



**ANNUAL REPORT OF**  
**ONCOLOGIX TECH, INC. AND SUBSIDIARIES**  
**FOR THE YEARS ENDED AUGUST 31, 2017 AND 2016**

**A NEVADA CORPORATION**  
**PO BOX 8832, GRAND RAPIDS, MI 49518-8832**  
**(616) 977-9933**

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## ITEM 1 - NAME OF THE ISSUER AND ITS PREDECESSORS

Oncologix Tech Inc. – January 22, 2007 to present  
BestNet Communications Corp. – September 27, 2000 to January 21, 2007  
Wavetech International Inc.– January 15, 1998 to September 26, 2000  
Wavetech Inc. – July 10, 1986 to January 14, 1998

## ITEM 2 - ADDRESS OF THE ISSUER’S PRINCIPAL EXECUTIVE OFFICES

### Company Registered Headquarters

PO Box 8832  
Grand Rapids, MI 49518-8832

Phone: (616) 977-9933  
Email: [info@oclghealth.com](mailto:info@oclghealth.com)  
Website: [www.oclghealth.com](http://www.oclghealth.com)

### IR Contact

See OTC Markets Profile page

## ITEM 3 - SECURITY INFORMATION

Trading Symbol: OCLG

Common (Designation, Rights and Preferences: See Articles of Incorporation)

CUSIP: 0000799694

Par or Stated Value: \$0.001

Total shares authorized: 7,000,000,000 as of: August 31, 2017

Total shares outstanding: 736,615,725 as of: August 31, 2017

### Additional class of securities:

Preferred Stock, Par Value \$0.001, 10,000,000 authorized as of August 31, 2017

*Series C Preferred Stock (Designation, Rights and Preferences: See Articles of Incorporation)*

Par or Stated Value: \$0.001

Total shares designated: 100,000 as of: August 31, 2017

Total shares outstanding: 100,000 as of: August 31, 2017

*Series D Preferred Stock (Designation, Rights and Preferences: See Articles of Incorporation)*

Par or Stated Value: \$0.001

Total shares designated: 200,000 as of: August 31, 2017

Total shares outstanding: 78,564 as of: August 31, 2017

*Series A Preferred Stock (Designation, Rights and Preferences: See Articles of Incorporation)*

Par or Stated Value: \$0.001

Total shares designated: 96,797 as of: August 31, 2017

Total shares outstanding: 96,797 as of: August 31, 2017

**Transfer Agent**

American Stock Transfer and Trust Co.  
6201 15th Avenue  
Brooklyn, NY 11219

Phone: 718.921.8200 ext. 6815

IMcKay@amstock.com

This transfer Agent is 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:**

Anticipated increase in authorized shares in August 2017.

**ITEM 4 - ISSUANCE HISTORY**

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

Date Sold	Nature of Offering	Securities Offered/Sold	Share Price	Consideration to Issuer	Trading Status	Issued For
9/2/2015	Securities Act Section 4(2)	21,948,925	\$ 0.00050	\$ -	Free Trading	Note Conversion
9/4/2015	Securities Act Section 4(2)	14,112,903	\$ 0.00050	\$ -	Free Trading	Note Conversion
9/4/2015	Securities Act Section 4(2)	16,828,755	\$ 0.00043	\$ -	Free Trading	Note Conversion
9/8/2015	Securities Act Section 4(2)	20,615,385	\$ 0.00065	\$ -	Free Trading	Note Conversion
9/11/2015	Securities Act Section 4(2)	12,000,000	\$ 0.00043	\$ -	Free Trading	Note Conversion
9/17/2016	Securities Act Section 4(2)	10,434,782	\$ 0.00115	\$ -	Free Trading	Note Conversion
9/28/2015	Securities Act Section 4(2)	16,666,220	\$ 0.00031	\$ -	Free Trading	Note Conversion
10/2/2015	Securities Act Section 4(2)	17,820,000	\$ 0.00019	\$ -	Free Trading	Note Conversion
10/5/2015	Securities Act Section 4(2)	24,615,385	\$ 0.00033	\$ -	Free Trading	Note Conversion
10/7/2015	Securities Act Section 4(2)	28,568,548	\$ 0.00025	\$ -	Free Trading	Note Conversion
10/8/2015	Securities Act Section 4(2)	26,950,000	\$ 0.00025	\$ -	Free Trading	Note Conversion
10/8/2015	Securities Act Section 4(2)	16,846,505	\$ 0.00019	\$ -	Free Trading	Note Conversion
10/13/2015	Securities Act Section 4(2)	29,733,447	\$ 0.00025	\$ -	Free Trading	Note Conversion
11/20/2015	Securities Act Section 4(2)	1,500,000	\$ 0.00040	\$ -	Free Trading	Services
11/20/2015	Securities Act Section 4(2)	1,500,000	\$ 0.00041	\$ -	Free Trading	Services

## ITEM 5 - FINANCIAL STATEMENTS

The unaudited consolidated financial statements for Oncologix Tech, Inc. and Subsidiaries (“OCLG”) are from OCLG’s years ended August 31, 2017 and 2016. See the Company’s attached Consolidated Unaudited Balance Sheet, Unaudited Statement of Income, Unaudited Statement of Stockholder’s Deficit, Unaudited Statement of Cash Flows and Unaudited Financial Notes for the years ended August 31, 2017 and 2016 posted on OTC Markets Disclosure Service.

**ONCOLOGIX TECH, INC. AND SUBSIDIARIES**  
**UNAUDITED CONDENSED CONSOLIDATED BALANCE SHEETS**

	<b>August 31, 2017 (Unaudited)</b>	<b>August 31, 2016 (Unaudited)</b>
<b>ASSETS</b>		
Current Assets:		
Cash and cash equivalents	\$ 30,834	\$ 60,189
Accounts receivable (net of allowance of \$11,000 and \$301,000)	209,576	770,145
Inventory	3,000	31,271
Prepaid expenses and other current assets	6,907	10,952
Total current assets	<u>250,317</u>	<u>872,557</u>
Property and equipment (net of accumulated depreciation of \$58,544 and \$51,794)	13,867	23,533
Deposits and other assets	34,306	54,227
Goodwill	1,190,532	1,190,532
Patents, registrations (net of amortization of \$116,355 and \$110,232)	6,124	12,248
Total assets	<u><u>\$ 1,495,146</u></u>	<u><u>\$ 2,153,097</u></u>
<b>LIABILITIES AND STOCKHOLDERS' DEFICIT</b>		
Current liabilities:		
Convertible notes payable (net of discount of \$0 and \$245,428)	\$ 3,437,961	\$ 3,108,474
Notes payable	1,717,391	1,024,696
Inventory finance agreements	-	240,571
Accounts payable and other accrued expenses	1,201,551	787,652
Accrued interest payable	608,476	297,846
Accrued default interest	500,000	-
Current portion of long term debt	-	-
Total current liabilities	<u>7,465,379</u>	<u>5,459,239</u>
Long-term liabilities:		
Notes payable (net of current portion)	-	314,743
Convertible notes payable	-	-
Total long-term liabilities	<u>-</u>	<u>314,743</u>
Total liabilities	<u>7,465,379</u>	<u>5,773,982</u>
Stockholders' Deficit:		
Preferred Stock, 10,000,000 shares authorized		
Series A Preferred stock, par value \$.001 per share; 10,000,000 shares authorized; 129,062 and 129,062 shares issued and outstanding at August 31, 2017 and August 31, 2016, respectively	129	129
Series D Preferred stock, par value \$.001 per share; 10,000,000 shares authorized; 78,564 and 78,564 shares issued and outstanding at August 31, 2017 and August 31, 2016, respectively	79	79
Series C Preferred stock, par value \$.001 per share; 100,000 shares designated; 100,000 and 0 shares issued and outstanding at August 31, 2017 and August 31, 2016, respectively	100	-
Common stock, par value \$.001 per share; 750,000,000 shares authorized; 736,615,725 and 736,615,725 shares issued and outstanding at August 31, 2017 and August 31, 2016, respectively	736,616	736,616
Additional paid-in capital	48,424,991	48,415,091
Accumulated deficit	(55,143,398)	(52,772,800)
Common stock subscribed (37,500,000 and 95,940,750 shares issuable, respectively at August 31, 2017 and August 31, 2016)	11,250	-
Total stockholders' deficit	<u>(5,970,233)</u>	<u>(3,620,885)</u>
Total liabilities and stockholders' deficit	<u><u>\$ 1,495,146</u></u>	<u><u>\$ 2,153,097</u></u>

**ONCOLOGIX TECH, INC. AND SUBSIDIARIES**  
**UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS**

	<b>For the Year Ended</b>	
	<b>August 31, 2017</b>	<b>August 31, 2016</b>
Revenues	\$ 2,850,177	\$ 4,011,826
Cost of revenues	<u>2,263,746</u>	<u>2,780,439</u>
Gross profit	586,431	1,231,387
Operating expenses:		
General and administrative	1,436,512	1,727,240
Depreciation and amortization	<u>14,867</u>	<u>16,599</u>
Total operating expenses	<u>1,451,379</u>	<u>1,743,839</u>
Loss from operations	<u>(864,948)</u>	<u>(512,452)</u>
Other income (expense):		
Acquisition costs	-	-
Interest and finance charges	(1,245,288)	(698,059)
Loss on disposal of assets	(1,836)	-
Goodwill impairment	-	(622,610)
Officer exposure fees	(231,117)	-
Other income (expenses)	<u>(27,409)</u>	<u>(16,330)</u>
Total other income (expense)	<u>(1,505,650)</u>	<u>(1,336,999)</u>
Net loss before income taxes	<u>(2,370,598)</u>	<u>(1,849,451)</u>
Income taxes	<u>-</u>	<u>-</u>
Net loss attributable to common shareholders	<u><u>\$ (2,370,598)</u></u>	<u><u>\$ (1,849,451)</u></u>
Gain (loss) per common share, basic and diluted:		
Continuing operations	\$ (0.00)	\$ (0.00)
Discontinued operations	<u>-</u>	<u>-</u>
	<u><u>\$ (0.00)</u></u>	<u><u>\$ (0.00)</u></u>
Weighted average number of shares outstanding - basic and diluted	<u><u>736,615,725</u></u>	<u><u>719,836,287</u></u>

