



**QUARTERLY REPORT**

**Of**

**WIALAN TECHNOLOGIES, INC.**

**For the 12 months ending**

**DECEMBER 31, 2015**

**OTC: WLAN**

**CUSIP: 96685A107**

# **Wialan Technologies, Inc.**

## **OTC Pink Basic Disclosures**

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

Current Name: **Wialan Technologies, Inc. as of January 22, 2014**

Former Name: **American Community Development Group, Inc. (as of February 5, 2010)**

Former Name: **Rock bands, Inc. (as of April 02, 2008)**

Former Name: **DTI, Inc. (as of April 27, 1987)**

Former Name: **Originally incorporated as Forts Bridge, Ltd. on February 25, 1985**

**Taxpayer ID #: 26-3092712**

**Address of the issuer's Principal Executive Offices/Company Headquarters:**

**10271 NW 46th Street**

**Sunrise, Florida, 33351**

**Phone: 954 749 3481**

**Email: [investors@wialan.com](mailto:investors@wialan.com)**

**Website(s): [www.wialan.com](http://www.wialan.com)**

**IR Contact:**

**N/A**

**Security Information:**

Trading Symbol: **WLAN**

CUSIP: **96685A107**

**Total shares authorized Shares as of September 30, 2015**

75,000,000 Preferred Shares and 3,500,000,000 Common Shares

**Par Value:** \$ 0.0001 per share

**Total Shares Issued and outstanding:**

No Preferred Shares issued

2,575,811,474 common shares as of September 30, 2015

**Transfer Agent:**

**Clear Trust, LLC**

16540 Pointe Village Drive Suite 206  
Lutz, Florida 33558  
Phone: (813) 235.4490

Is the transfer Agent registered under the Exchange Act?\*      YES: **X**      No:

\*To be included in the OTC Pink Current Information tier, the transfer agent must be registered under the Exchange Act.

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**

Below are events, in chronological order that resulted in changes in total shares outstanding by the issuer in the past two fiscal years:

**Note: Wialan is in the process of investigating these shares transactions since the merger to check the validity and legality of the issuances.**

**During Calendar 2013**

**(i) First Quarter 2013:**

There were no new shares of the Company issued during first quarter, 2013.

**(ii) Second Quarter 2013:**

**(a) 40,000,000** shares of Company's common stock were issued to ACAP. The original \$70,000 note that was convertible to the Company's common stock was partially converted: (i) \$13,099 of the note and unpaid interest were converted in exchange for 40,000,000 unrestricted shares of the Company's common stock and (ii) \$7,099 of the note was issued to Primary Finance and converted in exchange for **13,333,333** unrestricted shares of the Company's common stock. This loan originated on November 10, 2009.

**(b) 32,000,000** shares of Company's common stock were issued to DB Capital Corp. This note was for \$25,000.

(c) **20,000,000** shares of Company's common stock were issued to Equitas Group Inc. These shares were in exchange for money loaned to ACYD.

(d) **11,000,000** shares of Company's common stock were issued to Benjamin Petitti, on behalf of his spouse, Morgan E. Petitti, for legal services rendered.

**(iii) Third Quarter 2013:**

(a) **37,500,000** shares of Company's common stock were issued to JSJ Investments to settle the balance of the \$25,000 loan.

(b) **9,090,909** shares of Company's common stock were issued to DB Capital Corp. in exchange for a note for \$ 5,000. In addition, **4,166,666** shares of Company's common stock were issued to DB Capital Corp. in exchange for a note for \$2,500.

(c) **20,000,000** shares of Company's common stock were issued to Southbridge Advisory Group, Inc. for money loaned to the Company.

(d) **Merger:** On August 28, 2013 Wialan Technology, LLC merged into the Company. In conjunction with this merger, on August 28, 2013 the Company issued **1,900,000,000** restricted common shares to the owners of Wialan Technology, LLC as consideration for the acquisition.

Also on August 28, 2013 the Company issued **109,709,888** restricted common shares to The New Renaissance Group, Inc., which was majority owned by former ACYD President and CEO John Folger.

Accordingly, at **August 28, 2013** the Company's issued common shares had increased to **2,533,333,333**.

**(iv) Four Quarter 2013:**

There were no shares of the Company issued during fourth quarter, 2013.

**During Calendar 2014**

**(i) First Quarter 2014:**

There were no new shares of the Company issued during first quarter, 2014.

**(ii) Second Quarter 2014:**

There were no new shares of the Company issued during second quarter, 2014

**(iii) Third Quarter 2014:**

On September 30, 2014 the Company issued **14,238,415** common shares to a Noteholder to discharge a Note payable of \$ 20,000 together with accrued interest of \$ 2,307. Clear Trust's records show this transactions issued to JSJ Investments. Inc.

**(iv) Fourth Quarter 2014**

On November 12, 2014 the Company issued **28,239,728** common shares to a Noteholder to discharge a Note payable of \$ 25,000 together with accrued interest of \$ 3,240. Clear Trust's records show that transactions were also issued to JSJ Investments. Inc.

At this date, the total common shares issued and outstanding amounted to **2,575,811,474**

**During Calendar 2015**

**(i) First Quarter 2015:**

There were no new shares of the Company issued during first quarter, 2015.

**(ii) Second Quarter 2015:**

There were no new shares of the Company issued during second quarter, 2015

**(iii) Third Quarter 2015:**

There were no new shares of the Company issued during third quarter, 2015.

**(iv) Fourth Quarter 2015:**

Two transactions were approved by the board of director to settle the services of Alan Bailey and Richard Gilbert.

On October 8, 2015 7,750,000 common shares issued, being 2,750,000 common shares in past settlement of unpaid professional fees and 5,000,000 common shares to Richard Gilbert in recognition for his services as Director and Executive Vice President, Sales and Business Development

After these issuances, total common shares issued and outstanding at December 31, 2015 totaled 2,583,561,474.

