Disclosure Statement Pursuant to the Pink Basic Disclosure Guidelines

On4 Communications, Inc.

A Delaware Corporation

44 West 44th Street

New York, NY 11710

(516) 637- 4061

Email: On4company@gmail.com

SIC Code: 4899

ANNUAL REPORT

FOR THE 12 MONTHS ENDED OCTOBER 31, 2019

As of October 31, 2019 the number of shares outstanding of our Common Stock was 4,023,875,860

As of October 31, 2018 and as of October 31, 2017 the number of shares outstanding of our common stock was 4,505,705,518 and 3,858,547,369 respectively.

Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933 and Rule 12b-2 of the Exchange Act of 1934):

Yes: ☐ No: ☒ (Double-click and select "Default Value" to check)

Indicate by check mark whether the company's shell status has changed since the previous reporting period:

Yes: ☐ No: ☒

Indicate by check mark whether a Change in Control[1] of the company has occurred over this reporting period:

Yes: ☐ No: ☒

[1] "Change in Control" shall mean any events resulting in:
(i) Any "person" (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the "beneficial owner" (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;

(ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;

(iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or

(iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

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

Name of Issuers: On4 Communications, Inc. (from October 2,2009 to date)
Predecessor Name: Sound Revolution Inc. (from June 4,2001 – October 2,2009)

Incorporated in the State of Delaware on June 4,2001. The Issuer is in active status currently.

Has the issuer or any of its predecessors ever been in bankruptcy, receivership, or any similar proceeding in the past five years?

Yes: ☐ No: ☒

2) Security Information

Trading symbol:	ONCI
Exact title and class of securities outstanding:	Common Shares
CUSIP:	6822203 203
Par or stated value:	$0.0001
Total shares authorized:	5,000,000,000 as of date October 31, 2019
Total shares outstanding:	4,023,875,860 as of date: October 31, 2019
Number of shares in the Public Float[2]:	3,946,031.842 as of date: October 31, 2019
Total number of shareholders of record:	83 as of date: October 31, 2019

Additional class of securities (if any):

Trading symbol:	N/A
Exact title and class of securities outstanding:	"Series A" Preferred shares
CUSIP:	N/A
Par or stated value:	No par value
Total shares authorized:	30,000,000 as of date: October 31, 2019
Total shares outstanding:	25,000,000 as of date: October 31, 2019

Transfer Agent
Name: Pacific Stock Transfer
Phone: 1-800-785-7782
Email: paul@pacificstocktransfer.com

Is the Transfer Agent registered under the Exchange Act?[3] Yes: ☒ No: ☐
Describe any trading suspension orders issued by the SEC concerning the issuer or its predecessors:
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:

(i) On February 10, 2019 the Company's Board of Directors approved the request of Mr. Steve Berman to surrender, to the Company's Treasury, 1.4 billion issued common shares, in exchange for which Mr. Berman was issued with 25,000,000 " Series A" preferred shares.

[2] "Public Float" shall mean the total number of unrestricted shares not held directly or indirectly by an officer, director, any person who is the beneficial owner of more than 10 percent of the total shares outstanding (a "control person"), or any affiliates thereof, or any immediate family members of officers, directors and control persons.
[3] To be included in the Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

(ii) On March 12,2019 the Company filed a preliminary Form 1-A with the SEC to raise capital. This initial filing was amended on April 2,2019 and again on November 15,2019. The amended filing called for the issuance of 450,000,000 common shares at an offering price of $ 0.0006 per share, for a gross capital raise of $ 270,000. The offering was reviewed and qualified by the SEC as of December 17,2019. At the date of this filing, no Regulation A stock has yet been issued.

3) Issuance History

The goal of this section is to provide disclosure with respect to each event that resulted in any direct changes to the total shares outstanding of any class of the issuer's securities **in the past two completed fiscal years and any subsequent interim period**.

Disclosure under this item shall include, in chronological order, all offerings and issuances of 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. Using the tabular format below, please describe these events.