**ONCOLOGIX TECH, INC. AND SUBSIDIARIES**  
**UNAUDITED CONSOLIDATED STATEMENTS OF CHANGES IN STOCKHOLDERS' DEFICIT**  
**FOR THE PERIOD SEPTEMBER 1, 2015 THROUGH AUGUST 31, 2017**

	Series A Preferred Stock		Series D Preferred Stock		Series C Preferred Stock		Common Stock		Additional Paid-in Capital	Accumulated Deficit	Non- Controlling Interest	Common Stock Subscribed	Total
	Shares	Amount	Shares	Amount	Shares	Amount	Shares	Amount					
Balance, August 31, 2015	129,062	\$ 129	78,564	\$ 79	-	\$ -	476,474,870	\$ 476,475	\$ 48,568,780	\$ (50,923,349)	\$ -	\$ 55,798	\$ (1,822,088)
Issuance of stock for fees	-	-	-	-	-	-	3,000,000	3,000	(1,800)	-	-	-	1,200
Conversion of notes payable	-	-	-	-	-	-	161,200,105	161,200	(120,467)	-	-	(55,798)	(15,065)
Issuance of common stock subscribed	-	-	-	-	-	-	95,940,750	95,941	(40,143)	-	-	-	55,798
Beneficial conversion feature - notes payable	-	-	-	-	-	-	-	-	8,721	-	-	-	8,721
Net loss	-	-	-	-	-	-	-	-	-	(1,849,451)	-	-	(1,849,451)
Balance, August 31, 2015	129,062	\$ 129	78,564	\$ 79	-	\$ -	736,615,725	\$ 736,616	\$ 48,415,091	\$ (52,772,800)	\$ -	\$ -	\$ (3,620,885)
Issuance of stock for fees	-	-	-	-	-	-	-	-	-	-	-	-	-
Conversion of notes payable	-	-	-	-	-	-	-	-	-	-	-	-	-
Issuance of Series C Preferred	-	-	-	-	100,000	100	-	-	9,900	-	-	-	10,000
Common stock subscribed	-	-	-	-	-	-	-	-	-	-	-	11,250	11,250
Beneficial conversion feature - notes payable	-	-	-	-	-	-	-	-	-	-	-	-	-
Net loss	-	-	-	-	-	-	-	-	-	(2,370,598)	-	-	(2,370,598)
Balance, August 31, 2017	129,062	\$ 129	78,564	\$ 79	100,000	\$ 100	736,615,725	\$ 736,616	\$ 48,424,991	\$ (55,143,398)	\$ -	\$ 11,250	\$ (5,970,233)



**ONCOLOGIX TECH, INC. AND SUBSIDIARIES**  
**UNAUDITED CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS**

	<b>For the Year Ended</b>	
	<b>August 31, 2017</b>	<b>August 31, 2016</b>
Operating activities:		
Net loss	\$ (2,370,598)	\$ (1,849,451)
Adjustments to reconcile net loss to net cash used in operating activities:		
Depreciation and amortization	14,867	16,599
Loss on disposal of property and equipment	1,836	-
Bad Debt Expense	1,822	230,000
Amortization of discount on notes payable and warrants	3,961	248,153
Goodwill impairment	-	622,610
Beneficial conversion feature notes payable	-	-
Loss on conversion of notes payable - related parties	-	-
Non-cash interest charges	246,705	238,701
Issuance of stock and warrants for fees	11,250	1,200
Changes in operating assets and liabilities:		
Accounts receivable	558,747	61,511
Prepaid expenses and other current assets	4,045	106
Inventory	28,271	74,115
Deposits and other assets	19,921	9,866
Accounts payable and other accrued expenses	622,659	627,770
Accrued default interest	500,000	-
Accrued interest payable	332,310	63,738
Net cash used in operating activities	(24,204)	344,918
Investing activities:		
Purchase of property and equipment	(913)	-
Acquisition of Esteemcare and Affordable	-	-
Net cash used in investing activities	(913)	-
Financing activities:		
Proceeds from issuance of convertible notes	-	625,000
Proceeds from issuance of notes payable	485,500	492,083
Repayment of notes payable	(462,674)	(1,019,109)
Repayment of inventory financing agreements	-	(386,870)
Repayment of convertible notes payable	(27,064)	(20,826)
Net cash provided by financing activities	(4,238)	(309,722)
Net increase (decrease) in cash and cash equivalents	(29,355)	35,196
Cash and cash equivalents, beginning of period	60,189	24,993
Cash and cash equivalents, end of period	\$ 30,834	\$ 60,189

**ONCOLOGIX TECH, INC. AND SUBSIDIARIES**  
**NOTES TO UNAUDITED CONDENSED CONSOLIDATED FINANCIAL STATEMENTS**

**NOTE 1 - ORGANIZATION AND DESCRIPTION OF THE COMPANY**

Oncologix Tech, Inc. is a diversified medical holding company with operating segments in medical device, healthcare services and medical products and technologies. We operate and manufacture Class II medical device products, deliver Personal Healthcare Services and provide Home Medical Equipment (HME) and Durable Medical Equipment (DME) sales in licensed markets. For its clients, Oncologix provides FDA approved medical devices, State licensed healthcare services and medical product sales. For its shareholders, Oncologix operates profitable business divisions that build, maintain and nourish shareholder value. The Company's corporate mission is to be the best small cap medical device and healthcare services holding company in North America.

We were originally formed in 1986 and in 2000 we changed our name to "BestNet Communications Corp." At that time, we provided worldwide long-distance telephone communication and teleconferencing services to commercial and residential consumers through the internet, which we disposed of in 2007 due to lack of profitability. In July 2006, we changed our business model to medical device products. In July 2006, we acquired JDA Medical Technologies, Inc. ("JDA") and merged this business into Oncologix Corporation, our wholly owned subsidiary. On January 22, 2007, we changed our name to Oncologix Tech, Inc., to reflect this new business model. Our business at that time was the development of a medical device for brachytherapy (radiation therapy), called the "Oncosphere" (or "Oncosphere System"), for the advanced medical treatment of soft tissue cancers. Due to a lack of funding, we suspended these development activities on December 31, 2007. On November 1, 2013, due to the development of the brachytherapy device being several years away, indication that the product could not be marketed and no guarantee of FDA approvals, it was determined that continued financial support of this product by Oncologix Corporation would cost the Company substantial capital beyond its means and the Company's management and Board of Directors disposed of Oncologix Corporation and its Brachytherapy medical device subsidiary. Furthermore, as part of the disposal, the Company was relieved of over \$90,000 in debt.

On March 22, 2013, we acquired all the outstanding stock of Dotolo Research Corporation ("Dotolo"), a FDA Registered, Class II, medical device manufacturer with 25 years of product sales in the hydro-colonic irrigation, bowel preparation market. Dotolo Research Corporation began operations in 1989 and sells hardware and disposable products to customers both domestically and internationally. The Company currently operates in a limited, but competitive environment in hydro-colonic irrigation, of which there are only four (4) companies approved by the FDA to manufacture a Class II medical device for colonic-hydro therapy. Since the acquisition, we have not had significant revenues from sales of our products, including sales to medical facilities due to a lack of operating capital needed to procure raw material inventory to currently fill customers' orders. We are currently in the final phase of new product hardware redesign which we believe will allow Dotolo Research the ability to successfully enter into the medical markets to become the dominate market leader. Currently we continue to seek capital to, complete the redesign of the medical device and for FDA, 510(k) approvals, and introduce this product to new medical market segments.

On August 1, 2013, we acquired the outstanding stock of Angels of Mercy, Inc. and on December 10, 2013 we acquired the assets and customers of Amian Health Services LLC. We changed our name to Amian Angels ("Amian") in August 2014. Angels provides non-medical, Personal Care Attendant (PCA) services, Supervised Independent Living (SIL), Long-Term Senior Care, and other approved health service programs performed by a trained caregiver that will meet the health service needs of beneficiaries whose disabilities preclude the performance of certain independent living skills related to the activities of daily living (ADL). Amian holds both PCA-Medicaid Waiver Provider and Residential Rehabilitation/Supervised Independent Living (SIL), and personal care services for Veterans with licenses issued by the Division of Licensing and Certification of the Department of Social Services, Veterans Administration Social Services and the Louisiana Department of Health and Hospitals.

On July 21, 2014, we formed Advanced Medical Products and Technologies Inc. (“AMPT”) to enter into the Durable Medical and Home Medical Equipment markets. We anticipate acquiring active companies in this area to develop our Medical Products and Technologies Segment. AMPT has identified acquisitions that would bring immediate value to the Company for immediate profitability and with a viable service platform for future growth and expansion.

On September 25, 2014, we acquired the outstanding stock of Esteemcare, Inc. (“Esteemcare”) and its wholly owned subsidiary Affordable Medical Equipment Solutions, Inc. (“Affordable”). Esteemcare is a Durable and Home Medical equipment and supply distributor for respiratory therapy and is accredited by the “Joint Commission on Healthcare Organizations”. Esteemcare targets patients with sleep obstructive disorders or related chronic illnesses who are insured by Medicare, Medicaid, third-party insurers, or have the ability to pay for our products from their own private resources. Sleep apnea is a serious sleep disorder that occurs when a person's breathing is interrupted during sleep. People with untreated sleep apnea stop breathing repeatedly during their sleep, sometimes hundreds of times. This means the brain -- and the rest of the body -- may not get enough oxygen.