## 5. Financial Statements

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

### WIALAN TECHNOLOGIES, INC. CONSOLIDATED BALANCE SHEETS (Unaudited)

<b>Assets</b>	<u>December 31, 2015</u>	<u>December 31, 2014</u>
Current assets		
Cash	\$ 21,601	\$ 17,574
Accounts receivable	9,613	15,000
Due from stockholders	23,700	82,894
Inventory of parts, at cost	<u>85,900</u>	<u>97,611</u>
Total current assets	<u>\$140,814</u>	<u>213,079</u>
 Fixed assets, less accumulated depreciation	 <u>6,856</u>	 <u>16,000</u>
 Goodwill	 <u>1,478,144</u>	 <u>1,478,144</u>
 <b><u>Total assets</u></b>	 <b>\$ <u>1,625,814</u></b>	 <b>\$ <u>1,707,193</u></b>
 <b>Liabilities and stockholders' equity</b>		
<b>These prior posted liabilities will be challenged by our legal security counsel</b>		
Current liabilities		
Accounts payable and accrued expenses	\$ 230,616	\$ 222,787
Short-term notes payable and accrued interest	<u>186,903</u>	<u>179,862</u>
Total current liabilities	<u>417,519</u>	<u>402,649</u>
 <b>Stockholders' equity</b>		
Preferred stock, 75,000,000 shares authorized Of \$ 0.0001 par value. None issued or outstanding.	 -	 -
 Common stock, 3,500,000,000 shares authorized of \$0.0001 par value, 2,575,811,474 issued and outstanding at December 31, 2015 and December 31, 2014 respectively	    \$257,581	    \$ 257,581
Additional paid in capital	\$3,964,798	3,964,798
Treasury stock	(13,100)	(13,100)
<b>This deficit was carried over from the merger</b>		
 Accumulated deficit	 <u>(2,960,952)</u>	 <u>(2,994,735)</u>
Net stockholders' equity	<u>1,248,327</u>	<u>1,304,544</u>

**Total liabilities and stockholders' equity**

**\$1,658,131**

**\$ 1,707,193**

The accompanying notes are an integral part of these financial statements

**WIALAN TECHNOLOGIES, INC.  
CONSOLIDATED STATEMENTS OF OPERATIONS  
(Unaudited)**

	<b>12 Months Ending December 31,</b>	
	<b><u>2015</u></b>	<b><u>2014</u></b>
<b>Revenue</b>		
Product sales	\$ 595,678	\$ 154,924
Less: cost of sales	<u>(469,160)</u>	<u>(68,390)</u>
Gross margin	<u>126,518</u>	<u>86,534</u>
<b>Operating expenses:</b>		
General and administrative	182,735	203,380
Depreciation	-	<u>7,322</u>
Total operating expenses	<u>182,735</u>	<u>210,702</u>
<b>Operating profit/loss</b>	(56,217)	(124,168)
Assets written off	-	(7,787)
Interest expense	-	(18,334)
<b>Net profit/loss for period</b>	<u>\$ (56,217)</u>	<u>\$ (150,289)</u>
<b>Net Profit/loss per share</b>	<u>\$ 0</u>	<u>\$ 0</u>
<b>Weighted average shares outstanding</b>	<u>2,575,811,474</u>	<u>2,533,333,333</u>

The accompanying notes are an integral part of these financial statements

**WIALAN TECHNOLOGIES, INC.**  
**CONSOLIDATED STATEMENT OF CHANGES IN STOCKHOLDERS' EQUITY**  
**For the Period January 1, 2015 through December 31, 2015**  
**(Unaudited)**

	Number of Issued Common Shares	Amount at Par Value	Additional Paid in Capital	Treasury Stock	Accumulated (Deficit)	Equity
<b>Balance January 1, 2014</b>	<b>2,533,333,333</b>	<b>\$ 253,333</b>	<b>\$ 3,918,499</b>	<b>\$ (13,100)</b>	<b>\$ (2,715,333)</b>	<b>\$ 1,443,399</b>
Issuance of stock on September 30, 2014 to discharge a Notes Payable and accrued interest Thereon	14,238,415	1,424	20,883	-	-	22,307
Issuance of stock on November 12, 2014 to discharge a Notes Payable and accrued interest thereon	28,239,728	2,824	25,416	-	-	28,240
Loss for 12 months ending December 31, 2014	-	-	-	-	(189,402)	(189,402)
<b>Balance: December 31, 2014</b>	<b>2,575,811,474</b>	<b>\$ 257,581</b>	<b>\$ 3,964,798</b>	<b>\$ (13,100)</b>	<b>\$ (2,904,735)</b>	<b>\$ 1,304,544</b>
Loss for 12 months Ending December 31, 2015	-	-	-	-	(56,217)	(56,217)
<b>Balance: December 31, 2015</b>	<b>2,575,811,474</b>	<b>\$ 257,581</b>	<b>\$ 3,964,798</b>	<b>\$ (13,100)</b>	<b>\$ (2,960,952)</b>	<b>\$ 1,248,327</b>



The accompanying notes are an integral part of these financial statements

**WIALAN TECHNOLOGIES, INC.**  
**CONSOLIDATED STATEMENTS OF CASH FLOWS**  
**(Unaudited)**

**12 Months Ended December 31**

	<b>2015</b>	<b>2014</b>
<b>Cash flow used in operating activities:</b>		
Net Profit/loss for period	\$ (56,217)	\$ (150,289)
Adjustment to reconcile net loss to net cash used in operating activities		
Depreciation	1,858	7,322
Assets written off		7,787
Stock used for executive compensation	5,000	61,834
Stock used to settle professional fees payable	13,673	(29,493)
Decrease in inventory of parts	11,711	=
Increase (decrease) in accounts payable	(9,609)	
Decrease (increase) in accounts receivable (net)	<u>5,387</u>	
<b>Net cash used in operating activities</b>	<b>(28,197)</b>	<b>(102,839)</b>
<b>Cash flow from financing activities:</b>		
Reduction in amounts due from stockholders	<u>71,800</u>	<u>52,388</u>
<b>Net increase (decrease) in cash</b>	<b>4,027</b>	<b>(50,451)</b>
<b>Cash, beginning of period</b>	<u>17,574</u>	<u>58,433</u>
<b>Cash, end of period</b>	<b><u>\$21,601</u></b>	<b><u>\$ 7,982</u></b>

The accompanying notes are an integral part of these financial statements

**WIALAN TECHNOLOGIES, INC.**  
**NOTES TO THE CONSOLIDATED FINANCIAL**  
**STATEMENTS FOR THE TWELVE MONTHS ENDED**  
**December 31, 2015**  
**(Unaudited)**

**1. Nature of Activities:**

Wialan Technologies, Inc., was incorporated in the State of Delaware on February 25, 1985 under the name of Fortsbridge, Ltd. ("Fortsbridge"), a business involved in investing in various companies. The Company was a Reporting Issuer subject to the reporting requirements of Section 13 or 15(d) of the Exchange Act until November 17, 1989, when it filed a Form 15-12G with the Commission.

On April 27, 1987, the Company effected a corporate name change to DTI, Inc. as the result of the Company purchasing the assets of DTI, Inc., a discount travel business.

