

SEEN ON SCREEN TV INC.

FORM 10-K (Annual Report)

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Address	4017 COLBY AVENUE EVERETT, WA 98201
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Industry	Other Specialty Retailers
Sector	Consumer Cyclical
Fiscal Year	10/31

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 10-K

ANNUAL REPORT UNDER SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934
FOR THE YEAR ENDED OCTOBER 31, 2016

Commission file number 000-21812

SEEN ON SCREEN TV, INC.

(Exact Name of Registrant as Specified in its Charter)

Nevada

(State of Incorporation)

52-2352724

(I.R.S. Employer Identification No.)

**4017 Colby Avenue
Everett, Washington 98201**

(Address of Principal Executive Offices, including zip code.)

(425) 367-4668

(Registrant's telephone number, including area code)

None

Securities Registered Pursuant to Section 12(b) of the Act

None

Name of each exchange on which registered

Securities Registered Pursuant to Section 12(g) of the Act: Common Stock, par value \$0.001

Indicate by check mark if the registrant is a well-known seasoned issuer, as defined in Rule 405 of the Securities Act. YES NO

Indicate by check mark if the registrant is not required to file reports pursuant to Section 13 or 15(d) of the Act: YES NO

Indicate by check mark whether the registrant (1) has filed all reports required by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. YES NO

Indicate by checkmark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). YES NO

Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 of Regulations S-K (§229.405 of this chapter) is not contained herein, and will not be contained, to the best of registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-K or any amendment to this Form 10-K.

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act. (Check one):

Large Accelerated Filer
Non-accelerated Filer (Do not check if a smaller reporting company)

Accelerated Filer
Smaller Reporting Company

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). YES NO

State the aggregate market value of the voting and non-voting common equity held by non-affiliates computed by reference to the price at which the common equity was sold, or the average bid and asked price of such common equity, as of April 30, 2016: **\$1,206,012.**

Indicate the number of shares outstanding of each of the registrant's classes of common stock as of the latest practicable date, as of February 13, 2017, total outstanding common shares was: **442,896,082**

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PART I

ITEM 1. BUSINESS.

Our History

Seen on Screen TV Inc. ("Company," "we," "us," or "Seen on Screen"), formerly Franklin Lake Resources Inc., a Nevada corporation, was an exploration stage mining company with no ore reserves or mining operations. Our activities up to October 31, 2008, had been limited to searching for material to extract precious minerals from and designing a process for profitable extraction.

On October 6, 2008, we entered into an asset purchase agreement with Antoine Jarjour and Roula Jarjour, husband and wife, wherein we agreed to purchase certain assets from Mr. and Mrs. Jarjour in exchange for 17,000,000 post-reverse split shares of common stock.

On November 1, 2008, we changed our business activity from the mining business to selling products in our retail stores located throughout the United States.

On November 13, 2008, we amended our articles of incorporation and changed our name from Franklin Lake Resources Inc. to Seen on Screen TV Inc. We also amended our articles of incorporation to increase our authorized capital to 200,000,000 shares comprised of 195,000,000 shares of common and 5,000,000 shares of preferred stock, each with a par value of \$0.001 per share. On November 19, 2008, we amended the foregoing agreement to revise the list of assets to be acquired by us.

On January 10, 2010, we rescinded the asset purchase agreement we entered on October 6, 2008, as amended. Mr. and Mrs. Jarjour returned the 17,000,000 shares of common stock they received as consideration for the transaction. The transaction was rescinded as a result an inability to obtain an unqualified audit opinion after the conclusion of the transaction.

On April 6, 2010, we entered into a Stock Purchase Agreement and Plan of Reorganization with Antoine Jarjour and Roula Jarjour, husband and wife, wherein we agreed to acquire all of the ownership units of Seen on Screen TV LLC, a Washington Limited Liability Corporation, in exchange for 17,000,000 restricted shares of common stock. The effective date of the Agreement was November 1, 2008.

On December 15, 2015, we entered into a Memorandum of Understanding and Agreement ("Memorandum") with Tony Reynolds DBA Reynolds Sports and Entertainment, now a wholly owned subsidiary of A Kickin Crowd LLC ("Reynolds") wherein we acquired an exclusive license to Buster's Backyard Bar-B-Q, alternatively Buster's Bar-B-Q, in exchange for \$10,000 and 15,000,000 restricted shares of our common stock valued at \$90,000.00. The terms of the Memorandum provide that we retain all profits until we recoup net profits of \$10,000.00. After that, we retain 90% of net profits generated until we recoup \$90,000.00. After we recoup the foregoing \$90,000.00, net profits are split 75% to us and 25% to Reynolds.

On January 2, 2016, we executed a License Agreement with Reynolds that embodied the terms of the Memorandum aforesaid.

On February 16, 2016, we issued 4,000,000 shares for VoiceFlix, Inc. On November 5, 2015, we issued 6,000,000 shares to StockVest. We issued 2,325,581 shares for Premier Venture Partners, LLC.

Our Business

We offer a selection of products to our customers that are available through our website. We purchase products we believe will sell through our website.

We are currently in development of a new website that is 80% completed and adding new products.

Our strategy is to create our on-line store, and our own in-house marketing production. We plan to produce products and have the products manufactured in China ourselves. These products will be sold on our website and to major retailers in the United States.

We are developing a strategic business model that adjusts to the rapid changes in the retail market.

In February 2015, we closed our retail store and now operate through an Internet website only as this is the most cost effective way for us to operate at this time.

Our Growth Strategy

We believe we have the right strategy capitalize on the opportunities afforded by our business model. We believe we will continue to have opportunities to drive growth through sales, expanding our operating profit.

Our Merchandise

Our products are generally personal and household use items that can be shipped via USPS or parcel delivery on normal schedules. We sell items that enhance convenience or lifestyle. We do not sell industrial products or food items. We do not sell perishable items of any sort. We have many products that are available on our website which can be accessed at <http://www.sont.tv>.