On March 17, 2017, the Company shut down the companies of Esteemcare and Affordable due to the inability to acquire C-PAP and Bi-PAP products from the manufacturers. Our vendors placed Esteemcare on credit hold. Due to Esteemcare's inability to acquire products, the Company was forced to transfer our Medicare Bid Contract License to Medical Services of America, Inc. We sold off all obsolete inventory to pay outstanding debts, and currently are in the process of collecting on a limited amount of aged accounts receivable still outstanding. These outstanding receivables are significantly less than the outstanding debts owed by the Company.

## **NOTE 2 — SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

### **BASIS OF PRESENTATION**

In the opinion of management, the accompanying balance sheets and related interim statements of income, cash flows, and stockholders' equity include all adjustments, consisting only of normal recurring items, necessary for their fair presentation in conformity with accounting principles generally accepted in the United States of America ("U.S. GAAP"). Preparing financial statements requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, revenue, and expenses. Actual results and outcomes may differ from management's estimates and assumptions. Interim results are not necessarily indicative of results for a full year.

### **NOTE 3 - GOING CONCERN**

The accompanying unaudited consolidated financial statements have been prepared assuming the Company will continue as a going concern. The Company has incurred losses from operations over the past several years and anticipates additional losses in future fiscal 2017 and prior to achieving breakeven.

We continually seek additional funding will allow us to meet our current sales demands and expenses of Dotolo, Amian Angels, Esteemcare and Oncologix, while keeping our public filings current. This lack of funding has caused us to fall behind in our public filings and to continue with audited financial statements. Consequently, we have delisted from the Securities and Exchange Commission until such time as we can raise the necessary funds to complete our audits to get current with our filings. Due to poor collections and credit hold, we had to shut down our subsidiary, Esteemcare, Inc. In addition, Esteemcare disposed of its inventory to its remaining customers.

### **NOTE 5 - GOODWILL, PATENTS AND OTHER INTANGIBLE ASSETS**

The Company adopted Accounting Standards Update 2011-08 “Intangibles – Goodwill and Other (Topic 350): Testing Goodwill for Impairment (“ASU 2011-08”) in the fourth quarter of fiscal 2014 due to our acquisitions of Dotolo Research

Corporation and Amian Angels, Inc. and Esteemcare Inc. We also ASU 2011-08 permits an entity to first assess qualitative factors to determine whether it is more likely that not that the fair value of a reporting unit is less than its carrying amount. Goodwill represents the excess of the cost of a business combination over the fair value of the net assets acquired and these costs are subject to annual impairment tests.

We follow the two-step process in ASC 350-20-35 for impairment testing. In the first step, we compare the fair value of the reporting unit as a whole to its carrying value, including goodwill. For both reporting units, we have determined that the reporting units' fair value exceeds its carrying value. We also compare the carrying value of goodwill by itself for both reporting units.

The following explains the results of our impairment testing. As of August 31, 2015, we have determined that \$591,248 of the goodwill allocated to Dotolo Research Corporation was impaired and accordingly written off. As of August 31, 2016, we have determined that \$622,610 of the goodwill allocated to Esteemcare Inc. was impaired and accordingly written off. Goodwill allocated to Amian Angels Inc. has not been determined to be impaired as of the date of this Annual Report.

We currently carry our patents and registrations net of amortization. As of August 31, 2017, the Company has a capitalized cost of patents and registrations in the amount of \$122,479 and accumulated amortization of \$116,356. Our patents and registrations are amortized over a 20-year period. Amortization for each of the next 4 fiscal years, assuming no impairment, will be \$6,124 per year.

#### **NOTE 6 – INVENTORY**

We have inventory, on hand in the amounts of \$3,000 and \$31,271 as of August 31, 2017 and August 31, 2016, respectively. Our inventory in Dotolo consists primarily of miscellaneous parts. All obsolete inventory at Esteemcare was sold off and paid to Creditors. We do not hold any inventory at Esteemcare as of this report. We do not maintain any inventory for Amian Angels Inc.

## NOTE 7 - PROPERTY AND EQUIPMENT

Property and equipment is composed of the following at August 31, 2017, and August 31, 2016

	<b>August 31, 2017</b>	<b>August 31, 2016</b>
Furniture	\$ 12,688	\$ 14,119
Office Equipment	12,962	13,270
Computers	26,020	26,337
Software	3,977	3,977
Leasehold improvements	-	-
Equipment	16,764	17,624
Total property and equipment at cost	72,411	75,327
Less: accumulated depreciation and amortization	(58,544)	(51,794)
	<u>\$ 13,867</u>	<u>\$ 23,533</u>

## NOTE 8 – ACCOUNTS PAYABLE AND OTHER ACCRUED EXPENSES

Our accounts payable and other accrued expenses consist principally of, trade payables and accrued payroll taxes.

## NOTE 9 – INVENTORY FINANCE AGREEMENTS

Our inventory finance agreements consist of qualified for-sale inventory purchases. These finance agreements are held solely by Esteemcare. Qualifying inventory purchases are grouped into a 12-month finance agreements allowing the company to spread the payments for this inventory over a twelve month period. This allows the company to collect payments for the purchases of that inventory over that time period as most insurance plans spread the purchase payments over a multi-month period, generally 12 months. All inventory finance agreements are interest free and consist of only minor fees for setup. These agreements have all been cancelled and charged back to the vendors due to the closure of Esteemcare.

## NOTE 10 - NOTES PAYABLE

### NOTES PAYABLE

Below is a list of notes payable as of August 31, 2017 and August 31, 2016

Ref. Numb.	Description	August 31, 2017	August 31, 2016
Dot 2	Note Payable (net of discount)	\$ -	\$ 30,000
Dot 3	Note Payable (net of discount)	-	20,000
AA 1	Line of Credit	49,770	49,190
AA 2	Line of Credit	40,858	58,098
AA 3	Officer Loan	1,912	8,573
AA 4	Merchant Loan	173,058	-
AA 5	Loan	75,000	-
EST 1	Note Payable (net of discount)	65,261	65,261
2100	Officer Accrued Salary Notes	972,923	501,083
2230	Note Payable (net of discount)	-	69,846
2255	Note Payable (net of discount)	25,000	25,000
2257	Note Payable (net of discount)	68,920	68,920
2258	Note Payable (net of discount)	22,973	22,973
2263	Note Payable (net of discount)	-	57,752
2300	Note Payable (net of discount)	221,716	314,743
2334	Note Payable (net of discount)	-	28,000
2337	Note Payable (net of discount)	-	20,000
	Subtotal	1,717,391	1,339,439
	Less: Long-Term portion	-	-
	Current portion	\$ 1,717,391	\$ 1,339,439

#### *Notes held by Dotolo*

DOT 2 - On February 27, 2013 our subsidiary Dotolo, entered into a note payable agreement to provide funding to its subsidiary in the principal amount of \$30,000. The note bears interest at 18% payable monthly on the 15<sup>th</sup>. This note was consolidated into a convertible promissory note on February 28, 2017.

DOT 3 - On March 17, 2013 our subsidiary Dotolo, entered into a note payable agreement to provide funding to its subsidiary in the principal amount of \$20,000. The note bears interest at 18% payable monthly on the 15<sup>th</sup>. This note was consolidated into a convertible promissory note on February 28, 2017.

#### *Notes held by Amian Angels*

AA 1 – We have an open line of credit of \$50,000 with our bank.

AA 2 – We have an open line of credit with Kabbage of \$100,000.

AA 3 – On January 4, 2016, the Company borrowed \$10,000 from an officer of Amian Angels Inc. The note bears interest at 6% and has no specific due date. Interest shall accrue until the amount is paid in full.

AA 4 – On December 16, 2016, the Company obtained a merchant loan for additional working capital in the amount of \$200,000. This loan requires 33 weekly payments in the amount of \$8,585 for a total repayment amount of \$270,000. This loan was refinanced on May 17, 2017. The new loan payment calls for 33 weekly payments in the amount of \$8,250 for a total repayment amount of \$270,000. In July 2017, we restructured the weekly payments down to \$4,126 still with a total repayment of \$270,000.

AA 5 – On June 12, 2017, the Company borrowed \$75,000 for additional working capital. The loan calls for monthly payments of \$5,875.69 and bears interest at a rate of 94% per annum. The note can be prepaid in full at any time without penalty.

*Notes held by Esteemcare*

EST 1 - On September 25, 2014, as part of the terms and conditions of the acquisition of Esteemcare Inc. and Affordable Medical Inventory Solutions Inc., the company issued an 18 month note to Imad Siddiqui in the principal amount of \$75,000. This note was executed on May 1, 2015 and requires monthly payments of \$4,524. As a result of the delay in execution of the note, the Company accrued \$2,688 of interest and added it to the balance of the note. This note is currently in default.

*Notes held by Oncologix Tech*

2100 – Beginning in fiscal 2016 in connection with revised executive employment agreements, the officers of the Company are allowed to convert any outstanding accrued salaries into a one promissory note. The officers are allowed to convert these accrued salaries twice per fiscal year at the end of February and August. These notes carry a term of one year and are automatically renewable for additional 12-month periods. The notes do not bear any interest.

2230 - On December 3, 2013, The Company entered into a twelve-month promissory note with an accredited investor to borrow a total principal amount of \$75,000. The note bears interest of 18% per annum and calls for monthly payments of principal and interest of \$1,375 beginning on January 15, 2014 with a balloon payment due December 15, 2014. The Company also issued as additional finders' fees to the investor, 3,500,000 shares of common stock and 1,000,000 cashless warrants with an exercise price of \$.025. The Company recorded a discount of \$5,992 for the issuance of the warrants. The due date was extended to January 2020. This note was consolidated into one convertible promissory note on February 28, 2017.