A. Changes to the Number of Outstanding Shares

Check this box to indicate there were no changes to the number of outstanding shares within the past two completed fiscal years and any subsequent periods: ☐

Number of Shares outstanding as of November 1, 2016	Opening Balance: Common: 2,798,719,698 Preferred:30,000,000		*Right-click the rows below and select "Insert" to add rows as needed.						
Date of Transaction	**Transaction type (e.g. new issuance, cancellation, shares returned to treasury)**	**Number of Shares Issued (or cancelled)**	**Class of Securities**	**Value of shares issued ($/per share) at Issuance**	**Were the shares issued at a discount to market price at the time of issuance? (Yes/No)**	**Individual/ Entity Shares were issued to (entities must have individual with voting / investment control disclosed).**	**Reason for share issuance (e.g. for cash or debt conversion) OR Nature of Services Provided (if applicable)**	**Restricted or Unrestricted as of this filing?**	**Exemption or Registration Type?**
11/1/2016	New Issuance	207,698,250	Common	$0.00005	Yes	Tide Pool Ventures LLC Note (A)	Debt conversion	Unrestricted	144 Exemption
11/16/2016	New issuance	125,000,000	Common	$0.00005	Yes	Tide Pool Ventures LLC Note (A)	Debt conversion	Unrestricted	144 Exemption
12/1/2016	New issuance	100,000,000	Common	$0.00001	Yes	Tide Pool Ventures LLC Note (A)	Debt conversion	Unrestricted	144 Exemption
12/6/2016	New issuance	62,500,000	Common	$0.00004	Yes	Tide Pool Ventures LLC Note (A)	Debt conversion	Unrestricted	144 Exemption

3/13/2017	New issuance	73,333,334	Common	$0.0003	Yes	Carpathia LLC Note (B)	Debt conversion	Unrestricted	144 Exemption
4/10/2017	New issuance	134,486,301	Common	$0.0003	Yes	Carpathia LLC Note (B)	Debt conversion	Unrestricted	144 Exemption
5/19/2017	New issuance	73,708,807	Common	$0.0003	Yes	Carpathia LLC Note (B)	Debt conversion	Unrestricted	144 Exemption
5/19/2017	New Issuance	71,079,456	Common	$0.0001	Yes	Southridge Partners II LP Note (C)	Debt conversion	Unrestricted	144 Exemption
7/13/2017	New Issuance	12,500,000	Common	$0.0011	No	Steve Berman (CEO)	Expense reimbursement	Restricted	
7/25/2017	New issuance	154,521,522	Common	$0.00013	Yes	Carpathia LLC Note (B)	Debt conversion	Unrestricted	144 Exemption
10/2/2017	New Issuance	5,000,000	Common	$0.0014	No	Steve Berman (CEO)	Expense reimbursement	Restricted	
10/5/2017	New Issuance	40,000,000	Common	0.0055	No	Livingston Asset Management LLC Note (D)	Debt Settlement	Unrestricted	Section 3(a) 10 Exemption
1/22/2018	New Issuance	40,000,000	Common	0.0055	No	Livingston Asset Management LLC Note (D)	Debt Settlement	Unrestricted	Section 3(a) 10 Exemption
1/31/2018	New Issuance	80,000,000	Common	0.00249	No	Livingston Asset Management LLC Note (D)	Debt Settlement	Unrestricted	Section 3(a) 10 Exemption
2/8/2018	New Issuance	100,000,000	Common	0.00215	No	Livingston Asset Management LLC Note (D)	Debt Settlement	Unrestricted	Section 3(a) 10 Exemption
2/22/2018	New Issuance	100,000,000	Common	0.00215	No	Livingston Asset Management LLC Note (D)	Debt Settlement	Unrestricted	Section 3(a) 10 Exemption
2/27/2018	New Issuance	7,500,000	Common	$0.0023	No	Steve Berman (CEO)	Compensation	Restricted	
3/6/2018	New Issuance	100,000,000	Common	0.00249	No	Livingston Asset Management LLC Note (D)	Debt Settlement	Unrestricted	Section 3(a) 10 Exemption