On May 29, 2008, the Company then merged with Rockbands, LLC (acquiring 100% of the shareholders' equity), a jewelry based entity incorporated in the State of Florida in January, 2007, involving the exchange of 180,000,000 restricted shares of the Company's common stock. At this time, the Issuer modified its business plan to that of Rockbands, LLC, acquired the assets of Rockbands, LLC, and spun off the assets of DTI, Inc. to Airport Road Associates One, LLC. Simultaneously, control of the Company was transferred from DTI, Inc. to the shareholders of Rockbands, LLC and the Company subsequently effected a corporate name change to Rockbands, Inc. ("Rockbands").

However, in the fourth quarter of 2009, the Issuer concluded that capital requirements needed for the Company to remain in business could no longer be satisfied solely through the sale of its "RockBands" products, and that it needed to consider other avenues for generating revenue. The Company accordingly decided to make a radical change to its business plan and divested itself of the business and assets of Rockbands, and acquired a business line that would make available potential business opportunities and capital to the Company. The business plan was revamped to involve the development, acquisition, ownership and operation of low cost housing for specialty classifications of individuals and the indigent and financially challenged. Accordingly, control of the Company was transferred on December 31, 2009 to American Community Development Corporation, a State of Florida entity, and the Company subsequently effected a corporate name change to American Community Development Group, Inc. ("ACYD") on February 5, 2010. The transfer involved 9,000,000 restricted shares of the Company's common stock being issued to the shareholders of ACYD. From that date through August 28, 2013 ACYD operated as a for-profit, real estate acquisition company that created and sponsored affordable and transitional housing and job creation programs for the nonprofit community. ACYD's target market was focused on the Florida West Coast with the desire to expand to other regions throughout the

United States of America. In order to provide services to those individuals that are less fortunate, ACYD offered consulting, debt and equity financing, investment banking, social services, business and financial planning, grant writing, marketing and donor development programs to the nonprofit community and other agencies and entities. Overall, ACYD attempted to act as a financial bridge between traditional public/private financing and the desperate needs of nonprofits and their constituents.

On August 28, 2013 ACYD changed its business plan ( and shortly after abandoned its prior business objectives) by acquiring all of the assets and business operations of Wialan Technologies, LLC ("Wialan"), through the execution of an Acquisition Agreement and Plan of Merger, as a business combination and tax-free reorganization. Wialan is a Wi-Fi focused company which had developed a proprietary wireless product for video security and surveillance. The terms of this Agreement required, as consideration for the acquisition, the issuance to the owners of Wialan of a total of 1.9 billion common shares of the Company, having a market value at August 28, 2013 of \$ 1,900,000. Effective that date, John Folger resigned as President, CEO and Director and Victor Tapia was appointed Vice President, Secretary and Director. Since August 28, 2013 the Company's new business focus has been the manufacturing, marketing and installation of industrial wireless access equipment (Wi-Fi Access Points) for the corporate owners of apartment complexes, marinas, shopping centers, municipal parks, RV parks, airports, schools, hotels and resorts, as well as for major communication companies. The name of the Company was changed to Wialan Technologies, Inc. on January 22, 2014 and its trading symbol was changed from ACYD to WLAN. The former "ACYD" community assistance business ceased effective September 30, 2013.

## **2. Basis for the Consolidated Financial Statements**

The consolidated financial statements include the balance sheet, statements of operations, statements of cash flows and statement of changes in stockholders' equity relating to the operating activities of Wialan Technologies, Inc. plus the consolidation of the balance sheet and operating activities of Wialan Technologies, LLC ("Wialan") from the August 28, 2013 date of acquisition. The financial statements are reported on an accrual basis of accounting in accordance with generally accepted accounting principles ("GAAP").

### **Cash**

Cash consists of demand deposit accounts. The balance of accounts held in financial institutions at September 30, 2015 and December 31, 2014 did not exceed FDIC limits

### **Accounts Receivable**

Accounts receivable are valued at management's estimate of the amount that will ultimately be Collected.

The amounts due from stockholders of \$23,700 at December 31, 2015 represents a net amount owed by Shamrock Investment Trust/Timothy Peabody. (The balance previously owed by Investment Properties Revocable Trust/Mike Connor was fully paid to the Company during fourth quarter 2015)

And \$9,613 owed by four customers one of them being the Miami Dade County.

**Inventory of parts.**

Inventory of parts is based on a physical inventory count conducted by management and has been valued at the lower of approximate cost or realizable value.

**Fixed Assets**

Fixed Assets are stated at cost, less accumulated depreciation. Depreciation is computed over the estimated useful lives of the assets using the straight-line method.

The components of fixed assets and are as follows:

Equipment and furniture	\$ 27,430
Less: Accumulated depreciation	<u>(20,574)</u>
	<u>\$ 6,856</u>

**Goodwill**

Goodwill of \$ 1,478,114 represents the excess of the consideration for the acquisition of Wialan Technologies, LLC by the Company (i.e. 1.9 billion common shares of the Company at a market value of \$ 0.001 per share, or \$ 1,900,000) less the tangible assets acquired, namely the Wialan cash, inventory of parts, accounts receivable and fixed assets at August 29, 2013 totaling \$ 421,886. Management believes that the business footprint established by Wialan Technologies LLC in the Wi-Fi industry since its formation on April 6, 2011 to be significant and that the acquisition consideration was justified.

**Estimates**

In preparing financial statements in accordance with generally accepted accounting principles, management makes estimates and assumptions that affect the reported amounts and disclosures of assets and liabilities at the date of the financial statements, as well as the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

**Research and Development Costs**

Research and development costs incurred by the Company in developing its proprietary Wi-Fi technology have been expensed as and when incurred. The Company will continue to adopt this policy.

**Accounts Payable and Accrued Expenses (Wialan will challenge these claims)**

Accounts payable and accrued expenses at September 30, 2015 totaling \$230,616 represent pre-merger related payables totaling \$ 179,784 and trade accounts payable and accrued expenses post-merger totaling \$50,832

**All unverified pre-merger claims are in the process of being validated by Wialan's security lawyer. Non justified debts or promissory notes will be dismissed and may be subject to legal action.**

#### **Short-Term Notes Payable and Accrued Interest (Wialan will challenge these claims)**

These represent pre-merger short-term note obligations payable to third parties, including \$ 77,560 in an outstanding credit line, plus accrued interest of \$35,342 and 3 promissory notes totaling \$74,000.