2255 - On August 15, 2014 the Company issued a 1-year promissory note to a non-related accredited investor in the principal amount of \$25,000. This note bears interest at 10% per annum and matures in August 2015. As additional consideration for the operating capital loan, the company issued 4,000,000 cashless two-year warrants with an exercise price of \$0.065. The Company recorded a discount of \$10,177 for the issuance of the warrants.

2257 & 2258 - On September 25, 2014, the Company issued a \$75,000 and \$25,000 1-year promissory notes bearing interest at 6% in connection with the acquisition of Esteemcare Inc. and Affordable Medical Inventory Solutions Inc.

2263 - On November 16, 2014, the Company borrowed \$60,000 in principal from an unrelated investor. This note bears interest at a rate of 12% and calls for 60 monthly payments of \$1,334.67 beginning on January 19, 2015. The note matures on January 19, 2019. This note was consolidated into one convertible promissory note on February 28, 2017.

2300 - On August 1, 2013, in connection with our acquisition of Angels of Mercy, Inc. we entered into a promissory note to pay \$550,000 for the purchase of Angels of Mercy, Inc. Monthly payments of \$9,115 are due and payable beginning on

November 1, 2013 with a final balloon payment of \$205,705 due on October 1, 2017. This note bears interest at a rate of 6%. The note was extended two years with a new maturity date of October 1, 2019. The extended note now bears interest of 8% with a new monthly payment beginning on November 1, 2017 of \$9,232.

2334 - On November 13, 2015, the Company borrowed \$28,000 in principal from an unrelated investor. This note bears calls for monthly interest payments of \$600.00 beginning on December 13, 2015. The note has no maturity date. This note was consolidated into one convertible promissory note on February 28, 2017.

2337 - On March 25, 2016, the Company borrowed \$20,000 in principal from an unrelated investor. This note bears calls for monthly interest payments of \$1,800.00 beginning on April 25, 2016. The note matures on May 25, 2016. This note was consolidated into one convertible promissory note on February 28, 2017.



## CONVERTIBLE NOTES PAYABLE:

Due to a lack of available shares, the majority of our convertible note holders sent us defaults for their inability to convert their notes. On August 31, 2017, we accrued \$500,000 of default interest expense. Convertible notes payable consist of the following as of August 31, 2017 and August 31, 2016:

Ref. Numb.	Description	August 31, 2017	August 31, 2016
2236	Conv. Note Payable (net of discount)	\$ 2,100,608	\$ 2,100,608
2265	Conv. Note Payable (net of discount)	9,050	9,050
2267	Conv. Note Payable (net of discount)	23,332	23,332
2271	Conv. Note Payable (net of discount)	43,003	43,003
2274	Conv. Note Payable (net of discount)	35,000	35,000
2276	Conv. Note Payable (net of discount)	36,750	36,750
2278	Conv. Note Payable (net of discount)	127,549	127,549
2281	Conv. Note Payable (net of discount)	30,000	30,000
2290	Conv. Note Payable (net of discount)	43,316	43,316
2292	Conv. Note Payable (net of discount)	32,000	32,000
2294	Conv. Note Payable (net of discount)	27,500	23,539
2297	Conv. Note Payable (net of discount)	58,000	58,000
2310	Conv. Note Payable (net of discount)	35,000	35,000
2314	Conv. Note Payable (net of discount)	50,000	50,000
2318	Conv. Note Payable (net of discount)	35,000	35,000
2322	Conv. Note Payable (net of discount)	103,600	78,600
2324	Conv. Note Payable (net of discount)	35,000	35,000
2326	Conv. Note Payable (net of discount)	21,500	21,500
2328	Conv. Note Payable (net of discount)	26,000	26,000
2331	Conv. Note Payable (net of discount)	25,000	25,000
2333	Conv. Note Payable (net of discount)	133,000	140,000
2335	Conv. Note Payable (net of discount)	80,000	80,000
2338	Conv. Note Payable (net of discount)	285,444	-
2340	Conv. Note Payable (net of discount)	42,309	-
2432	Conv. Note Payable (net of discount)	-	20,227
	Subtotal	3,437,961	3,108,474
	Less: Long-Term portion	-	-
	Current portion	<u>\$ 3,437,961</u>	<u>\$ 3,108,474</u>

2210 - On April 1, 2009, we issued to Ms. Lindstrom, our former Chief Executive Officer, a convertible promissory note in lieu of payment of \$235,025 in accrued salary owed to Ms. Lindstrom. This note accrues interest at a rate of 6% per annum and was originally due on March 31, 2012. On March 16, 2012, Ms. Lindstrom agreed to extend the due date of the note to September 30, 2013. There was no beneficial conversion feature recognized upon the issuance of this note. An outside party has entered into an assignment and settlement agreement with Ms. Lindstrom to purchase the note. The note assignment is currently in default. During fiscal 2014, the Assignee has converted \$46,000 of principal into 8,788,171 shares of stock reducing the current balance of the note to \$189,025. During fiscal 2015, the Holder assigned \$189,025 of principal to another accredited investor. We are negotiating the final payment of accrued interest.

2218 - During May and June 2007, we issued nine Convertible Promissory Notes in an aggregate principal amount of \$700,000. Eight of these notes were converted into common stock in fiscal 2009. The remaining Convertible Promissory Note, in the principal amount of \$125,000, was extended on January 28, 2010 initially to March 31, 2012, where the conversion rate was reduced to \$.60, and then extended to September 30, 2013. In October 2013 and November 2014, the investor sold two \$25,000 positions of principal in the note to another accredited investor. In May 2015, the investor sold the remaining \$75,000 of principal in the note to another accredited investor. The note has been extended to December 31, 2015 and we are negotiating the final payment of accrued interest.

2236 - On January 3, 2014, the Company closed on a 4 million dollar line of credit facility, with an initial draw of \$500,000. The Company must meet specific monthly reporting and collateral requirements to further draw on the revolving credit facility. The \$500,000 initial draw is secured by a 14.5% promissory note, which is convertible ONLY upon default by the Company. In July 2014, we borrowed an additional \$75,000 from the principal we repaid. This note is due in nine months with an automatic option to renew after nine months. On September 25, 2014, the Company took down a second draw from its \$4 million dollar line of credit facility in the amount of \$1,200,000. The Company must meet specific monthly reporting and collateral requirements to further draw on the revolving credit facility. The outstanding balance at the time of the draw was \$1,533,584 which is secured by twelve-month 14.5% promissory note, which is convertible ONLY upon default by the Company. This note is automatically renewable for an additional twelve months. The company is required to pay interest and fees only for the initial 3 months. After many months of on-going discussions, on February 5, 2016, the Company entered into a final settlement agreement with TCA in conjunction with an additional credit facility advance of \$200,000. The Settlement Agreement calls for 18.0% interest on the outstanding principal balance. Further, the Settlement calls for weekly payments of \$5,000 from March 4, 2016 to May 27, 2016. The weekly payments increase to \$10,000 from June 3, 2016 to July 1, 2016. Payments after July 1, 2016 would be negotiated. As part of the settlement agreement, there was a joint dismissal of the legal proceedings and end of the Company's default. On April 8, 2016, the Company entered into a second amendment to the Settlement agreement originally dated February 5, 2016 in conjunction with an additional credit facility advance of \$375,000. The second amendment to the settlement agreement creates a twenty-four (24) month replacement Promissory Note in the amount of \$2,385,115.53. The note bears interest at eighteen (18%) percent with a default interest rate of twenty four (24%) percent. As a requirement of the Settlement Agreement, the Company incurred additional Advisory Fees and Investment Banking fees of \$300,000 which brings the total Advisory Fees and Investment Banking Fees to \$900,000 primarily due to TCA stated defaults. Both the Company and TCA agreed to joint dismissal of their litigations against either party. The agreement requires monthly interest payments of \$31,695.13 commencing on April 30, 2016 and August 31, 2017 with monthly increased principal and interest payments of \$125,261.10 beginning on June 30, 2016. On June 9, 2017, the Company received a Notice of Default from TCA Global Credit Master Fund, LP, its senior lender of our settlement agreement dated April 8, 2016. The Company seeks to work out adequate payment terms, but TCA has requested that the pledged securities in the settlement agreement be assigned over to them. Please see our filings with the Security Exchange Commission on June 24, 2016 for details of the agreements.

2265 - On January 22, 2015 we issued a convertible promissory note in the principal amount of \$35,000. This promissory note bears interest at a rate of 8% per annum and is due on January 22, 2015. The note is convertible at a 38% discount of the average of the three lowest closing bid prices immediately during the 20 days preceding the date of conversion. At no time may the holder of the note convert the note into shares exceeding 4.99% of the Company's then outstanding common stock shares. We recorded a beneficial conversion feature of \$35,000. During fiscal 2015 and fiscal 2016 the investor converted \$25,950 of principal and accrued interest into shares of common stock.

2267 - On January 30, 2015 we issued a convertible promissory note in the principal amount of \$50,000. This promissory note bears interest at a rate of 12% per annum and is due on September 30, 2015. The note is convertible at a 38% discount of the average of the three lowest closing bid prices immediately during the 15 days preceding the date of conversion. At no time may the holder of the note convert the note into shares exceeding 4.99% of the Company's then outstanding common stock shares. We recorded a beneficial conversion feature of \$50,000. During fiscal 2015 the investor converted \$23,353

of principal into shares of common stock. During fiscal 2016 the investor converted an additional \$3,315 of principal into shares of common stock.