3/15/2018	New Issuance	100,000,000	Common	0.00215	No	Livingston Asset Management LLC Note (D)	Debt Settlement	Unrestricted	Section 3(a) 10 Exemption
4/2/2018	New Issuance	50,000,000	Common	0.00215	No	Livingston Asset Management LLC Note (D)	Debt Settlement	Unrestricted	Section 3(a) 10 Exemption
5/17/2018	New Issuance	7,500,000	Common	$0.0023	No	Steve Berman (CEO)	Compensation	Restricted	
7/27/2018	New Issuance	45,182,485	Common	$0.0016	No	Livingston Asset Management LLC Note (D)	Debt Settlement	Unrestricted	Section 3(a) 10 Exemption
7/27/2018	New Issuance	9,475,664	Common	$0.00098	Yes	Oscaleta Partners LLC Note (E)	Convertible note repayment for	Unrestricted	144 Exemption
10/30/2018	New Issuance	7,500,000	Common	$0.0017	No	Steve Berman (CEO)	Compensation	Restricted	
12/11/2018	New issuance	141,561,726	Common	$0.00048	Yes	Carpathia LLC Note (B)	Debt conversion	Unrestricted	144 Exemption
2/10/2019	Surrender to Treasury	(1,400,000,000)	Common	$0.0001	No	Steve Berman	Surrender back to Treasury	Restricted	
2/10/2019	New issuance	25,000,000	Preferred Series “A”	No par value	Not applicable	Steve Berman	Issued in exchange for common shares surrendered	Restricted	
2/10/2019	Surrender to Treasury	(30,000,000)	Preferred Series “A”	No par value	Not applicable	Steve Berman	Surrender back to Treasury	Restricted	
2/14/2019	New issuance	85,003,928	Common	$ 0.00105	Yes	Carpathia LLC Note (B)	Debt conversion	Unrestricted	144 Exemption
4/12/2019	New issuance	200,233,698	Common	$ 0.00045	Yes	JP Carey Enterprises Inc. Note (F)	Debt conversion	Unrestricted	144 Exemption
7/1/2019	New issuance	209,015,733	Common	$ 0.00024	Yes	Carpathia LLC Note (B)	Debt conversion	Unrestricted	144 Exemption

8/23/2019	New issuance	282,355,257	Common	$ 0.00014	Yes	JP Carey Enterprises Inc. Note (F)	Debt conversion	Unrestricted	144 Exemption
Shares Outstanding on October 31,2019	**Ending Balances:** **Common: 4,023,875,860** **Preferred Series "A": 25,000,000**								

Notes: (A) Tide Pool Ventures LLC is controlled by Todd Violette
(B) Carpathia LLC is controlled by Joseph C. Canouse
(C) Southridge Partners II LP is controlled by Stephen Hicks
(D) Livingston Asset Management LLC is controlled by Stephen Hicks
(E) Oscaleta Partners LLC is controlled by Stephen Hicks
(F) JP Carey Enterprises Inc is controlled by Joseph C. Canouse

Example: A company with a fiscal year end of December 31st, in addressing this item for its quarter ended September 30, 2018, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2016 through September 30, 2018 pursuant to the tabular format above.

B. Debt Securities, Including Promissory and Convertible Notes

Use the chart and additional space below to list and describe any issuance of promissory notes, convertible notes or convertible debentures **in the past two completed fiscal years and any subsequent interim period**.

Check this box if there are no outstanding promissory, convertible notes or debt arrangements: ☐

Date of Note Issuance	Outstanding Balance ($)	Principal Amount at Issuance ($)	Interest Accrued ($)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder	Reason for Issuance (e.g. Loan, Services, etc.)
9/18/2017	$25,000	$25,000	$5,295	Demand	10% ,loan	Donald Berman	Loan
1/2/2018	$206,473	$206,473	$18,922	Demand	5% loan	Steve Berman (CEO)	Loan
1/31/2018	$16,000	$16,000	$2,797	Demand	10% ,loan	Donald Berman	Loan
2/6/2018	$12,500	$12,500	$2,597	2/6/2019	Convertible at 50% of the average market price 10 days prior to conversion	J.P. Carey Enterprises, Inc (Note C)	Convertible loan
2/27/2018	$50,000	$50,000	$4,527	Demand	5% loan	Steve Berman (CEO)	Loan
2/28/2018	$5,500	$5,500	$1,103	2/28/2019	Convertible at 50% of the average market price 10 days prior to conversion	J.P. Carey Enterprises, Inc (Note C)	Convertible loan
4/3/2018	$200,000	$200,000	$15,781	Demand	5% loan	Steve Berman (CEO)	Loan
6/15/2018	$115,000	$115,000	$7,924	Demand	5% loan	Steve Berman (CEO)	Loan
10/31/2018	$185,000	$185,000	$9,250	Demand	5% loan	Steve Berman (CEO)	Loan