Our Customers

Our customers vary. Generally, we sell to the middle class and our customers tend to the 35-55 age bracket.

Our Suppliers

We purchase our merchandise from several sources, including the original marketing company. These are called "Patent Products." Patent Products are usually covered by various patents owned by the original inventor and/or marketing company. We, also, acquire similar products, i.e. generic products, from others who have created these generic products serving the same niche as the Patent Products. The generic products are significantly varied not to violate the rights of the Patent Products. Lastly, we source products that are generic. Our management has experience in sourcing these products. There are a limited number of manufacturers of this type of product. We believe our management has long-standing relations with the manufacturers, their representatives, and distributors, which will lead to sourcing of marketable products.

In addition, we source products from any of several "Product Shows" each year. At these Product Shows, we are able to meet directly with suppliers, representative and find cutting edge new products. Inventors and promoters frequent these shows with new products. We believe are may be able to acquire exclusive rights to products in this way.

Inventory in our stores varies on a regular basis. We believe we determine demand for a given products. In addition, some products may be in short supply if the market for a product is hot. If this occurs, we will reorder inventory quickly, if the product is backorder, we may miss the market. We are cognizant the product may only be popular for a few weeks. It is our goal to turn our inventories quickly to avoid carrying costs.

Return Policy

We have a 10-day exchange or return policy. Liquid products that are opened and used and personal hygiene products are not return or exchangeable.

Distribution, Transportation and Inventory Management

Inventory is recorded at the lower of cost or market value and is computed on a first-in first-out basis. For the year ended October 31, 2016, the company had no inventory.

Seasonality

Our business is seasonal to a certain extent. Generally, our highest sales volume occurs in the fourth quarter, which includes the Christmas selling season, and the lowest occurs in the first quarter. In addition, our quarterly results can be affected by the timing of certain holidays. In addition, we carry merchandise during our fourth quarter that we do not carry during the rest of the year, such as gift sets, holiday decorations, certain baking items, and a broader assortment of toys and candy.

Our Competition

We operate in the basic discount consumer goods market, which is highly competitive with respect to price, store location, merchandise quality, assortment and presentation, in-stock consistency, and customer service. We compete with discount stores and with many other retailers, Walgreens, Rite-Aids, and local general drug stores. In some cases our competition comes from big box stores, such as Wal-Mart, or Bed Bath and Beyond, among others. These retailers may carry a specific product at its peak, however they quickly discontinue and dump inventory. Almost all of our competitors have greater financial, distribution, marketing and other resources than we do.

We differentiate ourselves from other forms of retailing by offering consistently low prices in a convenient, small-store format. We believe that our prices are competitive due in part to our low cost operating structure and the relatively limited assortment of products offered.

Our Employees

As of February 13, 2017, we employed 1 part-time and 3 full-time employees. We currently are not a party to any collective bargaining agreements.

Available Information

Our Web site address is www.sont.tv. We file with or furnish to the Securities and Exchange Commission (the "SEC") annual reports on Form 10-K, quarterly reports on Form 10-Q, current reports on Form 8-K, and amendments to those reports, proxy statements and annual reports to shareholders, and, from time to time, registration statements and other documents. These documents are available free of charge to investors on or through the Investor Information portion of our Web site as soon as reasonably practicable after we electronically file them with or furnish them to the SEC. In addition, the public may read and copy any of the materials we file with the SEC at the SEC's Public Reference Room at 100 F Street, NE, Washington DC 20549. The public may obtain information on the operation of the Public Reference Room by calling the SEC at 1-800-SEC-0330. The SEC maintains an internet site that contains reports, proxy and information statements and other information regarding issuers that file electronically with the SEC. The address of that Web site is <http://www.sec.gov>.

ITEM 1A. RISK FACTORS.

We are a smaller reporting company as defined by Rule 12b-2 of the Exchange Act and are not required to provide the information under this item.

ITEM 1B. UNRESOLVED STAFF COMMENTS.

None.

ITEM 2. PROPERTIES.

We currently do not own any property.

ITEM 3. LEGAL PROCEEDINGS.

On July 30, 2013, a judgment was entered in the Superior Court of the State of California, County of San Diego, Case No. 10-80132 GB captioned Majed Aleesay, plaintiff v. Seen on Screen TV, Inc., a Nevada corporation, defendant in the amount of \$21,000 for wages; \$9,792 liquidated damages; \$1,940 interest; \$41,154 additional wages for a total amount of \$36,886 as plaintiff's award, plus \$253 post hearing interest and \$435 filing fees for a total amount of judgment of \$37,574 all of which is accruing interest according to the law. As of October 31, 2016, there is a total amount of \$48,960 owing to the plaintiff by the defendant.

ITEM 4. MINE SAFETY DISCLOSURES.

None.

PART II**ITEM 5. MARKET FOR OUR COMMON EQUITY, RELATED STOCKHOLDER MATTERS AND ISSUER PURCHASES OF EQUITY SECURITIES.****Market Information**

Our common stock is currently traded on the OTCQB under the symbol "SONT." The following table sets forth the range of high and low bid quotations for the applicable period. These quotations as reported by the OTCQB reflect inter-dealer prices without retail mark-up, mark-down, or commissions and may not necessarily represent actual transactions. We are not current in our reporting.