2271 - On February 12, 2015 we issued a convertible promissory note in the principal amount of \$75,000. This promissory note bears interest at a rate of 10% per annum and is due on February 12, 2016. The note is convertible at a 38% discount of the average of the three lowest closing bid prices immediately during the 20 days preceding the date of conversion. At no time may the holder of the note convert the note into shares exceeding 4.99% of the Company's then outstanding common stock shares. We recorded a beneficial conversion feature of \$75,000. During fiscal 2016, the investor converted \$31,997 in principal into shares of common stock.

2274 - On February 4, 2015 we issued a convertible promissory note in the principal amount of \$35,000. This promissory note bears interest at a rate of 8% per annum and is due on December 15, 2015. The note is convertible at a 38% discount of the average of the three lowest closing bid prices immediately during the 15 days preceding the date of conversion. At no time may the holder of the note convert the note into shares exceeding 4.99% of the Company's then outstanding common stock shares. We recorded a beneficial conversion feature of \$35,000.

2276 - On March 5, 2015 we issued a convertible promissory note in the principal amount of \$36,750. This promissory note bears interest at a rate of 8% per annum and is due on March 5, 2016. The note is convertible at a 38% discount of the average of the three lowest closing bid prices immediately during the 15 days preceding the date of conversion. At no time may the holder of the note convert the note into shares exceeding 4.99% of the Company's then outstanding common stock shares.

2278 - On March 11, 2015 we issued a convertible promissory note in the principal amount of \$88,000. This promissory note bears interest at a rate of 12% per annum and is due on September 11, 2015. The note is convertible at a 38% discount of the lowest closing price immediately during the 20 days preceding the date of conversion. The Company also paid an OID in the amount of \$6,000. At no time may the holder of the note convert the note into shares exceeding 4.99% of the Company's then outstanding common stock shares. During fiscal 2016 the investor converted \$12,517 of principal into shares of common stock.

2281 - On February 25, 2015 we issued a convertible promissory note in the principal amount of \$30,000. This promissory note bears interest at a rate of 12% per annum and is due on October 25, 2015. The note is convertible at a 38% discount of the average of the three lowest closing bid prices immediately during the 20 days preceding the date of conversion. At no time may the holder of the note convert the note into shares exceeding 4.99% of the Company's then outstanding common stock shares. We recorded a beneficial conversion feature of \$30,000.

2290 - On March 25, 2015 we issued a convertible promissory note in the principal amount of \$50,000. This promissory note bears interest at a rate of 10% per annum and is due on September 25, 2015. The note is convertible at a 38% discount of the average of the three lowest closing bid prices immediately during the 20 days preceding the date of conversion. At no time may the holder of the note convert the note into shares exceeding 4.99% of the Company's then outstanding common stock shares. During fiscal 2016 the investor converted 6,684 of principal into shares of common stock.

2292 - On March 30, 2015 we issued a convertible promissory note in the principal amount of \$32,000. This promissory note bears interest at a rate of 8% per annum and is due on March 30, 2016. The note is convertible at a 38% discount of the average of the three lowest closing bid prices immediately during the 15 days preceding the date of conversion. At no time may the holder of the note convert the note into shares exceeding 4.99% of the Company's then outstanding common stock shares.

2294 - On April 7, 2015 we issued a convertible promissory note in the principal amount of \$27,500. This promissory note bears interest at a rate of 12% per annum and is due on April 7, 2017. The note is convertible at a 38% discount of the average of the three lowest closing bid prices immediately during the 20 days preceding the date of conversion. The Company also paid an OID in the amount of \$6,000. At no time may the holder of the note convert the note into shares exceeding 4.99% of the Company's then outstanding common stock shares.

2297 - On April 8, 2015 we issued a convertible promissory note in the principal amount of \$58,000. The company received net proceeds of \$50,000 with the balance of the note going for finders fees and processing fees. This promissory note bears interest at a rate of 8% per annum and is due on April 8, 2016. The note is convertible at a 38% discount of the average of the three lowest closing bid prices immediately during the 20 days preceding the date of conversion. At no time may the holder of the note convert the note into shares exceeding 4.99% of the Company's then outstanding common stock shares.

2310 - On May 7, 2015 we issued a convertible promissory note in the principal amount of \$35,000. This promissory note bears interest at a rate of 12% per annum and is due on October 25, 2015. The note is convertible at a 38% discount of the average of the three lowest closing bid prices immediately during the 20 days preceding the date of conversion. At no time may the holder of the note convert the note into shares exceeding 4.99% of the Company's then outstanding common stock shares. We recorded a beneficial conversion feature of \$21,452.

2314 - On May 22, 2015 we issued a convertible promissory note in the principal amount of \$50,000. This promissory note bears interest at a rate of 8% per annum and is due on December 31, 2015. The note is convertible at a 38% discount of the average of the three lowest closing bid prices immediately during the 20 days preceding the date of conversion. At no time may the holder of the note convert the note into shares exceeding 4.99% of the Company's then outstanding common stock shares. We recorded a beneficial conversion feature of \$30,645.

2318 - On June 15, 2015 we issued a convertible promissory note in the principal amount of \$35,000. This promissory note bears interest at a rate of 8% per annum and is due on December 15, 2015. The note is convertible at a 38% discount of the average of the three lowest closing bid prices immediately during the 15 days preceding the date of conversion. At no time may the holder of the note convert the note into shares exceeding 4.99% of the Company's then outstanding common stock shares. We recorded a beneficial conversion feature of \$18,795.

2322 - On January 2, 2015 the Company issued a \$100,000 4% convertible promissory note to an accredited investor in full payment of an outstanding invoice. The note is convertible at a 35% discount of the average of the 10 day average closing price. At no time may the holder of the note convert the note into shares exceeding 4.99% of the Company's then outstanding common stock shares. We recorded a beneficial conversion feature of \$8,342. During fiscal 2015 \$13,400 of principal into shares of common stock. We recorded a standstill fee of \$25,000 to extend the note to August 31, 2018.

2324 - On July 27, 2015 we issued a convertible promissory note in the principal amount of \$35,000. This promissory note bears interest at a rate of 8% per annum and is due on January 27, 2016. The note is convertible at a 38% discount of the average of the three lowest closing bid prices immediately during the 15 days preceding the date of conversion. At no time may the holder of the note convert the note into shares exceeding 4.99% of the Company's then outstanding common stock shares. We recorded a beneficial conversion feature of \$23,906.

2326 - On July 27, 2015 the Company entered into a securities transfer agreement with an accredited investor as well as a current convertible note holder. The agreement called for the accredited investor to purchase \$35,000 of the current convertible note holder note to repay our former CEO and is due January 27, 2016. The Company issued to the accredited investor a convertible promissory note bearing interest at 8% and convertible at a 38% discount of the average of the three lowest closing bid prices immediately during the 20 days preceding the date of conversion. At no time may the holder of

the note convert the note into shares exceeding 4.99% of the Company's then outstanding common stock shares. We recorded a beneficial conversion feature of \$23,906. During fiscal 2015 \$13,500 was converted into shares of common stock

2328 - On August 19, 2015 we issued a convertible promissory note in the principal amount of \$26,000. This promissory note bears interest at a rate of 8% per annum and is due on February 19, 2016. The note is convertible at a 38% discount of the average of the three lowest closing bid prices immediately during the 20 days preceding the date of conversion. At no time may the holder of the note convert the note into shares exceeding 4.99% of the Company's then outstanding common stock shares. We recorded a beneficial conversion feature of \$5,42. The note also called for a \$1,000 original issue discount.

2331 - On August 19, 2015 the Company entered into a securities transfer agreement with an accredited investor as well as a current convertible note holder. The agreement called for the accredited investor to purchase \$25,000 of the current convertible note holder note to repay our former note holder and is due February 19, 2016. The Company issued to the accredited investor a convertible promissory note bearing interest at 8% and convertible at a 38% discount of the average of the three lowest closing bid prices immediately during the 20 days preceding the date of conversion. At no time may the holder of the note convert the note into shares exceeding 4.99% of the Company's then outstanding common stock shares. We recorded a beneficial conversion feature of \$5,242.

2333 - On October 26, 2015, the Company borrowed \$100,000 in principal from an unrelated investor. This note bears interest at a rate of 48% and calls for monthly interest payments of \$4,000.00 beginning on November 26, 2015. The note matures on January 26, 2015. After negotiation, on May 26, 2016, the Company, together with its Subsidiaries Amian Angels, Inc. and Esteemcare Inc., entered into a Secured Convertible Promissory Note with Lewis Family Group Fund, LP. The new repayment amount of \$140,000 included a \$40,000 additional fee for this extension period. This \$40,000 additional fees was comprised of a pre-default simple interest of 24%, default interest calculated at 48% and an additional 15% restructure fee. This modified note bears interest at twenty percent (20%), with a default interest rate of 40% and is convertible into the Company's common stock at 70% of the average three lowest closing bid prices in the previous 20 trading days. This note is secured by the assets of the Company and its subsidiaries and is a second position to our senior secured lender's note. Monthly interest payments of \$2,333.33 were paid on the 26th of each month with the final payment of principal and interest due September 26, 2016.

2335 – On December 3, 2015, the Company entered into a convertible promissory note with an accredited investor for a principal amount of \$50,000 with a repayment amount due January 28, 2016. The effective interest rate of this note is 391%. The note is collateralized by 56,064 shares of Series D Convertible preferred stock held by our CEO, Roy Wayne Erwin. The note is convertible at \$0.00005 per share. At no time may the holder of the note convert the note into shares exceeding 4.99% of the Company's then outstanding common stock shares.

2338 – On February 28, 2017, the Company issued a convertible promissory note in the principal amount of \$285,443 to an accredited investor. The note bears interest at a rate of 12% per annum and calls for monthly interest payments beginning on March 31, 2017. Interest shall continue to be paid monthly until the principal is paid in full or converted into common stock. The note is convertible at a 30% discount to the average 5 closing stock prices preceding the conversion notice. This note was issued in full payments of principal and accrued interest, in the amounts of \$246,825 and 38,618 respectively, for notes DOT 2, DOT 3, 2230, 2263, 2334, 2337, and 2432.