1/31/2019	$125,000	$125,000	$4,657	Demand	5% loan	Steve Berman (CEO)	Loan
3/1/2019	$25,000	$25,000	$2,014	3/1/2020	Convertible at 50% of the average market price 10 days prior to conversion	Carpathia LLC (Note B)	Convertible loan
3/1/2019	$30,000	$30,000	$1,007	Demand	5% loan	Steve Berman (CEO)	Loan
3/11/2019	$20,000	$20,000	$1,539	3/11/2020	Convertible at 50% of the average market price 10 days prior to conversion	J.P. Carey Enterprises, Inc (Note C)	Convertible loan
3/27/2019	$20,000	$20,000	$1,499	3/27/2020	Convertible at 50% of the average market price 10 days prior to conversion	J.P. Carey Enterprises, Inc (Note C)	Convertible loan
4/16/2019	$15,000	$15,000	$976	4/16/2020	Convertible at 50% of the average market price 10 days prior to conversion	Carpathia LLC (Note B)	Convertible loan
7/1/2019	$50,000	$50,000	$842	Demand	5% loan	Steve Berman (CEO)	Loan
8/6/2019	$10,000	$10,000	$283	8/6/2020	Convertible at 50% of the average market price 10 days prior to conversion	Carpathia LLC (Note B)	Convertible loan
10/1/2019	$45,000	$45,000	$191	Demand	5% loan	Steve Berman (CEO)	Loan
TOTALS AT OCTOBER 31, 2019	**$1,006,473** **And** **$41,000** **And** **$153,000**	**$1,006,473** **$41,000** **$153,000**	**$63,101** **$8,092** **$14,923**	**Demand** **Demand** **Various**	**5% loans** **10% loans** **Convertible at 50% of the average market price 10 days prior to conversion**	**Steve Berman (CEO)** **Donald Berman** **Entities controlled by Joseph C. Canouse (see Note below)**	**Loan** **Loan** **Convertible loans**

Notes (A), (B) & (C) Machiavelli Ltd LLC, Carpathia LLC and J.P. Carey Enterprises, Inc are all controlled by Joseph C. Canouse.

4) Financial Statements

A. The following financial statements were prepared in accordance with:

☒ U.S. GAAP
☐ IFRS

B. The financial statements for this reporting period were prepared by (name of individual)[4]:

Name: **Alan Bailey**
Title: CFO
Relationship to Issuer: CFO

Provide the financial statements described below for the most recent fiscal year or quarter.

[4] The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS by persons with sufficient financial skills.

C. Balance sheet;
D. Statement of income;
E. Statement of cash flows;
F. Financial notes; and
G. Audit letter, if audited (not applicable)

Attached to this disclosure statement (on pages 12-21) is the Annual Report and Unaudited Financial Statements for the 12 Months ended October 31, 2019.

5) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations. In answering this item, please include the following:

A. Summarize the issuer's business operations (If the issuer does not have current operations, state "no operations")

The Issuer has several business operations and prospective business opportunities, but is presently primarily involved in the design and creation and manufacture of a software App. for installation in motor vehicles to automatically restrict the driver from accessing a smart phone or other social media communication while the vehicle wheels are in motion.

B. Describe any subsidiaries, parents, or affiliated companies, if applicable, and a description of their business contact information for the business, officers, directors, managers or control persons. Subsidiary information may be included by reference

(i) 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.

(ii) 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 October 31,2019 the Company had cumulatively paid $ 1,475,000 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.

(iii) On September 14 2018 the Company announced that it has signed a letter of intent to purchase 75% of a craft Cannabis company called Sifthouse BC for a total consideration of $1 million contingent upon Sifthouse BC obtaining a license to distribute Cannabis related product in Canada. Sifthouse is a craft Cannabis company and a new business based in Vancouver. Their plan is to grow highly profitable, specialty blends of cannabis. Terms of financing are being worked out. The Company's investment to date is $125,000.

Summary of Operating Results:

Sales for the 12 months ended October 31,2019 totaled $ 5,533,159 – which represented an increase of 21.6% over Sales for the 12 months ended October 31,2018 of $ 4,551,116. Net Income for the 12 months ended October 31, 2019 totaled $ 1,607,674 compared with Net Income of $ 1,619,050 for the 12 months ended October 31,2018. Net cash flow from operating activities totaled $ 261,130 for the 12 months ended October 31,2019 compared with cash flow from operating activities of $ 268,491 for the 12 months ended October 31,2018. After investments in Cogosense Technology and Sifthouse BC totalling $ 455,000 and net cash inflow from financing activities of $ 115,000 during the 12 months ended October 31,2019, the ending cash balance at October 31 ,2019 declined by $ 78,870 to $ 38,415, compared with a cash balance of $117,285 at October 31,2018.

C. Describe the issuers' principal products or services, and their markets

The Company's principal products include the FMS Drive Safe App,, the FleetSafer App, the bSafemobile App and the bFoundMobile App. These products are distributed and sold to automotive dealers and operators nationwide throughout the United States, as well as the Europe, Russia and Japan

6) Issuer's Facilities

The goal of this section is to provide a potential investor with a clear understanding of all assets, properties or facilities owned, used or leased by the issuer.