Fiscal Year – 2017	High Bid	Low Bid
First Quarter: 11/1/2016 to 1/31/2017	\$ 0.0088	\$ 0.0021
Fiscal Year – 2016	High Bid	Low Bid
Fourth Quarter: 8/1/2016 to 10/31/2016	\$ 0.0088	\$ 0.0021
Third Quarter: 5/1/2016 to 7/31/2016	\$ 0.0089	\$ 0.0050
Second Quarter: 2/1/2016 to 4/30/2016	\$ 0.0080	\$ 0.0041
First Quarter: 11/1/2015 to 1/31/2016	\$ 0.0100	\$ 0.0040
Fiscal Year – 2015	High Bid	Low Bid
Fourth Quarter: 8/1/2015 to 10/31/2015	\$ 0.0350	\$ 0.0038
Third Quarter: 5/1/2015 to 7/31/2015	\$ 0.0150	\$ 0.0075
Second Quarter: 2/1/2015 to 4/30/2015	\$ 0.0075	\$ 0.0075

Holders

At February 13, 2017, there were 442,896,082 shares of our common stock outstanding. Our shares of common stock are held by approximately 949 stockholders of record. The number of record holders was determined from the records of our transfer agent and does not include beneficial owners of common stock whose shares are held in the names of various security brokers, dealers, and registered clearing agencies.

 Dividends

On September 22, 2015, the Company completed and distributed a stock dividend of 3 additional shares of common stock for each 1 share of common stock outstanding. The number of outstanding shares after the stock dividend is 442,896,082 shares. The par value is \$0.001 per share and unchanged.

We have never declared or paid a cash dividend. Any future decisions regarding dividends will be made by our board of directors. We currently intend to retain and use any future earnings for the development and expansion of our business and do not anticipate paying any cash dividends in the foreseeable future. Our board of directors has complete discretion on whether to pay dividends. Even if our board of directors decides to pay dividends, the form, frequency and amount will depend upon our future operations and earnings, capital requirements and surplus, general financial condition, contractual restrictions and other factors that the board of directors may deem relevant.

 Securities Authorized for Issuance under Equity Compensation Plans

On August 5, 2014, a Form S-8 Registration Statement (SEC file #333-197854) was filed by us together with our 2014 Stock Option Plan (the "Plan") relating to 15,000,000 shares of our common stock, par value \$0.001 per share, to be offered and sold to accounts of eligible persons.

Equity Compensation Plan

Plan category	Number of securities issued upon exercise of outstanding options, warrants and rights	Weighted-average exercise price of outstanding options, warrants and rights	Number of securities remaining available for future issuance under equity compensation plans excluding securities reflected in column (a)
	(a)	(b)	(c)
Equity compensation plans approved by security holders	0	0	0
Equity compensation plans not approved by security holders	0	0	15,000,000
Total	0	0	15,000,000

 Penny Stock Regulations and Restrictions on Marketability

The SEC has adopted rules that regulate broker-dealer practices in connection with transactions in penny stocks. Penny stocks are generally equity securities with a market price of less than \$5.00, other than securities registered on certain national securities exchanges or quoted on the NASDAQ system, provided that current price and volume information with respect to transactions in such securities is provided by the exchange or system. The penny stock rules require a broker-dealer, prior to a transaction in a penny stock, to deliver a standardized risk disclosure document prepared by the SEC, that: (a) contains a description of the nature and level of risk in the market for penny stocks in both public offerings and secondary trading, (b) contains a description of the broker's or dealer's duties to the customer and of the rights and remedies available to the customer with respect to a violation of such duties or other requirements of the securities laws, (c) contains a brief, clear, narrative description of a dealer market, including bid and ask prices for penny stocks and the significance of the spread between the bid and

ask price, (d) contains a toll-free telephone number for inquiries on disciplinary actions, (e) defines significant terms in the disclosure document or in the conduct of trading in penny stocks, and (f) contains such other information and is in such form, including language, type size and format, as the SEC shall require by rule or regulation.

The broker-dealer also must provide, prior to effecting any transaction in a penny stock, the customer with (a) bid and offer quotations for the penny stock, (b) the compensation of the broker-dealer and its salesperson in the transaction, (c) the number of shares to which such bid and ask prices apply, or other comparable information relating to the depth and liquidity of the market for such stock, and (d) a monthly account statement showing the market value of each penny stock held in the customer's account.

In addition, the penny stock rules require that prior to a transaction in a penny stock not otherwise exempt from those rules, the broker-dealer must make a special written determination that the penny stock is a suitable investment for the purchaser and receive the purchaser's written acknowledgment of the receipt of a risk disclosure statement, a written agreement as to transactions involving penny stocks, and a signed and dated copy of a written suitability statement.

These disclosure requirements may have the effect of reducing the trading activity for our common stock. Therefore, stockholders may have difficulty selling their shares of our common stock.

Common Stock

Our Articles of Incorporation, amended August 27, 2015, authorize us to issue up to 1,000,000,000 shares of common stock, \$0.001 par value. Each holder of our common stock is entitled to one (1) vote for each share held of record on all voting matters we present for a vote of stockholders, including the election of directors. Holders of common stock have no cumulative voting rights or preemptive rights to purchase or subscribe for any stock or other securities, and there are no conversion rights or redemption or sinking fund provisions with respect to our common stock. All shares of our common stock are entitled to share equally in dividends from sources legally available when, and if, declared by our Board of Directors.

Our Board of Directors is authorized to issue additional shares of common stock not to exceed the amount authorized by the Articles of Incorporation, on such terms and conditions and for such consideration as the Board may deem appropriate without further stockholder action.

In the event of our liquidation or dissolution, all shares of our common stock are entitled to share equally in our assets available for distribution to stockholders. However, the rights, preferences and privileges of the holders of our common stock are subject to, and may be adversely affected by, the rights of the holders of shares of preferred stock that have been issued or shares of preferred stock that our Board of Directors may decide to issue in the future.

As of February 13, 2017, we had 442,896,082 shares of common stock issued and outstanding.