2340 – On May 9, 2017, the Company recorded additional charges related to a judgement filed by Darling Capital LLC. In the amount of \$42,309.

2432 - On July 26, 2013 the Company issued an 18-month promissory note in the principal amount of \$100,000. These funds were used for the cash down payment for the Angels acquisition. The note bears interest at 18% and requires monthly interest payments of \$1,200 beginning on September 26, 2013. In December 2013, we modified the loan agreement to make monthly payments of \$6,200. This note was reissued as a convertible note in fiscal 2015. This note was consolidated into a convertible promissory note on February 28, 2017.

## **NOTE 11 — STOCKHOLDERS EQUITY**

### **PREFERRED STOCK:**

#### **Series A Convertible Preferred Stock.**

The Company is authorized to issue up to 10,000,000 shares of preferred stock, in one or more series, and to determine the price, rights, preferences and privileges of the shares of each such series without any further vote or action by the stockholders. The rights of the holders of common stock will be subject to, and may be adversely affected by, the rights of the holders of any shares of preferred stock that may be issued in the future.

In January 2003, our Board of Directors authorized up to 4,500,000 shares of Series A Convertible Preferred Stock. Each share of Series A Convertible Preferred stock has a par value of \$0.001 and is convertible into one-half share of common stock in upon a cash payment by the holder to the Company of \$0.40 per common share. The Series A Convertible Preferred Stock is entitled to receive, in preference to the common stock, of noncumulative dividends, if declared by the Board of Directors, and a claim on the Company's assets upon any liquidation of the Company senior to the common stock. These preferred shares are not entitled to voting rights. There are presently outstanding 129,062 shares of Series A Preferred Stock.

#### **Series C Preferred Stock.**

In October 2016, our Board of Directors authorized up to 100,000 shares of Series C Preferred Stock. For so long as any shares of the Series C Preferred Stock remain issued and outstanding, the holders thereof, voting separately as a class, shall have the right to vote on all shareholder matters equal to fifty-one percent (51%) of the total vote, including any votes of the outstanding Series B Convertible Preferred Stock. For example if there are 10,000 shares of the Company's common stock issued and outstanding at the time of a shareholder vote, the holders of the Series C Preferred Stock, voting separately as a class, will have the right to vote an aggregate of 10,400 shares, out of a total number of 20,400 shares voting.

On October 6, 2016, 50,000 shares of Series C Preferred Stock to its Chief Financial Officer Michael Kramarz and 50,000 shares of Series C Preferred Stock to its Chief Operating Officer. Each officer allocated \$5,000 of accrued salary to acquire these shares.

#### **Series D Convertible Preferred Stock**

In March 2013, our Board of Directors authorized up to 60,000 shares of Series D Convertible Preferred Stock. Each share of Series D Convertible stock has a par value of \$0.001 and is convertible into 1,000 shares of common stock beginning after March 1, 2014. Each share of Series D Convertible Preferred Stock has a stated liquidation value of \$80.25. Each shares of Series D Convertible Preferred Stock shall have voting rights as stated below:

March 1, 2013 to August 31, 2014, 400 votes per share;  
March 1, 2014 to August 31, 2015, 800 votes per share;  
March 1, 2015 to August 31, 2017, 1,200 votes per share;

March 1, 2016 to August 31, 2017, 1,600 votes per share;  
March 1, 2017 and after, 2,000 votes per share;

On March 22, 2013, the Company issued 58,564 shares of Series D Convertible Preferred Stock to acquire 100% of the outstanding common stock of Dotolo. On March 22, 2013, the issued shares had a fair market value of \$585,640 based on the fair market value of the underlying common stock shares.

On January 3, 2014, as payment for \$150,000 of banking fees associated with our \$4 million line of credit, we issued 20,000 shares of Series D Convertible Preferred Stock.

## COMMON STOCK:

On March 7, 2014, the Company increased its authorized shares of common stock to 750,000,000. The increase was approved by a majority of the Company's shareholders on January 27, 2014. On August 31, 2017, the Company increased its authorized shares of common stock to 7,000,000,000 shares. The increase was approved by a majority of the Company's shareholders' on October 6, 2016. As of August 31, 2017, the Company has 7,000,000,000 shares authorized and 736,615,725 shares outstanding.

## COMMON STOCK SUBSCRIBED

Common stock subscribed as of August 31, 2017 and 2016 is described below.

### For the period Ended August 31, 2017

	<u>Shares</u>	<u>Amount</u>
Shares issuable upon conversion of convertible notes payable	<u>37,500,000</u>	<u>\$ 11,250</u>
Total subscribed stock	<u>37,500,000</u>	<u>\$ 11,250</u>

### For the period Ended August 31, 2016

	<u>Shares</u>	<u>Amount</u>
Shares issuable upon conversion of convertible notes payable	<u>-</u>	<u>\$ -</u>
Total subscribed stock	<u>-</u>	<u>\$ -</u>

## STOCK OPTIONS:

ASC 718 requires the estimation of forfeitures when recognizing compensation expense and that this estimate of forfeitures be adjusted over the requisite service period should actual forfeitures differ from such estimates. Changes in estimated forfeitures are recognized through a cumulative adjustment, which is recognized in the period of change and which impacts the amount of unamortized compensation expense to be recognized in future periods.

ASC 718 requires that modification of the terms or conditions of an equity award is to be treated as an exchange of the original award for a new award. This event is accounted for as if the entity repurchases the original instrument by issuing a new instrument of equal or greater value, incurring additional compensation cost for any incremental value.

### *2000 Stock Incentive Plan*

The Company is authorized to issue up to 7,500,000 shares of common stock under its 2000 Stock Incentive Plan. Shares may be issued as incentive stock options, non-statutory stock options, deferred shares or restricted shares. Options are granted at the fair market value of the common stock on the date of the grant and have terms of up to ten years. The 2000 Stock Incentive Plan also provides for an annual grant of options to members of our Board of Directors. For fiscal years ended August 31, 2008 through 2013 and fiscal 2015 and fiscal 2016, our Board of Directors elected to waive the grant of these annual options.

On December 13, 2013, the Board of directors authorized the granting of 6,100,000 options to its three officers; 2,400,000 options to Wayne Erwin, our CEO; 2,100,000 options to Michael Kramarz, our CFO; and 1,600,000 options to Vickie Hart, President of Amian Angels. These options vest immediately and have an exercise price \$.015, the closing stock price on December 13, 2013.



On December 20, 2014, the Company issued 20,000 options as part of its annual grant program to its two directors. These options vest in 1 year and have an exercise price of \$.016, the closing stock price on December 20, 2013.

We have 473,253 shares of common stock available for future issuance under our 2000 Stock Incentive Plan as of August 31, 2017. This plan has been approved by our shareholders.

#### *2013 Omnibus Incentive Plan*

The Company is authorized to issue up to 10,000,000 shares of common stock under its 2013 Omnibus Incentive Plan to employees, officers, directors and consultants. The issuance adoption of this plan has been approved by the Company's Board of Directors on May 20, 2013 and was approved by our shareholders on January 27, 2014. Any options are granted at the fair market value of the common stock on the date of the grant and have terms of up to ten years. Under the 2013 Omnibus Incentive Plan the price of the granted common stock options are equal to the fair market value of such shares on the date of grant.

On September 11, 2013, we issued 1,000,000 S-8 shares to a consultant in payment for investor relations work for the Company. On January 3, 2014, we issued 1,000,000 S-8 shares to a consultant in payment for services to be provided for the Company. On November 15, 2014, we issued 1,000,000 S-8 shares to a consultant in payment for investor relations work for the Company. We have 7,000,000 shares of common stock available for future issuance under our 2013 Omnibus Incentive Plan as of August 31, 2017.

#### **WARRANTS:**

Warrants for the purchase of nil and 6,500,000 shares were immediately exercisable on August 31, 2017 and August 31, 2016, respectively. During the 2<sup>nd</sup> quarter of fiscal 2016, 4,500,000 warrants expired. During the 3<sup>rd</sup> quarter of fiscal 2016, 10,000,000 warrants expired. During the 1<sup>st</sup> quarter of fiscal 2017, 4,500,000 warrants expired. During the 2<sup>nd</sup> quarter of fiscal 2017, 1,000,000 warrants expired. During the 4<sup>th</sup> quarter of fiscal 2017, the final 1,000,000 warrants expired.

#### **NOTE 12 - EMPLOYMENT AGREEMENTS**

On March 22, 2013, Wayne Erwin, the Company's Chief Executive Officer, signed a three-year employment agreement. The agreement provides for an annual salary of \$120,000 along with a monthly auto allowance and health insurance allowance totaling \$1,250. The annual salary was increased to \$150,000 per year beginning March 2015. Annual increases are to be approved by the Company's Board of Directors or Compensation Committee. On April 1, 2016, the board of directors extended the employment agreement for an additional 5 years. In addition, officer is to be granted 10,000,000 shares upon increase in the Company's authorized shares which are included in subscribed stock as of August 31, 2017. In addition, there was added an exposure fee of 5% to be added as accrued salary for personal guarantees of the Company's debt. On November 25, 2016, the current employment agreement was modified to reflect a new annual salary of \$120,000 as Mr. Erwin resigned as Chairman and CEO and assumed the position of President of all Company operating subsidiaries.