**All unverified claims are in the process of being validated by Wialan's security lawyer. Non justified debts or promissory notes will be dismissed and may be subject to legal action.**

### **3. Pre-Merger Liabilities**

The Company and Mr. John Folger (the Company's former President and CEO) agreed in principle that an appropriate portion of the 109,709,888 restricted common shares granted to The New Renaissance Group, Inc. (of which Mr. Folger was a majority owner) on the August 28, 2013 merger of Wialan Technologies, LLC would be used towards the settlement of the Company's pre-merger liabilities, which at June 30, 2015 totaled \$ 410,400, including accrued interest. However, Mr. Folger died on June 9, 2014 and this matter was not resolved at the time of his death. The Company intends to seek revocation of the issuance of that stock and to then use the stock to settle all pre-merger liabilities on a basis acceptable to the outstanding pre-merger creditors.

**The Securus Law Group, P.A. of Tampa is handling this case, when a default judgement is reached by the court, Wialan will immediately go after the debts claims and challenge all of them, the claims that can be proven will be settled, others may be pursued legally for false claims.**

### **4. Going Concern**

The accompanying unaudited consolidated financial statements have been prepared on a going concern basis. The ability of the Company to continue as a going concern depends on the ability of the Company to generate revenues from operations, to raise more capital or obtain new sources of financing sufficient to sustain operations. **While the Company reflects an accumulated deficit of \$ 2,960,952 at December 31, 2015, management believe this deficit number inherited from ACYD does not affect Wialan in any way, Wialan does not owe funds to anyone** and we anticipate (but cannot guarantee) that the Company will indeed be able to generate operating income and sufficient cash flows in the near future to become self-sustaining. However, these Financial Statements do not include any adjustments that may be necessary should we be unable to continue as a going concern.

### **5. Income Tax**

The Company is a "C" corporation for federal income tax purposes. As of September 30, 2015 there are no items that are expected to create a tax difference from the last quarter financial statement.

### **6. Related Party Transactions**

Mr. Timothy Peabody, a former CEO and former Director of the Company, is the significant owner of Wi-Fidelity, LLC - which in turn is a major customer of the Company. Sales, at arm's length prices, to Wi-Fidelity, LLC totaled \$ 56,870 during the 12 months ending December 31, 2014.

Sales from Wi-Fidelity amounted of \$3,570 for the 9 months ended September 30, 2015

## **7. Stockholders' Equity**

During 2015, Shareholders' equity increased by \$ 18,673 through the issuance of 7,750,000 common shares in fourth quarter 2015 in part settlement of outstanding professional fees, plus payment in stock for executive compensation, and was reduced by net loss for the year ended December 31 2015 of \$ (56,217).

## **8. Outstanding Litigation**

On November 12, 2014 DB Capital Corp. filed a complaint in Broward County, Florida claiming that it was allegedly owed a total of \$ 31,500 from American Community Development Group, Inc. (the former pre-merger name of Wialan Technologies, Inc.) for an alleged unpaid balance of \$ 9,000 against a convertible loan and \$ 22,500 in alleged unpaid advisory fees dating back to first quarter 2013. This liability, if indeed valid, was reportedly incurred by Mr. Timothy Peabody (former CEO of Wialan Technologies) as a pre-merger obligation and is included in the total of \$179,784 noted on Page 13. The Company's outside counsel has reviewed the nature and validity of the claim and has filed a motion for dismissal on behalf of the Company. A court hearing date has not yet been scheduled.

## **9. Appointment of the Company's new Chief Executive Officer**

On June 1, 2015 Mr. Eduardo Garcia joined the Board of Directors and became the Company's Chief Executive Officer. Mr. Eduardo is an engineer in telecommunications with more than 30 years' experience in the industry. He commenced his professional career in 1981 as a Technical Officer for British Telecom and then moved to Siemens and Ericsson, where he managed large networking projects in England, Sweden, Poland, Spain, Germany, Chile, Argentina and México. In 1994 he moved to Mexico with Ericsson in the position of Director of Special Projects responsible for the design and implementation of integrated LD and Local Access Networks. In early 1997 he became VP of Operations and CTO for Bestel (now Televisa), where he was directly involved in the engineering, design, implementation and operation of more than 6,000 Km of optical networks. In June 2000 he joined Global-Crossing and was responsible for the on-site engineering of all major communications networks throughout Latin America. He then joined New World Network as EVP of Operations and was responsible for the build and operation of a submarine cable network interconnecting 15 countries with Miami, including México, Caribbean Central and South America. In 2003 he joined Best Direct Networks as VP of Wireless Solutions for Europe, South Africa and Latin-American and two years later moved to Telecom Italia as VP of Network Services for the Latin American Nautilus subsea cable systems, based in Miami. In 2008 he returned to Mexico as COO of WLCOM, a new LD and Local Access service provider and built a 200 Kms optical Metro-Ethernet network in Mexico City, with a long distance backbone to Laredo TX. This network also provided WISP services and deployed Wialan technologies for last mile access.

## **10. Issuer's Business, Products & Services / Management Discussion & Analysis**

The following Management's Discussion & Analysis (MD&A) should be read in conjunction with the Wialan Technologies, Inc. financial statements for the 9 months ending September 30, 2015, 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. This MD&A is prepared as of September 30, 2015.

### **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 Markets and available on its website [www.otcmarkets.com](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.

### **Business Operations:**

Wialan's product offerings are positioned as cost-effective, reliable, operational solutions to the current and future needs of the wireless and security system market. Its initial product offerings include the WIALAN Wi-Gate Wireless Broadband Gateway - a Wi-Fi compatible access point that includes support for 128bit MPPE encryption and 256bit for mesh configuration using AES, access lists, security enabling users to protect their wireless network by either encrypting the data or by specifying the address of a wireless adapter before allowing it access to the Ethernet network.

Wialan Technologies, Inc. was incorporated in February 7 2003, after two years of wireless technology research our engineers came to the conclusion that the wireless market had no industrial grade access points and that the rest of the world was producing home wireless routers for the residential market only, a decision was taken to embark the company in developing an industrial grade wireless routers for major city deployment, since then the company has been manufacturing only industrial type routers with very robust features to take on applications that required density in users as well outstanding security for critical applications in video surveillance and data transport, our first customer was the Miami Dade County that invited Wialan Technologies to participate on a competition with 10 other companies from around the country, the major companies were Motorola, Cisco and Nortel (see public records).

Wialan Technologies now serves the Miami Dade County and many of the cities within the 2,000 square miles like City of Miami, City of Cutler Bay, City of Pine Crest, City of Miami Gardens etc.

Wialan has also shipped wireless equipment to 11 other countries, Mexico, Colombia, Ecuador, Venezuela, Nicaragua, Guatemala, Honduras, Chile, Panama, Dominican Republic and South Africa.