Preferred Stock

Our Articles of Incorporation authorize us to issue up to 5,000,000 shares of preferred stock, \$0.001 par value. Our Board of Directors is authorized, without further action by the shareholders, to issue shares of preferred stock and to fix the designations, number, rights, preferences, privileges and restrictions thereof, including dividend rights, conversion rights, voting rights, terms of redemption, liquidation preferences and sinking fund terms. We believe that the Board of Directors' power to set the terms of, and our ability to issue, preferred stock will provide flexibility in connection with possible financing or acquisition transactions in the future. The issuance of preferred stock, however, could adversely affect the voting power of holders of common stock and decrease the amount of any liquidation distribution to such holders. The presence of outstanding preferred stock could also have the effect of delaying, deterring, or preventing a change in control of our company.

As of October 31, 2016, we had no shares of our preferred stock issued or outstanding.

Options

We have not issued and do not have outstanding any options to purchase shares of our stock.

Transfer Agent

Our transfer agent is Computershare, 8742 Lucent Boulevard, Suite 225 Highlands Ranch, CO, 80129. Its telephone number is 303-262-0702.

ITEM 6. SELECTED FINANCIAL DATA.

We are a smaller reporting company as defined by Rule 12b-2 of the Securities Exchange Act of 1934 and are not required to provide the information under this item.

ITEM 7. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATION.

This Form 10-K does not contain Financial Statements or Management's Discussion and Analysis of Our Financial Condition and Results of Operations because we have not completed the preparation of our financial statements for the year ended October 31, 2016. We will amend this Form 10-K as soon as we have prepared the required financial statements and the same have been audited by our auditors as required by Item 8.02 of Reg. S-X.

ITEM 7A. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISKS.

We are a smaller reporting company as defined in Rule 12b-2 of the Securities Exchange Act of 1934 and are not required to provide the information under this item.

ITEM 8. FINANCIAL STATEMENTS AND SUPPLEMENTARY DATA.

This Form 10-K does not contain Financial Statements or Management's Discussion and Analysis of Our Financial Condition and Results of Operations because we have not completed the preparation of our financial statements for the year ended October 31, 2016. We will amend this Form 10-K as soon as we have prepared the required financial statements and the same have been audited by our auditors as required by Item 8.02 of Reg. S-X.

ITEM 9. CHANGES IN AND DISAGREEMENTS WITH ACCOUNTANTS ON ACCOUNTING AND FINANCIAL DISCLOSURE.

Previous independent registered public accounting firm

From July 4, 2015 through November 4, 2016, George Stewart, CPA ("Stewart") was the independent registered public accounting firm of Seen on Screen TV Inc. (the "Company"). On November 4, 2016, Stewart informed Antoine Jarjour, the Company's chief executive officer and a member of the Company's Board of Directors (the "Board"), that he was withdrawing as our auditor as a result of discontinuing the practice of accounting.

None of our previous audit reports, in particular the audit reports for the fiscal years ended October 31, 2015 and October 31, 2014, contained any adverse opinion or disclaimer of opinion, nor were qualified or modified as to uncertainty, audit scope, or accounting principles, except for a going concern qualification on the Company's financial statements for the fiscal years ended October 31, 2015 and October 31, 2014.

During the Company's two most recent fiscal years, the subsequent interim periods thereto, and through November 4, 2016, there were no disagreements (as defined in Item 304 of Regulation S-K) with the Stewart on any matter of accounting principles or practices, financial statement disclosure, or auditing scope or procedure, which disagreements, if not resolved to the satisfaction of Stewart would have caused it to make reference in connection with its opinion to the subject matter of the disagreement. Further, during the Company's two most recent fiscal years, the subsequent interim periods thereto, and through November 4, 2016, there were no reportable events (as defined in Item 304(a)(1)(v) of Regulation S-K).

We furnished Stewart with a copy of this disclosure on November 29, 2016, providing Stewart with the opportunity to furnish the Company with a letter addressed to the Commission stating whether he agrees with the statements made by the Company herein in response to Item 304(a) of Regulation S-K and, if not, stating the respect in which he does not agree. A copy of Stewart's response is filed as Exhibit 16.1 to our Form 8-K filed with the SEC on November 30, 2016.

New independent registered public accounting firm

On November 4, 2016, we engaged Fruci & Associates II, PLLC, 218 North Bernard Street, 2nd Floor, Spokane, Washington 99201 an independent registered accounting firm, as our principal independent accountant with the approval of our board of directors.

During the fiscal years ended October 31, 2015 and October 31, 2014, and the subsequent interim periods through November 29, 2016, neither the Company nor anyone acting on its behalf consulted the Fruci & Associates II, PLLC with respect to (i) the application of accounting principles to a specified transaction, either completed or proposed, or the type of audit opinion that might be rendered on the Company's financial statements, and neither a written report nor oral advice was provided to the Company that Fruci & Associates II, PLLC concluded was an important factor considered by the Company in reaching a decision as to the accounting, auditing or financial reporting issues; or (ii) any matter that was the subject of a disagreement or a reportable event set forth in Item 304(a)(1)(iv) and (v), respectively, of Regulation S-K.

ITEM 9A. CONTROLS AND PROCEDURES.

Evaluation of Disclosure Controls and Procedures

The Company maintains disclosure controls and procedures that are designed to ensure that information required to be disclosed in the Company's Exchange Act reports is recorded, processed, summarized and reported within the time periods specified in the SEC's rules and forms, and that such information is accumulated and communicated to the Company's management, including its Chief Executive Officer and Chief Financial Officer, as appropriate, to allow timely decisions regarding required disclosure based closely on the definition of disclosure

controls and procedures" in Rule 13a-15(e). The Company's disclosure controls and procedures are designed to provide a reasonable level of assurance of reaching the Company's desired disclosure control objectives. In designing and evaluating the disclosure controls and procedures, management recognized that any controls and procedures, no matter how well designed and operated, can provide only reasonable assurance of achieving the desired control objectives, and management necessarily was required to apply its judgment in evaluating the cost-benefit relationship of possible controls and procedures. The Company's certifying officer has concluded that the Company's disclosure controls and procedures are not effective in reaching that level of assurance.