On October 1, 2013, Michael Kramarz, the Company's Chief Financial Officer, signed a three-year employment agreement. The agreement provides for an annual salary of \$80,000 along with a monthly auto allowance and health insurance allowance totaling \$500. The annual salary was increased to \$120,000 beginning on March 1, 2015. Annual increases are to be approved by the Company's Board of Directors or Compensation Committee. On April 1, 2016, the board of directors increased the officer's salary to \$150,000 and extended the employment agreement for an additional 5 years. In addition,

officer is to be granted 10,000,000 shares upon increase in the Company's authorized shares which are included in subscribed stock as of August 31, 2017. In addition, there was added an exposure fee of 5% to be added as accrued salary for personal guarantees of the Company's debt. On November 24, 2016, this employment agreement was modified to reflect Mr. Kramarz's appointment as Chairman and CEO.

On August 1, 2013, Vickie Hart, the President of Amian Angels Inc., signed a three-year employment agreement. The agreement provides for an annual salary of \$52,000 along with a monthly health insurance allowance totaling \$400. The annual salary was increased to \$85,000 beginning on March 1, 2015. Annual increases are to be approved by the Company's Board of Directors or Compensation Committee. This employee agreement expired in August 2016 was not renewed as work time was reduced and our CEO took over the functions of the President of all subsidiaries.

On July 16, 2014, Harold Halman, the President of our Medical Products Segment, signed a three-year employment agreement. The agreement provides for an annual salary of \$85,000, along with a monthly auto allowance and health insurance allowance totaling \$1,300 plus bonus allowances. Annual increases are to be approved by the Company's Board of Directors or Compensation Committee. On August 31, 2016, the board of directors extended the employment agreement for an additional 5 years. In addition, officer is to be granted 10,000,000 shares upon increase in the Company's authorized shares which are included in subscribed stock as of August 31, 2017. This agreement also appointed Mr. Halman as Chief Operating Officer.

On July 1, 2015, Susan N. Jessie, our new Marketing Director, signed a two-year employment agreement. The agreement provides for an annual salary of \$60,000, along with a monthly health insurance allowance totaling \$500 per month. As a signing bonus, 1,500,000 shares were issued. Annual increases are to be approved by the Company's Board of Directors or Compensation Committee. On January 1, 2017, Ms. Jessie was named President of Esteemcare Inc. and her salary was increased to \$75,000 annually. All the other terms of her employment agreement remain the same.

#### **NOTE 13 – BUSINESS SEGMENTS**

We identify our reportable segments based on our management structure, financial data and market. We have identified three business segments: Personal Care Services and Medical Device Products and Medical Products & Technologies

Our Personal Care Service segment consists of the services of Angels of Mercy, Inc. This segment provides non-medical, Personal Care Attendant (PCA) services, Supervised Independent Living (SIL), Long-Term Senior Care, and other approved programs performed by a trained caregiver that will meet the health service needs of beneficiaries whose disabilities preclude the performance of certain independent living skills related to the activities of daily living (ADL).

Our Medical Device Manufacturing segment consists of the products of Dotolo Research Corporation. This segment designs, develops, manufactures and distributes the Toxygen hardware system with disposable speculums and medical grade tubing.

Our Medical Products and Technologies segment will consist of Advanced Medical Products and Technologies, Esteemcare Inc. and Affordable Medical Inventory Solutions Inc. and future acquisitions.

The accounting policies of the segments are the same as those described, or referred to, in Note 2 - Summary of Significant Accounting Policies. Assets and related depreciation expense in the column labeled "Corporate Overhead" pertain to capital assets maintained at the corporate level. Segment loss from operations in the "Corporate Overhead" column contains corporate related expenses not allocable to the operating segments. Intercompany transactions between operating segments were immaterial in all periods presented.



Below are the segment assets as of August 31, 2017.

	As of August 31, 2017				
	Personal Care Segment (Unaudited)	Medical Device Segment (Unaudited)	Med. Products Segment (Unaudited)	Corporate Overhead (Unaudited)	Totals
ASSETS					
Current Assets:					
Cash and cash equivalents	\$ 29,857	\$ 1	\$ 989	\$ (13)	\$ 30,834
Accounts receivable (net)	209,576	-	\$ -	-	209,576
Inventory	-	3,000	\$ -	-	3,000
Prepaid expenses and other current assets	1,105	-	\$ 439	5,363	6,907
Total current assets	240,538	3,001	1,428	5,350	250,317
Property and equipment (net)	5,228	7,189	-	1,450	13,867
Deposits and other assets	2,004	32,302	-	-	34,306
Goodwill	564,075	626,457	-	-	1,190,532
Patents, registrations (net of amortization)	-	6,124	-	-	6,124
Total assets	\$ 811,845	\$ 675,073	\$ 1,428	\$ 6,800	\$ 1,495,146

Below are the segment assets as of August 31, 2016.

	As of August 31, 2016				
	Personal Care Segment (Unaudited)	Medical Device Segment (Unaudited)	Med. Products Segment (Unaudited)	Corporate Overhead (Unaudited)	Totals
ASSETS					
Current Assets:					
Cash and cash equivalents	\$ 54,867	\$ 73	\$ 4,531	\$ 718	\$ 60,189
Accounts receivable (net)	201,077	-	\$ 569,068	-	770,145
Inventory	-	31,271	\$ -	-	31,271
Prepaid expenses and other current assets	1,166	-	\$ 380	9,406	10,952
Total current assets	257,110	31,344	573,979	10,124	872,557
Property and equipment (net)	9,244	10,757	2,502	1,030	23,533
Deposits and other assets	2,004	32,302	-	19,921	54,227
Goodwill	564,075	626,457	-	-	1,190,532
Patents, registrations (net of amortization)	-	12,248	-	-	12,248
Total assets	\$ 832,433	\$ 713,108	\$ 576,481	\$ 31,075	\$ 2,153,097

Below are the statements of operations for the reporting periods presented.

	For the Three Months Ended August 31, 2017				
	Personal Care Segment	Medical Device Segment	Medical Products Segment	Corporate Overhead	Totals
Revenues	\$ 694,875	\$ -	\$ 5,520	\$ -	\$ 700,395
Cost of revenues	594,962	-	1,072	-	596,034
Gross profit	99,913	-	4,448	-	104,361
Operating expenses:					
General and administrative	66,335	2,157	235,385	159,115	462,992
Depreciation and amortization	1,004	2,423	166	69	3,662
Total operating expenses	67,339	4,580	235,551	159,184	466,654
Income (loss) from operations	32,574	(4,580)	(231,103)	(159,184)	(362,293)

	For the Three Months Ended August 31, 2016				
	Personal Care Segment	Medical Device Segment	Medical Products Segment	Corporate Overhead	Totals
Revenues	\$ 723,346	\$ -	\$ 173,795	\$ -	\$ 897,141
Cost of revenues	607,584	-	98,183	-	705,767
Gross profit	115,762	-	75,612	-	191,374
Operating expenses:					
General and administrative	76,218	2,222	341,745	123,881	544,066
Depreciation and amortization	1,406	2,423	166	154	4,149
Total operating expenses	77,624	4,645	341,911	124,035	548,215
Income (loss) from operations	38,138	(4,645)	(266,299)	(124,035)	(356,841)

For the Year Ended August 31, 2017					
	Personal Care Segment	Medical Device Segment	Medical Products Segment	Corporate Overhead	Totals
Revenues	\$ 2,782,118	\$ -	\$ 68,059	\$ -	\$ 2,850,177
Cost of revenues	2,238,617	-	25,129	-	2,263,746
Gross profit	543,501	-	42,930	-	586,431
Operating expenses:					
General and administrative	284,606	9,262	561,213	581,431	1,436,512
Depreciation and amortization	4,016	9,692	666	493	14,867
Total operating expenses	288,622	18,954	561,879	581,924	1,451,379
Income (loss) from operations	254,879	(18,954)	(518,949)	(581,924)	(864,948)

  

For the Year Ended August 31, 2016					
	Personal Care Segment	Medical Device Segment	Medical Products Segment	Corporate Overhead	Totals
Revenues	\$ 3,030,799	\$ -	\$ 981,027	\$ -	\$ 4,011,826
Cost of revenues	2,380,463	20,684	379,292	-	2,780,439
Gross profit	650,336	(20,684)	601,735	-	1,231,387
Operating expenses:					
General and administrative	334,161	9,059	810,146	573,874	1,727,240
Depreciation and amortization	5,624	9,692	667	616	16,599
Total operating expenses	339,785	18,751	810,813	574,490	1,743,839
Income (loss) from operations	310,551	(39,435)	(209,078)	(574,490)	(512,452)

#### NOTE 14 – SUBSEQUENT EVENTS

AA 4 – On October 10, 2017, the Company obtained a merchant loan for additional working capital in the amount of \$50,000. This loan requires 100 daily payments in the amount of \$725 for a total repayment amount of \$72,500.

## **ITEM 6 - DESCRIBE THE ISSUER'S BUSINESS, PRODUCTS AND SERVICES**

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

### **A. description of the issuer's business operations;**

Oncologix Tech, Inc. operates multiple Wholly Owned Subsidiaries:

1. Amian Angels, Inc.
2. Esteemcare Inc.
3. Dotolo Research Corporation.
4. Affordable Medical Equipment Solutions Inc.
5. Advanced Medical Products and Technologies Inc.

## **OVERVIEW**

Please see Note 1 to the financial statements above for a description of the business.

### **A. Date and State (or Jurisdiction) of Incorporation:**

The Company initially incorporated July 10, 1986 in Nevada under the Name Wavetech, Inc. As of January 22, 2007, the Company became Oncologix Tech, Inc., a Nevada Corporation. Amian Angels Inc. is incorporated in Louisiana, Esteemcare Inc. is incorporated in South Carolina, AMPT is incorporated in Nevada and Dotolo is incorporated in Louisiana.

### **B. The issuer's primary and secondary SIC Codes;**

Primary 623000, Secondary 423990

### **C. The issuer's fiscal year end date;**

August 31

### **D. Principal products or services, and their markets;**

Amian Angels Inc. provides non-medical, Personal Care Attendant (PCA) services, Supervised Independent Living (SIL), Long-Term Senior Care, and other approved health service programs performed by a trained caregiver that will meet the health service needs of beneficiaries whose disabilities preclude the performance of certain independent living skills related to the activities of daily living (ADL).