Wialan's overall product lines include, but are not limited to, the following:

**a) Wi Gate Access Point Routers Series**

The **WIALAN Wi Gate Series of Wireless Broadband Gateways** features high performance 802.11a/b/g/n (with 802.11a for the unlicensed 5GHz band and the licensed 4.9GHz public safety band) wireless access points, for local wireless connections, and a Ethernet (auto detect) WAN port for integration to private or public networks with or without Internet access, which physically separates the local computers from the broadband network. The Access Point can be configured either as a router, which add a layer of firewall security for the private network, or as a bridge, for simple private network extension deployments.

Major benefits include:

- Supporting any wireless 802.11a/b/g/n compatible device;
- Indoor and outdoor versions to suit the needs of very large outdoor deployments such as Stadiums, City Centers, Parks, Marinas, etc., and indoor deployment such as office Buildings, Hotels & Resorts Convention Centers, Auditoriums and many other applications.
- A robust web-based management system that allows local or remote users to configure the Gateway from any device that can run a web browser.
- A robust web-based centralized remote support and monitoring system, can monitor thousands of units no matter where they are as long as they have internet access
- In Router mode, the units do not need any configuration to start delivering internet to the end-users and allows for very easy WAN configuration via DHCP, static IP address configuration or adding security levels to protect the users.
- In Router mode, it also contains Industry standard network self-configuration tools such as NAT (Network Address Translation) which ensures the sharing of a single IP Address with many computers in your network and the logical firewall network isolation this entails, and a DHCP (Dynamic Host Control Protocol) server that allows a class "C" delivering up to 250 IPs for the users or a class "B" DHCP services allowing thousands of IP from each device.
- Bandwidth managing, through three levels of QOS or Bandwidth Shaping, which guarantees performance for Special Internet Applications such as Voice over IP (VOIP), video streaming, Virtual Private Networks (VPNs) and on-line gaming that require two-way secure communications and stable bandwidth allocation;
- Built-in VPN Server with 128bit hardware accelerated MPPE encryption and MS- Chap-v2 user Authentication;
- Firewall protection;
- A Port mapping feature, which allows the redirecting of thousands of IP ports for the provisioning of video surveillance cameras, Virtual Servers or any other IP service that needs



to be mapped, this can enable users to install a web, email or other TCP/IP based server on the local network and have it accessible from the Internet;

- Support standard VLANs with up to three separate SSID each.
- In Bridge mode, it works as a transparent switch between the client connected to it and either a router or another bridge or the main base.

**b) Wialan's Series of Smart Lights with Wi Fi and video surveillance.**

Wialan has partnered with Ilumenfi a start-up company to manufacture the smart lights using Wialan powerful wireless equipment to drive the Wi-Fi, the video surveillance cameras and the control of the lights, this partnership bring synergy to both companies, Wialan can concentrate in its core business of manufacturing industrial wireless equipment and Ilumenfi can concentrate in producing the finish product with Wialan's internal wireless engine inside the lights. For Wialan this move secures the production of Wialan's wireless routers to drive the lights and also secures the production of Wialan's base units to mesh the lights to the central station where the NVR and Internet is based, a Wialan Base with only two radios can easily manage up to 20 lights in a mesh configuration (Wialan's base units can have up to 4 radios, each radio can have a different frequency, 2.4GHz, 4.9GHz and or the whole range of 5.0GHz to 5.8GHz).

**c) Wi-Gate Video Security Network**

Wialan Technologies High Speed Access Points and Broadband Gateway is a perfect match for Hi Definition IP video cameras, this statement can be confirmed and verified by the many customers that have Wialan wireless routers transporting critical video streaming to their respective agencies a good example would be the Miami Dade County transporting these video streams to IBM's statistical servers at the County's data center.

The 4.9GHz and 2.4GHz Security Network provides customers with secure encrypted video and Wi-Fi connectivity coupled with 24/7 HD live stream video connectivity via a phone app or on-site server. This network platform also provides the ideal communications medium for marinas, parks and other commercial clients with wireless connection to the Internet as well as 24/7 monitoring of customer facilities.

**d) Public Announcement Wireless Early Warning System (PAWEWS)**

The PAWEWS relates to a beach public address wireless early warning system with high definition cameras and wireless internet right at the sand, which uses Internet Protocol and/or wireless frequencies to alert beach goers of a potential hazard, the warning could come from a base station (it can be a headquarters of a life guard monitoring body) that monitors remote life guard stations or from any of the manned lifeguard station.

Since lifeguard stations do not normally have AC power, the system was designed using solar energy to provide power for the Wireless PA System (loud speakers), video surveillance cameras and Wi Fi for the surrounded area around the lifeguard stands at the beach. There is potential for this product to be installed in every beach, park or campus in the entire USA, it can also be

installed in others areas where major disasters can occur (Tsunamis, earthquakes, tornados, hurricanes, etc.), to warn the population and save lives.

**e) Municipal Model**

In addition, Wialan has created a “municipal model” which can provides Wi-Fi access “platforms” for entire sections of participating municipal and regional county areas. These Wi- Fi platforms are established through placement of Wialan wireless routers.

The Wialan 4.9GHz series access points can also be combined with security cameras that can provide municipalities with 24/7 video surveillance for selected areas of the municipality. Wialan's 4.9 GHz Security has already been installed in various areas of Miami Dade County, most notably at the Miami Dade OMNI Bus station, Haulover marina, Haulover Beach and Haulover Park, the African Heritage Cultural Center, Goulds Park and many other that are on the planning stage of the installation. The Wialan's wireless security equipment installed at these sites are utilized by the county to monitor public safety and at the same time provide wireless internet in some sites for the public visiting these sites.

In summary, the Wialan Municipal Model can provide the following benefits:

- Each municipal government can utilize the 4.9 GHz public safety frequency as well as Wi Fi internet access for emergency and police personnel utilizing these frequencies along its streets and roads.
- Each municipal government can stimulate commercial economic development and grow revenues to the city advertising the increased security and the Wi Fi internet platforms over entire city blocks for private and commercial usage
- Each municipal government can use its “wireless city” technology to enhance education and promote tourism and business development in the region.

**f) Marina Model :** Wialan has taken its Wi Fi platform one step further with the incorporation of a high definition (1080p Resolution 1920 X 1080) live stream video camera connection to allows marina owners to have 24/7 viewing of all marina facilities via on-site server or through applications for cell phones. Wialan's plan is to deliver and install its Wi Fi and Wi Gate Security Network all over US marinas.