As of the end of the period being reported upon, the Company carried out an evaluation, under the supervision and with the participation of the Company's management, including the Company's Chief Executive Officer and the Company's Chief Financial Officer, of the effectiveness of the design and operation of the Company's disclosure controls and procedures. Based on the foregoing, our Chief Executive Officer and Chief Financial Officer concluded that our disclosure controls and procedures were not effective.

Management's Report on Internal Control over Financial Reporting

Management of the Company is responsible for establishing and maintaining adequate internal control over financial reporting (as defined in Section 13a-15(f) of the Securities Exchange Act of 1934, as amended). Internal control over financial reporting is a process designed by, or under the supervision of, the Company's CFO to provide reasonable assurance regarding the reliability of financial reporting and the preparation of the Company's financial statements for external reporting purposes in conformity with U.S. generally accepted accounting principles.

As of the date of this report, management conducted an assessment of the effectiveness of the Company's internal control over financial reporting based on the framework established in Internal Control-Integrated Framework issued by the Committee of Sponsoring Organizations of the Treadway Commission (COSO). Based on the criteria established by COSO management concluded that the Company's internal control over financial reporting was not effective as a result of the identification of the material weaknesses described below.

A material weakness is a deficiency or combination of deficiencies in internal control over financial reporting, such that there is a reasonable possibility that a material misstatement of the annual or interim financial statements will not be prevented or detected on a timely basis.

Specifically, management identified the following control deficiencies. (1) The Company has not properly delegated duties to any individual to be responsible for financial reporting.

Accordingly, while the Company has identified certain material weaknesses in its system of internal control over financial reporting, it believes that it has taken reasonable steps to ascertain that the financial information contained in this report is in accordance with generally accepted accounting principles.

Changes in Internal Control over Financial Reporting

There was no change in our internal controls that occurred during the quarter ended October 31, 2016 that has materially affected, or is reasonably likely to affect, our internal controls over financial reporting.

Remediation Plan

Addition of staff

We have identified that additional staff will be required to properly segment the accounting duties of the Company. However, we do not currently have resources to fulfill this part of our plan and will be addressing this matter once sufficient resources are available.

ITEM 9B. OTHER INFORMATION.

Unregistered Sale of Equity Securities

On August 20, 2015, we issued 6,666,667 restricted shares of common stock to Antoine Jarjour, our president, in consideration of services valued at \$200,000. The shares were issued pursuant to the exemption from registration contained in Section 4(a)(2) of the Securities Act of 1933, as amended. Mr. Jarjour was furnished the same information that could have been contained in Part I of a Form S-1 registration statement and Mr. Jarjour is a sophisticated investor.

On August 20, 2015, we issued 2,500,000 restricted shares of common stock to Roula Jarjour, our vice-president, in consideration of services valued at \$75,000. The shares were issued pursuant to the exemption from registration contained in Section 4(a)(2) of the Securities Act of 1933, as amended. Ms. Jarjour was furnished the same information that could have been contained in Part I of a Form S-1 registration statement and Ms. Jarjour is a sophisticated investor.

On August 20, 2015, we issued 3,333,333 restricted shares of common stock to George Jarjour, our chief operating officer, in consideration of services valued at \$100,000. The shares were issued pursuant to the exemption from registration contained in Section 4(a)(2) of the Securities Act of 1933, as amended. Mr. Jarjour was furnished the same information that could have been contained in Part I of a Form S-1 registration statement and Mr. Jarjour is a sophisticated investor.

On August 20, 2015, we issued 7,372,650 restricted shares of common stock to Charles E. Carafoli, a member of our board of directors, in consideration of services valued at \$221,179.50. The shares were issued pursuant to the exemption from registration contained in Section 4(a)(2) of the Securities Act of 1933, as amended. Mr. Carafoli was furnished the same information that could have been contained in Part I of a Form S-1 registration statement and Mr. Carafoli is a sophisticated investor.

On August 21, 2015, we issued 5,000,000 restricted shares of common stock to Antoine Jarjour, our president, in consideration of services valued at \$150,000. The shares were issued pursuant to the exemption from registration contained in Section 4(a)(2) of the Securities Act of 1933, as amended. Mr. Jarjour was furnished the same information that could have been contained in Part I of a Form S-1 registration statement and Mr. Jarjour is a sophisticated investor.

On August 21, 2015, we issued 5,000,000 restricted shares of common stock to George Jarjour, our chief operating officer, in consideration of services valued at \$150,000. The shares were issued pursuant to the exemption from registration contained in Section 4(a)(2) of the Securities Act of 1933, as amended. Mr. Jarjour was furnished the same information that could have been contained in Part I of a Form S-1 registration statement and Mr. Jarjour is a sophisticated investor.

On August 20, 2015, we issued 5,000,000 restricted shares of common stock to Charles E. Carafoli, a member of our board of directors, in consideration of services valued at \$150,000. The shares were issued pursuant to the exemption from registration contained in Section 4(a)(2) of the Securities Act of 1933, as amended. Mr. Carafoli was furnished the same information that could have been contained in Part I of a Form S-1 registration statement and Mr. Carafoli is a sophisticated investor.

As of August 27, 2015, the company filed a certificate of amendment increasing the company's authorized common shares from 195,000,000 to 1,000,000,000 common shares.

On September 10, 2015, we issued 1,500,000 restricted shares of our common stock to FMW Media Works Corp. ("FMW") as partial consideration under the terms of an agreement we entered into with FMW on July 15, 2015. Under the terms of said agreement, FMW will provide consulting to create band awareness, advertising, and promotion for SONT.

The Company issued 2,325,581 shares for Premier Venture Partners, LLC pursuant to Conversion dated November 4, 2015 of the Notes payable. The conversion price was \$0.00215.