In responding to this item, please clearly describe the assets, properties or facilities of the issuer, give the location of the principal plants and other property of the issuer and describe the condition of the properties. If the issuer does not have complete ownership or control of the property (for example, if others also own the property or if there is a mortgage on the property), describe the limitations on the ownership.

If the issuer leases any assets, properties or facilities, clearly describe them as above and the terms of their leases.

The Issuer rents a business office on a month-to-month basis at 44 West 44 Street, New York, NY 11710 at the rate of $ 3,500 per month (inclusive of furniture).

7) Officers, Directors, and Control Persons

The goal of this section is to provide an investor with a clear understanding of the identity of all the persons or entities that are involved in managing, controlling or advising the operations, business development and disclosure of the issuer, as well as the identity of any significant or beneficial shareholders.

Using the tabular format below, please provide information regarding any person or entity owning 5% of more of the issuer, as well as any officer, and any director of the company, regardless of the number of shares they own. **If any listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information of an individual representing the corporation or entity in the note section.**

Name of Officer/Director and Control Person	**Affiliation with Company (e.g. Officer/Director/Owner of more than 5%)**	**Residential Address (City / State Only)**	**Number of shares owned**	**Share type/class**	**Ownership Percentage of Class Outstanding***	
Steve Berman	CEO & Director	Roslyn, New York	1,061,739	Common shares	0.026%	
Steve Berman	CEO & Director	Roslyn, New York	25,000,000	Class "A" Preferred shares	100.0%	

***based on total issued and outstanding shares at October 31,2019**

8) Legal/Disciplinary History

A. Please identify whether any of the persons listed above have, in the past 10 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

B. Describe briefly any material pending legal proceedings:.

(1) 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. A judgement in favor of LG Capital was issued by the Eastern District Court of New York on September 25, 2018. However, this order was successfully appealed and the Company has been granted a stay, pending the outcome of a similar case submitted to the Second Circuit of Appeals which pleads that these types of convertible debt contracts are usurious under New York law. In April 2019 the New York Court of Appeals declined to hear the question certified to it – whether loans with terms such as the Note in our case are void for being usurious. As a result, the federal Court of Appeals lifted the stay in our matter and requested our appellate brief by May. Our brief was filed May 20, 2019. LG Capital submitted their opposing brief August 9, 2019 and our reply brief was submitted at the end of August, 2019. There will not be oral arguments. In early January, 2020 the LG Capital case was submitted to a panel of three judges in the Court of Appeals for review. No decision has been rendered yet.

9) Third Party Providers

Please provide the name, address, telephone number and email address of each of the following outside providers:

Securities Counsel

Name: None

Accountant or Auditor

Name: None

Investor Relations Consultant

Name: None

Other Service Providers

Name: None

10) Issuer Certification

Principal Executive Officer:

The issuer shall include certifications by the chief executive officer and chief financial officer of the issuer (or any other persons with different titles but having the same responsibilities).

The certifications shall follow the format below:

I, Steve Berman, Chief Executive Officer, certify that:

1. I have reviewed this Annual Disclosure Statement of On4 Communications, Inc for the 12 Months Ended October 31, 2019;

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.

January 17, 2020

"/s/ ***Steve Berman***

Principal Financial Officer:

I, Alan Bailey, Chief Financial Officer certify that:

1. I have reviewed this Annual Disclosure Statement of On4 Communications, Inc for the 12 Months Ended October 31,2019;

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.

January 17, 2020

"/s/ ***Alan Bailey***

(Digital Signatures should appear as "/s/ [OFFICER NAME]")

THE FOLLOWING CONSTITUTE THE UNAUDITED FINANCIAL STATEMENTS OF ON4 COMMUNICATIONS, INC. FOR THE 12 MONTHS ENDED OCTOBER 31, 2019

ANNUAL FINANCIAL STATEMENTS

ON4 COMMUNICATIONS, INC.

for the 12 Months Ending

OCTOBER 31, 2019

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ON4 COMMUNICATIONS, INC.
Condensed Balance Sheets
(Unaudited)

