquartered in New York, NY. The DMCC platform supports advanced implementation of electronic sell-through and content advertising supported networks. These business models are major requirements for owners and rights holders of entertainment content interested in rolling out new digital signage services.

(c)On August 17,2017 the Company entered into a non-binding Letter of Intent to purchase CogoSense Technology, Inc. a Canadian company, which developed and is selling its ***FleetSafer*** App – an enterprise software solution for smart phones and tablets that detects the driving state of an entire on-the-road vehicle fleet and automatically places those devices into "safe mode" while driving occurs, to prevent distractions. CogoSense has also developed an individual consumer version called ***bSafeMobile*** and the ***bFoundMobile*** App which is a fleet vehicle tracking system to monitor vehicle locations at any time. At April 30,2018 the Company had paid $ 225,000 towards the overall purchase price of $ 2.6 million to acquire 100% of the CogoSense company, including its technology assets, revenue stream and customer base.

Operating results

The Company generated sales revenues of $ 1,073,000 during the 3 months ended April 30, 2018 and sales revenues totaling $ 2,026,211 for the 6 months ended April 30, 2018. The Company expects that these revenue sources will continue to substantially grow in future periods. After cost of sales, operating expenses and interest expense, the Company generated operating income of $ 1,075,607 for the 6 months ended April 30, 2018. After interest expense of $ 12,094 and a one-time cost of $ 724,893 to complete the Company's debt reorganization and substantial creditor settlements achieved pursuant to the Section 3 (a) (10) process described on page 12, the Company's net income for the 6 months ended April 30, 2018 totaled $ 338,620. This result compares with revenues of only $ 363,250 for the 6 months ended April 30,2017 and a net loss of $ (138,503) for the 6 months ended April 30, 2017.

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Legal Proceedings

On December 15,2016 LG Capital Funding, LLC (one of the Company's convertible note holders) commenced an action against the Company claiming that it had been prevented from converting a remaining principal balance of $ 1,500 and accrued interest thereon of $ 1,013 into common shares of the Company at the then contracted 50% discount to market stock price. The Company had previously sent LG Capital Funding, LLC ("LG") a check for $ 1,500 which was never cashed. LG additionally claimed $ 45,239 in compensatory damages and $ 11,344 in legal fees and costs. The Company filed a motion to vacate the alleged "default", which was in turn challenged by LG Capital. The matter is presently being evaluated by the Court, with the Judge's ruling awaited.

The issuer's fiscal year end date: October 31

7) Describe the Issuer's Facilities

The Company's executive offices are located at 1875 Century Park East, 6th Floor, Los Angeles, CA 90067, telephone: 310-722-6624. These offices are provided by the Company's Chief Financial Officer at no cost to the Company.

8) Officers, Directors, and Control Persons

A. Current Directors, Officers, and any significant shareholders

- Mr. Steve Berman, Chief Executive Officer and Director (from March 9, 2016 to present)

- Mr. Alan Bailey, Chief Financial Officer (from July 1, 2015 to present)

Mr. Steve Berman is a native of New York with more than 30 years of sales success and executive leadership experience and a successful entrepreneur, having founded several companies and serving in the CEO role. He has been instrumental in capital financings for several public and private companies, including but not limited to start-ups and pre-revenue businesses. Most recently, Mr. Berman co-founded 3DMC, a premier digital multimedia company, and served as CEO of Stealth Sports and Marketing, a consulting firm specializing in marketing and multimedia solutions to professional sports teams. Prior to working with 3DMC and Stealth Sports and Marketing, Mr. Berman held the position of Senior Vice Present at YES Network, the number one regional sports network. Throughout his career, Mr. Berman has developed key relationships in the top 10 markets, and was responsible for developing the adverting platform for YES, which ultimately resulted in significant sales increases for the Network.
Prior to that, Mr. Berman served as Senior Vice President of Time Warner Cable NY, where he successfully grew the company's advertising sales from $ 11 million to more than $ 100 million , and increased national sales by 200%, resulting in Time Warner Cable NY being the number one billing cable company in the U.S. In joining On4 Communications, Inc. Mr. Berman's focus , subject to being successful in raising new capital, intends to be to lead several initiatives to build long-term shareholder value through the development of new sales and revenue opportunities.

B. **Legal/Disciplinary History.**

Please identify whether any of the foregoing persons have, in the last five years, been the subject of:

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses);
   None

2. The entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or banking activities;
   None

3. A finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated; or
   None

4. The entry of an order by a self-regulatory organization that permanently or temporarily barred suspended or otherwise limited such person's involvement in any type of business or securities activities.
   None

C. **Beneficial Shareholders**

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

At April 30, 2018, the Company had 4,436,047,369 issued and outstanding common shares and 30,000,000 issued and outstanding "Series A" preferred shares. Of these, the current holder of more than 10% is as follows:

	Percentage of total issued and outstanding
Steve Berman *	
Preferred shares	30,000,000 (100% of total issued)

*The Preferred shares carry 5,000 to 1 votes over the common shares

Common Shares	1,474,422,212 (33.2% of total issued)

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 - None
Accountant or Auditor - None
Investor Relations Consultant- None

10) Issuer Certification

I, Steve Berman and Alan Bailey certify that:

1. We have reviewed this disclosure statement of On4 Communications, Inc.;

2. Based on our 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 our 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.

Dated: June 15, 2018

/s/ ***STEVE BERMAN***, Chief Executive Officer and Director.
/s/ ***ALAN BAILEY***, Chief Financial Officer.