In January 2016, the Company has entered into agreement with Tony Reynolds to provide advisory services to the company as a consultant. Also, the Company entered into an agreement with A Kick-In Crowd for the exclusive license to Buster's Backyard Bar-B-Q. The company issued 8.3 million shares for Tony Reynolds and 15 million shares for A Kick-in Crowd.

The company issued 4 million shares to VoiceFlix for social marketing and 6 million shares to StockVest for marketing.

On March 27, 2016, the company has entered into agreement with Scott Anthony Management, LLC referred to as "SAM", for the purpose of the commercial exploitation of "Golden Fit Watch". The company issued 14,166,667 shares for SAM.

As of April 30, 2016, the company issued 3,400,000 shares of common stock to Katherine Manfredi, 4,000,000 shares of common stock to Charles Carafoli, and 700,000 shares of common stock to Dennis B Furtado, pursuant to subscription agreement.

The Company issued 1,666,667 shares for Premier Venture Partners, LLC pursuant to Conversion dated May 19, 2016 of the Notes payable. The conversion price was \$0.003.

PART III

ITEM 10. DIRECTORS, EXECUTIVE OFFICERS AND CORPORATE GOVERNANCE.

NAME	AGE	POSITION(S)[1]	SERVICE BEGAN
Antoine Jarjour	61	President, Principal Executive Officer, Principal Accounting Officer, Principal Financial Officer, Secretary, Treasurer and Director	November 2008
Roula Jarjour	51	Vice President and Director	November 2008
George Jarjour	29	Chief Operating Officer and Director	November 2008
Charles Carafoli	69	Director	February 2008
Father Gregory Ofiesh	85	Director	March 2001

[1] The board acts as the audit committee, the compensation committee, and the governance committee.

Antoine Jarjour - President, Principal Executive Officer, Principal Accounting Officer, Principal Financial Officer, Secretary, Treasurer and Director

Since November 2008, Antoine Jarjour has been our president, principal executive officer, secretary, treasurer, principal accounting officer, principal financial officer and chairman of our board of directors. Since 2006, Mr. Jarjour has been the secretary and a member of the board of directors of The GNS Group Inc. The GNS Group Inc. is a Washington corporation engaged in the business of distributing high-end contract furniture for the hospitality, casino, and restaurant industry. From 1992 to 2004, Mr. Jarjour was president, secretary, treasurer and the sole member of the board of directors of Meary, Inc. Meary, Inc., a Washington corporation, was engaged in the business of wholesale and retail sales popular products such as personal, sports, kitchen, kids, and pet products. In addition to his duties as an officer and director, Mr. Jarjour was responsible for ordering products, managing wholesale orders, representing the company at trade shows, and seeking out new products. Mr. Jarjour is the husband of Roula Jarjour, our vice president and director. As one of our founders, Mr. Jarjour was appointed a director. It was the only consideration in appointing him to the board of directors. His experience, qualifications, attributes, or skills were not considered in the appointment.

Roula Jarjour - Vice President and Director

Since 2000, Mrs. Jarjour has been a member of our board of directors. Mrs. Jarjour is the wife of Antoine Jarjour, our secretary and a member of the board of directors. As one of our founders, Mrs. Jarjour was appointed a director. It was the only consideration in appointing her to the board of directors. Her experience, qualifications, attributes, or skills were not considered in the appointment. Roula Jarjour has been a member of board of directors of The GNS Group Inc. since 2006 and their president, since 2011. Mrs. Jarjour is responsible for our overall business operations. The GNS Group Inc is a Washington corporation engaged in the business of distributing high-end contract furniture for the hospitality, casino, and restaurant industry. In addition to her duties as their president and a director, she is responsible for the overall business operations of The GNS Group Inc. Ms. Jarjour attends trade shows, negotiates contracts, and seeks new business opportunities for The GNS Group Inc.

George Jarjour - Chief Operating Officer

Since November 2008, George Jarjour has been our Chief Operating Officer. As one of our founders, Mr. Jarjour was appointed a director. It was the only consideration in appointing him to the board of directors. His experience, qualifications, attributes, or skills were not considered in the appointment. George Jarjour has served as the vice president of The GNS Group Inc., since 2006, and a member of their board of directors, since December 31, 2014. The GNS Group Inc is a Washington corporation engaged in the business of distributing high-end contract furniture for the hospitality, casino, and restaurant industry. In addition to his duties as their vice president, Mr. Jarjour's responsibilities include selling, marketing, promoting The GNS Group's products, and managing our day-to-day operations. Mr. Jarjour is responsible for seeking out new products, evaluating new products, and representing them at public functions.

Charles Carafoli – Director

Since February 2008, Charles Carafoli has been a member of our board of directors. From inception through December 31, 2010, Mr. Carafoli was a member of the board of directors of The GNS Group Inc. Mr. Carafoli resign on December 31, 2010. On April 30, 2013, Mr. Carafoli was appointed by the board of directors to fill the vacancy he created. Since April 30, 2013, Mr. Carafoli has served on the board of directors. He was appointed because of his knowledge of operating a small to medium size business. Since June 1978, Mr. Carafoli has operated Mayflower Service Station located in Plymouth, Massachusetts. Mayflower Service Station is a gas station and convenience store. Since September 1988, Mr. Carafoli has been the President of South Street Package Store Inc. Since June 2004, Mr. Carafoli has been the President of Stevens the Florist Inc.

Father Gregory Ofiesh – Director

Since 2001, Father Ofiesh has been a member of our board of directors. From 2001 to 2008, he was our president, chief executive officer, and acting chief financial officer. After 42 years as an Orthodox priest, Father Ofiesh retired as Pastor of St. Nicholas Orthodox Church, San Francisco, California, on January 1, 2001. Prior to his retirement, he was dean of the San Francisco Bay Area Orthodox Clergy, and now serves as dean emeritus of that group.