	October 31, 2019	October 31, 2018
Assets		
Current assets		
Cash	$ 38,415	$ 117,285
Accounts receivable	7,754,401	4,851,862
	7,782,816	4,969,147
Fixed assets, net of accumulated depreciation	-	-
Other assets, at cost		
Investment in Family Mobile Safety ("FMS")	2,000,000	2,000,000
Investment in Cogosense Technology Inc.	1,475,000	1,045,000
Investment in Sifthouse BC	125,000	100,000
	3,600,000	3,145,000
Total Assets	**$11,392,816**	**$ 8,114,147**
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current liabilities		
Accounts payable and accrued expenses	$ 80,059	$ 112,495
Accrued note interest	23,015	83,873
Loans and accrued interest due related party	1,069,574	774,711
Other amounts due related party	2,531,325	1,299,795
Notes payable	41,000	106,549
Convertible notes payable	154,500	348,633
	3,899,473	2,726,056
Non-current liabilities		
Due related party	2,000,000	2,000,000
Stockholders' Equity		
Preferred stock: 30,000,000 shares authorized, no par value 25,000,000 and 30,000,000 shares issued and outstanding at October 31, 2019 and October 31,2018 respectively	$ -	$ -
Common stock: 5,000,000,000 shares authorized of $ 0.0001 par value each 4,023,875,860 and 4,505,705,518 issued and outstanding, at October 31, 2019 and October 31,2018 respectively	402,387	450,571
Additional paid-in capital	17,901,089	17,495,328
Treasury stock	210,000	70,000
Accumulated deficit	(13,020,133)	(14,627,808)
	5,493,343	3,388,091
Total Liabilities and Stockholders' Equity	**$ 11,382,816**	**$ 8,114,147**

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

ON4 COMMUNICATIONS, INC.
Condensed Statements of Operations
(Unaudited)

	12 Months Ended	
	October 31 2019	October 31, 2018
Sales	$5,533,159	$ 4,551,116
Less: Cost of sales	(1,955,000)	(582,000)
Sales commission	(691,645)	(568.889)
Gross Margin	2,886,514	3,400,277
Operating expenses		
General and administrative	683,033	588,749
Marketing and promotion	148,000	-
Management compensation	240,000	195,000
Legal and accounting	120,905	162,668
	1,191,938	946,417
Operating income	**1,694,576**	**2,453,810**
Other income (expense)		
Section 3(a)10 deal costs	-	(724,893)
Interest	(86,901)	(109,867)
	(86,901)	(834,760)
Net income	**$1,607,675**	**$1,619,050**
Weighted average shares outstanding	**4,280,180,839**	**4,291,500,000**
Earnings per share outstanding	**$ 0.00038**	**$0.00038**

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

ON4 COMMUNICATIONS, INC.
Statement of Changes In Stockholders' Equity (Deficit)
(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 1,2017	**30,000,000**	**-**	**3,858,547,369**	**$385,855**	**$ 14,800,687**	**$ 70,000**	**$ (16,246,858)**	**$ (990,316)**
12 Months ended October 31,2018								
Stock issued to financier of Section 3(a)10 deal			570,000,000	57,000	1,281,461			1,338,461
Stock issued to CEO for expense reimbursements			22,500,000	2,250	50,250			52,500
Stock issued to redeem convertible notes			54,658,149	5,466	76,862			82,328
Liabilities deemed by Management to be unenforceable					1,286,068			1,286,068
Net income for year							1,619,050	1,619,050
Balance:								
October 31 2018	**30,000,000**	**-**	**4,505,705,518**	**$450,571**	**$ 17,495,328**	**$ 70,000**	**$ (14,627,808)**	**$3,388,091**
12 Months Ended October 31, 2019								
Stock issued to redeem convertible note and interest			918,170,342	91,816	227,792	-	-	319,608
Surrender of shares to Treasury	(30,000,000)	-	(1,400,000,000)	(140,000)	-	140,000	-	-
Issuance of Preferred Shares to CEO	25,000,000	-	-	-	-	-	-	-
Liabilities no longer considered by management to be enforceable	-	-	-	-	177,969	-	-	177,969
Net income for period	-	-	-	-	-	-	1,607,675	1,607,675
Balance:								
October 31,2019	**25,000,000**	**-**	**4,023,875,860**	**$402,387**	**$ 17,901,089**	**$ 210,000**	**$ (13,020,133)**	**$ 5,493,343**

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

ON4 COMMUNICATIONS, INC.
Condensed Statements of Cash Flows
(Unaudited)