**g) Existing Installations:** There is a large market all over the world for the wireless solution that Wialan Technologies offers, for example some of the sites already using Wialan Technologies system are:

- i. Miami Dade County.** Since January 2008, the Miami Dade County has been purchasing Wialan Technologies Wireless devices for providing wireless video surveillance and Internet to the underserved areas through the County, some of the area includes:

- Goulds Park: Wialan Technologies' combination of 4.9 GHz public safety frequency for their wireless video surveillance and a 2.4 GHz Wi-Fi for wireless internet provision.
- Haulover Park: 4.9 GHz public safety frequency for their wireless video surveillance and a 2.4 GHz Wi-Fi for wireless internet provision.
- Bill Bird Marina: 2.4 GHz WI-Fi system providing wireless Internet to boaters.
- Omni Station : 4.9 GHz public safety frequency for wireless video surveillance
- Cutler Ridge Park: 2.4 GHz Wi-Fi system that includes wireless Internet and video surveillance.
- East Ridge retirement community, Wi Fi for the elderly
- Pinecrest Gardens Botanical Park Wi-Fi
- Pinecrest Suniland Park Wi-Fi
- Pinecrest Evelyn Greer Park Wi-Fi
- Pinecrest community Center Wi-Fi
- Pinecrest City Hall and Police Department
- African Heritage Cultural Center Wi-Fi/Video surveillance
- Virginia Key Beach Wi-Fi
- Tamiami Park Wi-Fi
- Dinner Key Marina, the largest marina in south Florida

## **ii. Private Marinas:**

- Galleon Resort, Key West, FL.
- Belle Harbor, Clearwater Beach, FL.
- Deering Bay - Coral Gables FL
- Cocoplum Marina - Coral Gables FL
- Marina Bay - Fort Lauderdale FL
- Ortega Landing – Jacksonville FL

## **iii. Apartment Complexes and private properties:**

- Pinnacle Housing - Pinnacle Grove - Vero Beach FL
- Pembroke Falls Apartments - Pembroke Pines FL
- The Falls Apartments - Fort Lauderdale FL
- Sunrise Harbor

**iv. Boat Shows** – St. Petersburg Power & Sailboat Show and the Ft. Lauderdale (November 2014) and West Palm Beach (March 2015) Boat Show

#### **(h) International Developments**

- **Dominican Republic:** On June 26, 2013 the name “Wialan Technologies Dominican”. Was registered to do business in the Dominican Republic through local entrepreneurs. Using Hughes Network Satellite Delivery Systems, Wialan is able to provide wireless internet, together with its public announcement and video surveillance systems to regional schools outside the main cities, which do not presently have these types of facilities. During mid-June 2014, the Company achieved the first successful installation and full operation of its proprietary combined Wi-Fi/PA System/Security Surveillance device at a selected school in the Dominican Republic.

There was a high profile ribbon-cutting ceremony at the location on August 8, 2014, attended by local government officials and senior management of both Wialan Technologies and Hughes Network. This installation and successful operation of the Company's technology occurred at the Cigar Family Community School located in the **Bonao** region of the Dominican Republic and has approximately 500-students from pre-school to the 12th grade. It is part of the Cigar Family Community Complex which includes the Elementary and High Schools, Health Clinic, Baseball and Basketball Stadiums, Solar Energy Station and Organic Farm. The complex was first created by the Cigar Family Charitable Foundation by the Fuentes and Newman families in 2001. Today, Cigar Family Community Complex serves well over 5,000 families and has achieved tremendous results. When the testing was completed and the switch was turned on, it was met with great success and celebration at the August 8, 2014 event. With this milestone completed, through Wialan Technologies Dominican the road is now open for the Company to present bids for the deployment of the highly cost effective Wialan systems for out to many remote regional schools in the Dominican Republic, in fact Wialan Technologies has already received the first few orders from the Dominican Republic partner managing Wialan Technologies DR in country.

On June 7<sup>th</sup>, 2015, Wialan Technologies received the first order from the Dominican Republic to fulfill part of the agreed obligations.

On August, 2015, Wialan Technologies received the second order from the Dominican Republic to fulfill part of the agreed obligations.

- **Brazil:** On August 6, 2013 Wialan established and registered a 50/50 joint venture in Brazil called Wialan Technologies Brazil with local Brazilian partners for the assembly,

sale and deployment of Wialan's combined wireless internet, video surveillance and public announcement systems throughout Brazil. (Presently, these systems are being tested in Brazil for compliance with local regulatory compliance).

Due to delays on the certification the revenues and operating results from the foregoing 50/50 joint ventures that were expected to be reflected by Wialan commencing in calendar 2015 have moved to 2016

- **Venezuela:** Wialan Technologies, Inc. delivered, via an agreement with The United Nations, and supplied 250 Outdoors Access points and 450 CPE devices in Venezuela. The wireless equipment is in use in the country of Venezuela, where the government is providing some areas of the city of Caracas, the capital and the airport with free wireless Internet. These devices have been installed and were put in service in 2005, 2006, 2007 and 2008. Since then the devices have continue operating without a failure, which has proven the technology to be easy to use and most of all, very reliable.
- **Mexico:** Mexico City and Cancun have both developed Wialan's wireless technology in many sites, including hotels and two year ago the Cancun Airport where fourteen million passengers are in transit annually.

A clarification of the Mexican market is in order. Two years ago Wialan Technologies initiated a search for companies to represent Wialan Products in Mexico as non-exclusive sales channels in Mexico. One of these companies was Desarrollos Global de Telecomunicaciones (DGT) commercially known to be the first company to produce Wialan Services in Mexico. DGT has been working with Wialan for over two year now in the field of government companies like Comision Federal de Electricidad (CFE), Pemex the Petroleum company of Mexico, the agricultural market and in some educational sectors, DGT has gone thru the procedures to homologate Wialan equipment in those sector to certify and integrate with other data platforms, Brocade, Extreme Networks, Cisco systems, etc.

Onelan Services is another company that has been working with Wialan Technologies since June 2015, due to the association with Onelan Wialan is now running demos in four prestigious locations: The UNAM University, Cruz Azul soccer stadium both in Mexico City, Telcel (largest Cellular Operator in Mexico) for the project "Mexico Conectado" (a nationwide Internet initiative) and a Ferry (part of a fleet of sixty vessels) that runs from Playa del Carmen to Cozumel and Cancun to Isla de Mujeres. We already have good news on these demos and a RFP has been requested by the district of Tlanguac for 57 Base units and 114 Wialan's lights. Mujeres: We already have good news on these demos and a RFP has been requested By Onelan for the district of Tlanguac for 57 Base units and 114 Wialan's lights.