Disclosure of Family Relationships.

There are no family relationships between any of the officers, directors, persons nominated or beneficial owners of more than five percent (5%) of any class of the issuer's equity securities, other than Antoine Jarjour is the husband of Roula Jarjour and the father of George Jarjour; Roula Jarjour is the wife of Antoine Jarjour and the mother of George Jarjour; and, George Jarjour is the son of Antoine Jarjour and the son of Roula Jarjour.

To our knowledge, we are not owned or controlled, directly or indirectly, by another corporation or any foreign government.

Involvement in Certain Legal Proceedings

During the past ten years, Roula Jarjour, Antoine Jarjour, George Jarjour, Charles Carafoli and Father Gregory OFiesh have not been the subject of the following events other than as listed below:

1. A petition under the Federal bankruptcy laws or any state insolvency law was filed by or against, or a receiver, fiscal agent or similar officer was appointed by a court for the business or property of such person, or any partnership in which he was a general partner at or within two years before the time of such filing, or any corporation or business association of which he was an executive officer at or within two years before the time of such filing;
2. Convicted in a criminal proceeding or is a named subject of a pending criminal proceeding (excluding traffic violations and other minor offenses) other than Antoine Jarjour. Mr. Jarjour was found guilty of violating RCW 82.08.050(2), Conversion of Collected Sales Tax. This was a gross misdemeanor under Washington law. The foregoing case was filed in the Superior Court of Washington for Snohomish County, Case No. 06-1-00183-9. Judgment and sentence was issued June 4, 2007. Mr. Jarjour was sentenced 364 days imprisonment in the Snohomish County jail; Mr. Jarjour was given credit for any and all days served; Mr. Jarjour included victim assessment of \$500. On the 22nd day of January 2014, the Superior Court of Snohomish County entered an order vacating conviction in the case. In 2005, Mr. Jarjour filed for protection under the Bankruptcy Act in 2005 and was discharged from his debts on May 15, 2006 in a Chapter 7 proceeding. The case number is 05-23177-KAO filed in the United States Bankruptcy Court for the Western District of Washington. ;
3. The subject of any order, judgment, or decree, not subsequently reversed, suspended or vacated, of any court of competent jurisdiction, permanently or temporarily enjoining him from, or otherwise limiting, the following activities;
 - i) Acting as a futures commission merchant, introducing broker, commodity trading advisor, commodity pool operator, floor broker, leverage transaction merchant, any other person regulated by the Commodity Futures Trading Commission, or an associated person of any of the foregoing, or as an investment adviser, underwriter, broker or dealer in securities, or as an affiliated person, director or employee of any investment company, bank, savings and loan association or insurance company, or engaging in or continuing any conduct or practice in connection with such activity;
 - ii) Engaging in any type of business practice; or
 - iii) Engaging in any activity in connection with the purchase or sale of any security or commodity or in connection with any violation of Federal or State securities laws or Federal commodities laws;
4. The subject of any order, judgment or decree, not subsequently reversed, suspended or vacated, of any Federal or State authority barring, suspending or otherwise limiting for more than 60 days the right of such person to engage in any activity described in paragraph 3.i in the preceding paragraph or to be associated with persons engaged in any such activity;
5. Was found by a court of competent jurisdiction in a civil action or by the Commission to have violated any Federal or State securities law, and the judgment in such civil action or finding by the Commission has not been subsequently reversed, suspended, or vacated;
6. Was found by a court of competent jurisdiction in a civil action or by the Commodity Futures Trading Commission to have violated any Federal commodities law, and the judgment in such civil action or finding by the Commodity Futures Trading Commission has not been subsequently reversed, suspended or vacated;
7. Was the subject of, or a party to, any Federal or State judicial or administrative order, judgment, decree, or finding, not subsequently reversed, suspended or vacated, relating to an alleged violation of:

- i) Any Federal or State securities or commodities law or regulation; or
 - ii) Any law or regulation respecting financial institutions or insurance companies including, but not limited to, a temporary or permanent injunction, order of disgorgement or restitution, civil money penalty or temporary or permanent cease-and-desist order, or removal or prohibition order, or
 - iii) Any law or regulation prohibiting mail or wire fraud or fraud in connection with any business entity; or
8. Was the subject of, or a party to, any sanction or order, not subsequently reversed, suspended or vacated, of any self-regulatory organization (as defined in Section 3(a)(26) of the Exchange Act (15 U.S.C. 78c(a)(26))), any registered entity (as defined in Section 1(a)(29) of the Commodity Exchange Act (7 U.S.C. 1(a)(29))), or any equivalent exchange, association, entity or organization that has disciplinary authority over its members or persons associated with a member.

In 2005, Mr. Jarjour filed for protection under the Bankruptcy Act in 2005 and was discharged from his debts on May 15, 2006 in a Chapter 7 proceeding. The case number is 05-23177-KAO filed in the United States Bankruptcy Court for the Western District of Washington.

Audit Committee and Charter

We have a separately-designated audit committee of the board. Audit committee functions are performed by our board of directors. None of our directors are deemed independent. All directors also hold positions as our officers. Our audit committee is responsible for: (1) selection and oversight of our independent accountant; (2) establishing procedures for the receipt, retention and treatment of complaints regarding accounting, internal controls and auditing matters; (3) establishing procedures for the confidential, anonymous submission by our employees of concerns regarding accounting and auditing matters; (4) engaging outside advisors; and, (5) funding for the outside auditors and any outside advisors engagement by the audit committee. A copy of the audit committee charter is filed as Exhibit 99.1 on our October 31, 2008 Form 10-K report filed with the SEC on August 31, 2011.

Audit Committee Financial Expert

We do not have an external audit committee financial expert.