	12 Months Ended October 31, 2019	12 Months Ended October 31,2018
Net cash from operating activities:		
Net income for period	$ 1,607,675	$ 1,619,050
Adjustments to reconcile net income to net cash:		
Section3(a)(10) costs paid by stock issuance		724,893
Net changes in operating assets and liabilities		
Increase in accounts receivable	(2,902,539)	(3,366,290)
Decrease in deposit held by financier	-	272,414
Increase in accounts payable and accrued expenses	29,60`1	371,274
Increase in amounts due related party	1,526,393	647,150
	(1,346,545)	(1,350,559)
Net cash from operating activities	261,130	268,491
Net cash used in investing activities:		
Acquisition of interest in Cogosense Technology, Inc	(430,000)	(1,045,000)
Acquisition of interest in Sifthouse BC	(25,000)	(100,000)
	(455,000)	(1,145,000)
Net cash from(used in) financing activities:		
Loans from related party	250,000	756,473
(Decrease) increase in notes payable(net)	(135,000)	193,000
	115,000	949,473
(Decrease) increase in cash	**(78,870)**	**72,964**
Cash – beginning of period	**117,285**	**44,321**
Cash – end of period	**$ 38,415**	**$ 117,285**
Supplemental information:		
Transactions not involving cash flows:		
Issuance of common stock to financier of Section 3(a)10 deal	$ -	$1,338,461
Issuance of common stock to CEO against business expenses	-	52,500
Stock issued to redeem convertible notes and interest	319,608	82,328
Liabilities deemed by Management as no longer enforceable	177,969	1,286,068
Increase in issued common stock	(91,816)	(64,716)
Increase in additional paid-in capital	(405,761)	(2,694,641)
	$ -	$ -

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

ON4 COMMUNICATIONS, INC.
NOTES TO THE CONDENSED FINANCIAL STATEMENTS
For the 12 Months Ended October 31, 2019
(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. **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.

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 **March 9, 2016** Mr. Steve Berman was appointed Chief Executive Officer and Director of the Company (Mr. Berman also hold those positions today). With his appointment, the Company totally changed its previous business plan and began to aggressively pursue 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 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 covered approximately $1.6 million of the Company’s obligations, which LAM had 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 provided 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 under 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 provided that the LAM Settlement Shares could 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 by the Company, 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 net proceeds ($ 724,893) as its administrative, legal and handling fees, and the balance of $885,980was used in 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 be redomiciled and incorporated in the state of Colorado (“On4-Colorado”). Each of the On4-Delaware 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, effective February 10,2019, Steve Berman surrendered to Treasury 1.4 billion of the common shares that he held in On4-Delaware). Concurrently, Hexagon Holdings Corporation intends to apply to FINRA for a new symbol and CUSIP number, and it is planned for Hexagon Holdings Corporation to become the successor operating business going forward after FINRA approval has been received. At the date of this filing however, none of the above plans have been implemented, such that the Company’s domicile remains with Delaware at this point and there are no plans to change this Delaware status in the next 12 months.

During the **12 months ended October 31, 2018** the Company invested a total of $1,045,000 towards the purchase price of $ 2.6 million to acquire CogoSense Technology,Inc., a Canadian company, which has 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. The Company increased its cash investment by **$430,000** to **$1,475,000** during the **12 months ended October 31,2019.**

On **September 14 2018** the Company announced that it has signed a letter of intent to purchase 75% of a craft Cannabis company called Sifthouse BC for a total consideration of $ 1 million contingent upon Sifthouse BC obtaining a license to distribute Cannabis related product in Canada. Sifthouse is a craft Cannabis company and a new business based in Vancouver. Their plan is to grow highly profitable, specialty blends of cannabis. Terms of financing are being worked out. The Company’s investment to date is **$125,000.**

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 October 31, 2019 and at October 31,2018, and the results of its operations and cash flows for the 12 months ended October 31, 2019 and October 31,2018 respectively.

Cash
At October 31, 2019 the Company had a cash balance of $ 38,415 compared with a cash balance of $ 117,285 at October 31,2018.

Accounts Receivable
Accounts receivable arise from the Company's sales of the Cogosense and FMS safe driving Apps and its net share of sales derived by Digital Media Management & Consulting, less payments received to date. 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 October 31, 2019 and October 31, 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 100% of CogoSense Technology, Inc., a Canadian company, for total consideration of $ 2.6 million. CogoSense has 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 October 31, 2019 the Company had invested a total of $ **1,475,000** towards the overall purchase price, which consideration includes the IP, technology assets, revenue stream and customer base of CogoSense.

Investment in Sifthouse BC
On **September 14 2018** the Company signed a letter of intent to purchase 75% of a craft Cannabis company called Sifthouse BC for a total consideration of $ 1 million contingent upon Sifthouse BC obtaining a license to distribute Cannabis related product in Canada. Sifthouse is a craft Cannabis company and a new business based in Vancouver. Their plan is to grow highly profitable, specialty blends of cannabis. Terms of financing are being worked out. The Company's investment to date is **$125,000**.