- **Colombia** Wialan has reached an agreement with Shinsen of Colombia and Ecuador to establish a branch of Wialan Technologies in these countries, due to this new relationship and RFP for the municipality of Tocancipá in the state of Cundinamarca for 60 Wialan lights as a pilot program and another RFP for the state of Quindío, the new governor of the state requested a quote for more Wialan's products that includes access controls, digital finger print verification, Biometrics, video phone and other related hardware

Some of the Wialan products in **2.4 GHz Band** include:

**Wi-Gate WG 300-2-8-o**

With a ¼ mile radius Wi-Fi signal range, the WG300-2-8-o is the ultimate Hotspot. Deployed and tested in the most extreme scenarios, this unit is a self-contained full featured network router. Although simple to use through its web interface, it features all the tools needed for implementing a complete wireless network. This is the ideal AP for simple deployments such as multiples access control features (captive pay portal, WPA2, VPN, MAC Access List, etc.), bandwidth shaping, QOS, and more, all in the same package, ready to operate without the use of over complex and cumbersome central controllers

Special Features:

- High speed embedded Linux
- Unsurpassed network processing power
- Industrial grade radios
- Router, bridge and repeater modes
- Patented hermetically sealed enclosure
- Modular Design
- 2.4 GHz unlicensed Wi-Fi radio
- 4.9 GHz licensed public safety frequency radio

**Wi-Gate WG 300-2-8-8-o**

With a ¼ mile radius Wi-Fi signal range, the WG300-2-8-8-o is the next step in Wialan's Hotspot 802.11 b/g. 2 independent 2.4 GHz radios allows the unit greater flexibility either as a hotspots working in different channels in each of its radios, or as a signal repeater which can use one antenna as backhaul link reducing the loss of bandwidth commonly associated with Wi-Fi mesh configurations. Of course, all of Wialan's distinguishing features are present (VPN, captive pay portal, QOS, bandwidth shaping, and much more)

Special Features:

- High speed embedded Linux distribution
- Unsurpassed network processing power
- Industrial grade radios
- Router, bridge and repeater modes
- Patented hermetically sealed enclosure

- Modular Design

#### **Wi-Gate WG 300-2-4-8-8-o**

The base unit functions in 2.4 GHz coverage of up to a ¼ mile, Wialan's WG-300-2-4-8-8-o includes a 4.9 GHz radio that tackles the problem of cities and counties deployments where beside the need of a standard public Wi-Fi network, a strong and highly protected link is required for security-sensitive applications. The 4.9 GHz licensed public safety frequency also the deployment of secured backhaul links not disturbed by the 2.4 GHz interference created by the increasing surrounding Wi-Fi networks, thus more stable reliable and secure mesh networks can be achieved.

#### **Special Features:**

- High speed embedded Linux
- Unsurpassed network processing power
- Industrial grade radios
- Router, bridge and repeater modes
- Patented hermetically sealed enclosure
- Modular Design
- 2.4 GHz unlicensed Wi-Fi radio
- GHz licensed public safety frequency radio

#### **Wi-Gate WG 300-2-8-16-o**

The remote unit functions in 2.4 GHz Wi-Fi coverage of up to a ¼ mile, Wialan's WG-300-2-8-16-o includes a 4.9 GHz radio that tackles the problem of cities and counties deployments where beside the need of a standards public Wi-Fi network, a strong and highly protected link is required for security sensitive applications. The 4.9 GHz licensed public safety frequency also allows the deployment of secured backhaul links not disturbed by the 2.4 GHz interface created by the increasing surrounding Wi-Fi networks, thus more stable, reliable and secure mesh networks can be achieved.

#### **Special Features:**

- High speed embedded Linux
- Unsurpassed network processing power
- Industrial grade radios
- Router, bridge and repeater modes

- Patented hermetically sealed enclosure
- Modular Design
- 2.4 GHz unlicensed Wi-Fi radio
  - GHz licensed public safety frequency radio
- High gain 16 dB directional antenna
- High gain 8 dBi omni directional antenna

#### **Wi-Gate WG 300-2-5-8-9-o**

Working in 2.4 GHz for client coverage of ¼ mile, Wialan's WG-300-2-5-8-9-o includes a GHz capable radio that tackles the necessity of a strong backhaul link in the cases where the wired network access is not practical near the area of coverage. The 5 GHz unlicensed frequency allows the deployment of backhaul links not disturbed by the increasing 2.4 GHz interference due to surrounding wireless networks, allowing for stable and reliable mesh networks.

#### Special Features:

- High speed embedded Linux
- Unsurpassed network processing power
- Industrial grade radios
- Router, bridge and repeater modes
- Patented hermetically sealed enclosure
- Modular Design

#### **Wi-Gate WG 300-2-8-8-8-on**

With a ¼ mile radius Wi-Fi signal range, the WG300-2-8-8-8-on is the ultimate 802, 11n Hotspot. Deployed and tested in the most extreme scenarios, this is a self-contained full featured network router. It's 3 antenna array and 3x3 MIMO 802.11 bgn radio guarantee the highest speeds available in outdoor Wi-Fi deployments. Although simple to use through its web interface, it features all the tools needed for implementing a complete wireless network. This is the ideal AP for simple deployments in public areas with high density usage. But don't be fooled by its simplicity; this unit carries all the software needed for any complex wireless network deployment, such as multiples access control features (captive/pay portal, WPA2, VPN, MAC Access List, etc.), bandwidth shaping and QOS, and more, all in the same package, ready to operate without the use of over complex and cumbersome central controllers.

#### Special Features:

- High speed embedded Linux
- Unsurpassed network processing power



- Industrial grade radios
- Router, bridge and repeater modes
- Patented hermetically sealed enclosure
- Modular Design
- 3x3 MIMO High Power 802.11 n radio
- 3 Omni directional antenna array

#### **Wi-Gate WG 300-2-8-16-o**

The remote unit functions in 2.4 GHz Wi-Fi coverage of up to a ¼ mile, Wialan's WG-300-2-8-16-o includes a 4.9 GHz radio that tackles the problem of cities and counties deployments where beside the need of a standards public Wi-Fi network, a strong and highly protected link is required for security sensitive applications. The 4.9 GHz licensed public safety frequency also allows the deployment of secured backhaul links not disturbed by the 2.4 GHz interface created by the increasing surrounding Wi-Fi networks, thus more stable, reliable and secure mesh networks can be achieved.