Esteemcare targets patients with sleep obstructive disorders or related chronic illnesses who are insured by Medicare, Medicaid, third-party insurers, or have the ability to pay for our products from their own private resources. Sleep apnea is a serious sleep disorder that occurs when a person's breathing is interrupted during sleep. People with untreated sleep apnea stop breathing repeatedly during their sleep, sometimes hundreds of times. This means the brain -- and the rest of the body -- may not get enough oxygen.

On March 17, 2017, the Company shut down the companies of Esteemcare and Affordable due to the inability to acquire C-PAP and Bi-PAP products from the manufacturers. Our vendors placed Esteemcare on credit hold. Due to Esteemcare's inability to acquire products, the Company was forced to transfer our Medicare Bid Contract License to Medical Services of America, Inc. We sold off all obsolete inventory to pay outstanding debts, and currently are in the process of collecting on a limited amount of aged accounts receivable still outstanding. These outstanding receivables are significantly less than the outstanding debts owed by the Company.

Dotolo Research Corporation (“Dotolo”), a FDA Registered, Class II, medical device manufacturer with 25 years of product sales in the hydro-colonic irrigation, bowel preparation market. Currently, due to lack of capital, no operations are currently underway. The company has initiated the redesign process of its new medical device hardware but the Company requires additional funding to complete the engineering redesign, continue to service existing customers, 510(k) submissions and bring the new medical device to market.

Advanced Medical Products and Technologies Inc. was formed to enter into the Durable Medical and Home Medical Equipment Distribution markets. Operations have not begun as of yet as funding is required to acquire inventory. We anticipate acquiring active companies in this area to develop our Medical Products and Technologies Segment in the future.

## **ITEM 7 - DESCRIBE THE ISSUER’S FACILITIES**

As of today, Oncologix Tech, Inc. currently does not maintain a physical office and its mailing address is PO Box 8832, Grand Rapids, MI 49518-8832. Oncologix Tech, Inc. has never done business in Louisiana, South Carolina, never leased any property in those states nor have owned any physical assets in those states.

Amian Angels Inc. leases office space in Alexandria and Lafayette Louisiana Its primary office is located at 1604 W. Pinhook Rd., #200, Lafayette, LA 740508. Esteemcare maintained an office space in West Columbia and Charleston SC of which its primary office space was 3223 Sunset Blvd., Suite 104, West Columbia, SC 29169. The Alexandria office is on a three-year lease; Lafayette a five-year lease; The West Columbia, SC lease is currently on a month by month basis as well as the Charleston, SC lease. On March 28, 2014, Dotolo Research moved from its current manufacturing location in Phoenix AZ into E&R Engineer manufacturing facilities located in Tempe, AZ. Currently it does not maintain any office space.

## **ITEM 8 - 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 shareholders.

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

Roy Wayne Erwin – Chief Executive Officer and Chairman through November 24, 2016.

Roy Wayne Erwin- President of Amian angels, Esteemcare, Inc, Dotolo Research, Inc, Advance Medical Products and Technologies, Inc. from November 2014 to present.

Michael A. Kramarz – Chief Financial Officer and Director to November 24, 2016. Chief Executive and Financial Officer and Chairman since November 24, 2016 to present.

Harold Halman – Chief Operating Officer since August 31, 2016 to present.

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

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

None

2. The entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person’s involvement in any type of business, securities, commodities, or banking activities;



None

3. A finding or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, suspended, or vacated; or

Default and Legal Actions. On January 8, 2015, the Company and TCA began discussion for the full payment of \$450,000 in Investment Banking fees. Those discussions continued for sixty (60) days in which both parties agreed for the Company to provide \$225,000 with both cash and execution of an equity debt exchange. On March 27, 2015, TCA filed a notice of default against the Company. On March 31, 2015, the Company signed documents agreeing to pay TCA the \$225,000 as mutually agreed to resolve the default and pay all interest and principal due. TCA refused to execute the legal documents and accept the funds. On April 6, 2015, the Company paid TCA \$78,000 to cure the notice of default and also pay TCA the \$225,000 as mutually agreed. After the interest payment was issued to TCA, the Company was again placed into default.

After extensive contract and payment negotiations to include the payment of \$78,000 and the agreed payment of the additional \$225,000 which TCA refused, OCLG retained legal counsel and filed a legal Complaint as the Plaintiff in the State of Florida, 17th Circuit on May 14, 2015. The Complaint cited unfair business practices, breach of confidentiality, and evidence stating that OCLG was never in default of the Credit Agreement with TCA Global Fund. This Complaint was evidenced by numerous emails and written correspondence from TCA executive management. TCA counter sued OCLG for Default, on June 25, 2015.

Senior Secured Credit Agreement – Settlement 1. After many months of on-going discussions, on February 5, 2016, the Company entered into a final settlement agreement with TCA in conjunction with an additional credit facility advance of \$200,000. The Settlement Agreement calls for 18.0% interest on the outstanding principal balance. Further, the Settlement calls for weekly payments of \$5,000 from March 4, 2016 to May 27, 2016. The weekly payments increase to \$10,000 from June 3, 2016 to July 1, 2016. Payments after July 1, 2016 would be negotiated. As part of the settlement agreement, there was a joint dismissal of the legal proceedings and end of the Company's default.

Senior Secured Credit Agreement – Settlement 2. On April 8, 2016, the Company entered into a second amendment to the Settlement agreement originally dated February 5, 2016 in conjunction with an additional credit facility advance of \$375,000. The second amendment to the settlement agreement creates a twenty-four (24) month replacement Promissory Note in the amount of \$2,385,115.53. The note bears interest at eighteen (18%) percent with a default interest rate of twenty-four (24%) percent. As a requirement of the Settlement Agreement, the Company incurred additional Advisory Fees and Investment Banking fees of \$300,000 which brings the total Advisory Fees and Investment Banking Fees to \$900,000 primarily due to TCA stated defaults. Both the Company and TCA agreed to joint dismissal of their litigations against either party. The agreement requires monthly interest payments of \$31,695.13 commencing on April 30, 2016 and August 31, 2016 with monthly increased principal and interest payments of \$125,261.10 beginning on June 30, 2016.

Financial Controls of the Company Additional requirements of the second amendment to the Settlement Agreement requires the Company to execute an irrevocable, ACH Authorization Agreement with TCA from the Company's primary bank accounts that allows TCA to debit, without notice to company, the required monthly principle and interest payments. Further, the Company is required to provide TCA with Administrative controls and electronic access to each of its bank accounts and the Company must notify and obtain prior approvals from TCA for all company operational activities, provide prior notifications for all payments including wire transfers, ACH's, prior approval before issuance of employee payrolls, payroll taxes, and obtain prior approvals of payment to all creditors. Company understands that this level of financial control may constitute a change of control and TCA may be considered an affiliate pursuant to Rule 144 of the Securities Act of 1933.

On March 25, 2017, JSJ Investments Inc., a convertible note holder, was granted a judgement in the amount of \$127,549 in the state of Louisiana. These amounts included the outstanding principal amount of \$75,483 plus additional accrued interest, legal fees and default fees. In connection with the granted judgement, JSJ Investments Inc. also levied Oncologix Tech Inc.'s bank account. We continually attempt to work out a favorable settlement payment agreement with JSJ and accordingly, JSJ has scheduled its judgement debtor exam for December 11, 2017.

On May 9, 2017, Darling Capital LLC., a convertible note holder, was granted a judgement in the amount of \$143,309 in the state of New York. This amount included the outstanding principal balance of the notes in the amount of \$101,000 please additional accrued interest, legal fees and default fees. Darling Capital further petitioned the court to place a court ordered, Receiver in place that that case has been stayed until September 13, 2017. On November 8, 2017 Darling Capital LLC. argued in court for the appointment of a receiver and the removal of TCA from their petition. Both our senior lender TCA and Oncologix were also represented by attorneys. At the end, the judge reserved the decision and will render that sometime in the future.

4. The entry of an order by a self-regulatory organization that permanently or temporarily barred suspended or otherwise limited such person's involvement in any type of business or securities activities.

None

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

Michael Kramarz	50,000 Series C Preferred	50% of Series C Outstanding 26.5% of Common Outstanding
Harold Halman	50,000 Series C Preferred	50% of Series C Outstanding 26.5% of Common Outstanding
Roy Wayne Erwin	56,064 Series D Preferred 56,064,000 underlying Common Shares	71.4% of Series D Outstanding 7.07% of Common Outstanding

## ITEM 9 - THIRD PARTY PROVIDERS

Please provide the name, address, telephone number, and email address of each of the following outside providers that advise your company on matters relating to operations, business development and disclosure:

### Legal Counsel

Frank J. Hariton, Esq.  
1065 Dobbs Ferry Road  
White Plains, NY 10607  
Phone: 914-674-4373

### Accountant or Auditor

AMC Auditing CPA's  
8250 W. Charleston, Suite 100  
Las Vegas, NY 89117  
Phone: 888-727-8251

### Investor Relations Consultant

The Eversull Group  
7229 Oakmont Dr.  
Frisco, TC 75034

Phone: 972-571-1624

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

None

#### **ITEM 10 - ISSUER CERTIFICATION**

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, Michael A. Kramarz certify that:

1. I have reviewed this Annual Disclosure Statement of Oncologix Tech, Inc.;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

Date: November 29, 2017

/s/ Michael A. Kramarz, CEO, CFO

I, Harold Halman certify that:

1. I have reviewed this Annual Disclosure Statement of Oncologix Tech, Inc.;
2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

Date: November 29, 2017

/s/ Harold Halman, COO