Fixed Assets
The Company has fully amortized its fixed assets.

Revenue Recognition
The Company recorded , supported by sales contracts, totaling $ 5,533,159 for the 12 months ended October 31, 2019 arising primarily through the sale of the FMS safe driving App and the CogoSense Apps. This compares with sales of $ 4,551,116 for the 12 months ended October 31, 2018 (representing an increase of approximately 21.6 % year-over-year).,

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 October 31, 2019. The Company has approximately $ 12.8 million of net operating losses carried forward to potentially offset taxable income in future years, which expire commencing in calendar 2026.

Current Liabilities

The Company's liabilities at October 31, 2019 and October 31,2018 are as follows:

Accounts payable and accrued expenses totaled $ 80,059 and $ 112,495 at October 31, 2019 and October 31,2018. Accrued interest expense on third party debt payable totaled $ 23,015 and $ 83,873 at October 31, 2019 and October 31, 2018, respectively. Notes Payable totaled $ 41,000 at October 31, 2019, compared with $ 106,549 at October 31, 2018.

Convertible notes payable amounted to $ 154,500 and $ 348,633 at October 31, 2019 and October 31 2018 respectively. During the 12 months ended October 31,2019 the Company converted of certain Notes, plus accrued interest, totaling $ 319,608 in exchange for the issuance of 918,170,342 common shares. The convertible loan balance at October 31,2019 of $ 154,500 includes 12 month convertible notes payable to Machiavelli Ltd LLC, to Carpathia LLC and to J.P. Carey Enterprises, Inc. totaling $ 153,000 all of which carry interest at the rate of 12% annum and which are convertible at a rate of 50% of the average market price of the Company's common stock based on the lowest 3 intraday trading prices quoted by OTCMarkets during the 10 day trading period prior to conversion.

At October 31,2019 management determined that notes payable totaling $ 124,682 and accrued interest thereon of $53,287 no longer appeared to be enforceable due to statute of limitations on collection of the debt. Accordingly, the combined balance of $177,969 was written off to additional paid in capital.

3.Amounts Due Related Party

The amounts due related party represent amounts due to the Company's CEO, Steve Berman, as follows:

	At October 31,2019	At October 31,2018
5% loans to the Company, together with accrued interest thereon	$ 1,069,574	$ 774,711
Other amounts due related party:		
Accrued but unpaid compensation	$ 430,763	$ 240,763
Unreimbursed business expenses paid by the CEO	586,297	236,412
Accrued but unpaid sales commissions	1,514,265	822,620
	2,531,325	1,299,795
Total currently due	$ 3,600,899	$2,074,506
Unpaid consideration to acquire 51% interest in FMS	2,000,000	2,000,000
Total non-currently due	$ 2,000,000	$2,000,000

4. Contingent Obligations/Liabilities

(2) 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% and his monthly compensation rate was increased to $ 20,000. 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.

(3) 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. 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 in turn was challenged by LG Capital. A judgement in favor of LG Capital for $54,543 was issued by the Eastern District Court of New York on September 25, 2018. However, this order was appealed by the Company on October 12, 2018 and the Company was been granted a stay, pending the outcome of a similar case submitted to the Second Circuit of Appeals which pleads that these types of convertible debt contracts are usurious under New York law. In April 2019 the New York Court of Appeals declined to hear the question certified to it – whether loans with terms such as the Note in our case are void for being usurious. As a result, the federal Court of Appeals lifted the stay in our matter and requested our appellate brief by May. Our brief was filed May 20, 2019. LG Capital submitted their

opposing brief August 9, 2019 and our reply brief was submitted at the end of August, 2019. There will not be oral arguments. No decision has been rendered yet.

5. Regulation A financing

On March 12,2019 the Company filed a preliminary Form 1-A with the SEC to raise capital. This initial filing was amended on April 2,2019 and again on November 15,2019. The amended filing called for the issuance of 450,000,000 common shares at an offering price of $ 0.0006 per share, for a gross capital raise of $ 270,000. The offering was reviewed and qualified by the SEC as of December 17,2019. At the date of this filing, no Regulation A stock has yet been issued.

6. Subsequent event

On November 8, 2019 the Company issued 152,467,390 common shares to JP Carey Enterprises Inc.in settlement of convertible debt of $ 12,500 and accrued interest thereon through conversion of $ 2,914. This issuance increased the Company's total issued and outstanding common shares from 4,023,875,860 to 4,176,343,250