#### **Special Features:**

- High speed embedded Linux
- Unsurpassed network processing power
- Industrial grade radios
- Router, bridge and repeater modes
- Patented hermetically sealed enclosure
- Modular Design
- 2.4 GHz unlicensed Wi-Fi radio
- GHz licensed public safety frequency radio
- High gain 16 dB directional antenna
- High gain 8 dBi omni directional antenna

#### **Wi-Gate WG 300-2-5-8-9-o**

Working in 2.4 GHz for client coverage of ¼ mile, Wialan's WG-300-2-5-8-9-o includes a GHz capable radio that tackles the necessity of a strong backhaul link in the cases where the wired network access is not practical near the area of coverage. The 5 GHz unlicensed frequency allows the deployment of backhaul links not disturbed by the increasing 2.4 GHz interference due to surrounding wireless networks, allowing for stable and reliable mesh networks.

Special Features:

- High speed embedded Linux
- Unsurpassed network processing power
- Industrial grade radios
- Router, bridge and repeater modes
- Patented hermetically sealed enclosure
- Modular Design

**Wi-Gate WG 300-4-8-8-o**

Wialan's WG300-4-8-8-o is the perfect tool for large scale and secured wireless deployment where more than one repeater is necessary. Using 2 high power 4.9 GHz 802.11a radio, this unit is capable of creating very complex meshed and highly secured wireless networks with unsurpassed reliability and performance. The 4.9GHz licensed public safety frequency band use also allows the deployment of backhaul links not disturbed by the increasing 2.4GHz interference due to surrounding wireless networks allowing for stable, reliable and secure mesh networks.

Special Features:

- High speed embedded Linux
- Unsurpassed network processing power
- Industrial grade radios
- Router, bridge and repeater modes
- Patented hermetically sealed enclosure
- Modular Design
- 2 4.9GHz 802.11a licensed frequency high powered radios

**Wi-Gate WG 300-4-16-o**

Tailored for sophisticated applications that require even more security than what is available with the unlicensed bands of spectrum, with a high gain 16dB directional antenna and a high power 4.9GHz 802.11a radio, Wialan's WG300-4-16-o is the solution to mission critical deployments that require the extra security provided by the 4.9GHz licensed public safety frequency. This unit will provide the most reliable links for time critical applications such as video security, it can be deployed together with other Wialan units in order to provide a highly reliable mesh configuration, this reliability allows this unit to work in pairs to provide very resilient Point to Point links between facilities for which a wired connection is not practical. Wialan's WG300-4-16-o carries all the software features of the standard Wialan units, such as multiples access control features (captive pay portal, WPA2, VPN, MAC Access List, etc.

Special Features:

- High speed embedded Linux
- Unsurpassed network processing power
- Industrial grade radios
- Router, bridge and repeater modes
- Patented hermetically sealed enclosure
- Modular Design
- High Gain 16dB directional antenna
- High Power 802.11 a (4.9 GHz) radio

#### **Wi-Gate WG 300-2-8-8-i**

The WG300-2-8-8-I is the next step in Wialan's Hotspot 802.11 b/g for indoor environments, ideal for large vessels, office spaces, warehouses, etc. 2 independent 2.4GHz radios allows the unit great flexibility either as an indoor hotspot working in different channels in each of its radios, or as a signal repeater which can use one antenna as backhaul link, reducing the loss of bandwidth commonly associated with Wi-Fi mesh configurations. Of course, all of Wialan's distinguishing features are present (VPN, captive/pay portal, QOS, bandwidth shaping, and much more)

#### **Special Features:**

- High speed embedded Linux distribution
- Unsurpassed network processing power
- Industrial grade radios
- Router, bridge and repeater modes
- Patented hermetically sealed enclosure
- Modular Design

### **7. Description of the Issuer's Facilities:**

The issuer leases approximately 2,000 square feet of offices and warehouse space at 10271 NW 46 Street in Sunrise FL the Company has maintained this location since approximately 2007.

### **8. Officers, Directors, and Control Persons**

#### **Current:**

- Victor Tapia serves as President and Director (from August 28, 2013 to date).

- Eduardo Garcia serves as CEO and Director (from June 1, 2015 to date)
- Reggie Bergeron serves as Company Secretary, Director and Senior Vice President of Operations (from February 24, 2015 to date).
- Richard Gilbert serves as a Director and as executive Vice President, Sales and Business Development (from February 24, 2015 to date).

**Prior:**

- John Folger served as President and CEO until August 28, 2013
- Timothy P. Peabody served as President, CEO and Director until November 14, 2013 and as the Company's General Counsel and Director from August 1, 2014 to February 24, 2015
- Mitchell Freifeld served as Interim President and CEO from November 15, 2013 until April 7, 2015.
- Alan J. Bailey served as CFO and Director (from January 21, 2014) and as interim CEO from April 7, 2014 to February 24, 2015.

**A. 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

**None**

4. Securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated;

**None**

5. 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. Beneficial Shareholders.**

<b>Vicana T, LLC</b>	<b>736,000,000 common shares (28.57%)</b>
<b>Shamrock Investment Trust</b>	<b>470,000,000 common shares (18.25%)</b>
<b>Investment Properties Revocable Trust</b>	<b>380,000,000 common shares (14.75%)</b>
	<b>(Total together as a group: 61.57%)</b>

The address of Vicana T, LLC is 6780 SW 185<sup>th</sup> Way, Southwest Ranches, FL 33332 and the underlying beneficial owner is Victor Tapia (the Company's President and Director)

The address of Shamrock Investment Trust is c/o Timothy P. Peabody Trustee, 620 Newport Center Drive, Ste 1100, Newport Beach, CA 92660 and the underlying beneficial owner is Timothy Peabody, Esq. (the Company's former CEO)

The address of Investment Properties Revocable Trust is: 2901 Rigsby Lane, Safety Harbor, FL 34695 and the underlying beneficial owner is Mike Connor.

## 9. Third Party Providers

### **Legal Counsel:**

Craig A. Huffman, Esq. Securus Law Group, P.A.  
13046 Racetrack Road # 243  
Tampa, FL 33626

Morgan E. Petitti  
114 Barrington Town Square, Suite 159,  
Aurora, Ohio 44202

### **Accountant of Auditor:**

Alan J. Bailey (Accountant)  
1875 Century Park East, 6th Floor,  
Los Angeles, CA 90067

### **Investor Relations:**

None

**Other Advisor:** Any other advisor(s) that assisted advised, prepared or provided information with respect to this disclosure statement.

None

## 10. Issuer Certification

We, Victor Tapia and Reggie Bergeron certify that:

1. We have reviewed this quarterly disclosure statement of Wialan Technologies, 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.

[Date] December 31, 2015

/s/ **Victor Tapia** (President's Signature)

/s/ **Reggie Bergeron** (Secretary's Signature)