Code of Ethics

We have adopted a corporate code of ethics. We believe our code of ethics is reasonably designed to deter wrongdoing and promote honest and ethical conduct; provide full, fair, accurate, timely and understandable disclosure in public reports; comply with applicable laws; ensure prompt internal reporting of code violations; and provide accountability for adherence to the code. A copy of the code of ethics is filed as Exhibit 14.1 our October 31, 2008 Form 10-K report filed with the SEC on August 31, 2011.

Disclosure Committee and Charter

We have a disclosure committee and disclosure committee charter. Our disclosure committee is comprised of all of our officers and directors. The purpose of the committee is to provide assistance to the Chief Executive Officer and the Chief Financial Officer in fulfilling their responsibilities regarding the identification and disclosure of material information about us and the accuracy, completeness and timeliness of our financial reports. A copy of the disclosure committee charter is filed as Exhibit 99.2 our October 31, 2008 Form 10-K report filed with the SEC on August 31, 2011.

Section 16(a) Beneficial Ownership Compliance

Section 16(a) of the Securities Exchange Act of 1934, as amended, requires our executive officers and directors, and persons who beneficially own more than 10% of a registered class of our equity securities to file with the Securities and Exchange Commission initial statements of beneficial ownership, reports of changes in ownership and annual reports concerning their ownership of our common shares and other equity securities, on Forms 3, 4 and 5 respectively. Executive officers, directors and greater than 10% stockholders are required by the Securities and Exchange Commission regulations to furnish us with copies of all Section 16(a) reports they file. To our knowledge, all reports have been filed by our officers and directors.

ITEM 11. EXECUTIVE COMPENSATION.

The following table sets forth a summary of compensation received by each of our officers and directors who received compensation from the Company during our three most recent fiscal years. The following table sets forth the compensation paid by us during the last two fiscal years for our officers. This information includes the dollar value of base salaries, bonus awards and number of stock options granted, and certain other compensation, if any. The compensation discussed addresses all compensation awarded to, earned by, or paid to our named executive officers.

Summary Compensation Table

Name and Principal Position	Year	Salary (\$)	Bonus (\$)	Stock Awards (\$)	Option Awards (\$)	Non-Equity	Non-qualified	All Other Compensation (\$)	Totals (\$)
						Plan Incentive Compensation (\$)	Deferred Compensation (\$)		
Antoine Jarjour President, CEO, CFO	2016	80,004	0	0	0	0	0	0	80,004
	2015	0	0	350,000	0	0	0	0	350,000
Roula Jarjour Vice President	2016	0	0	0	0	0	0	0	0
	2015	0	0	75,000	0	0	0	0	75,000
George Jarjour Chief Operating Officer	2016	60,000	0	0	0	0	0	0	60,000
	2015	0	0	250,000	0	0	0	0	250,000

No funds were set aside or accrued by the Company during fiscal year 2016 or 2015 to provide pension, retirement or similar benefits for directors or executive officers.

The following table sets forth compensation paid to our directors during the fiscal year ended October 31, 2016.

Director Compensation

Name	Fees Earned	Stock Awards (\$)	Option Awards (\$)	Non-Equity	Nonqualified	All Other Compensation (\$)	Total (\$)
	or Paid in Cash (\$)			Incentive Plan Compensation (\$)	Deferred Compensation Earnings (\$)		
Antoine Jarjour	0	0	0	0	0	0	0
Roula Jarjour	0	0	0	0	0	0	0
George Jarjour	0	0	0	0	0	0	0
Charles Carafoli	0	0	0	0	0	0	0
Father Gregory Ofiesh	0	0	0	0	0	0	0

Option/SAR Grants

There are no stock option, retirement, pension, or profit sharing plans for the benefit of our officers and directors other than our 2014 Non-Qualified Incentive Stock Option Plan. No options have been granted to our officers and directors there under.

Long-Term Incentive Plan Awards

We do not have any long-term incentive plans that provide compensation intended to serve as incentive for performance.

Compensation of Directors

The members of our board of directors are not compensated for their services as directors. We don't have any employment contracts with our officers or directors.

ITEM 12. SECURITY OWNERSHIP OF CERTAIN BENEFICIAL OWNERS AND MANAGEMENT AND RELATED STOCKHOLDER MATTERS.

The following table sets forth, as of February 10, 2017, the beneficial ownership of the common stock: (i) by each stockholder known by the Company to beneficially own more than 5% of the common stock (ii) by each director of the Company; (iii) by the Company's chief executive officer; and (iv) by all executive officers and directors of the Company as a group. Except as otherwise indicated below, each named beneficial owner has sole voting and investment power with respect to the shares of common stock listed.

Name Of Beneficial Ownership	Number of Shares [1]	Percentage of Ownership
Antoine Jarjour [1][2][3]	97,158,678	21.94%
Roula Jarjour [1][2][3]	46,596,010	10.52%
George Jarjour [1][2]	45,333,332	10.24%
Charles E. Carafoli [1][2][4]	98,670,120	22.28%
Father Gregory Ofiesh [1][2][5]	18,395,440	4.16%
All Officers and Directors as a Group (5 people)	306,153,580	67.95%

[1] Assuming exercise of all outstanding warrants and options.

[2] The person named above "promoter" as defined in the Securities Exchange Act of 1934. Mrs. Jarjour and Messrs. Jarjour, Jarjour and Carafoli, and Father Ofiesh are the only "promoters" of our company.

[3] 5,192,020 shares of our common stock are jointly owned by Antoine Jarjour and Roula Jarjour, which are included.

[4] Charles E. Carafoli's wife owns 5,600,000 shares of our common stock. These shares are reflected in Mr. Carafoli's beneficial ownership above. The 5,600,000 shares are not owned jointly held, but held in Mr. Carafoli wife's name.

[5] Father Ofiesh is a director; his ownership includes 18,395,440 shares of our common stock. Previous, Father Ofiesh owns warrants-options to purchase shares of our common stock, however, these warrants-options have expired.

There are currently no arrangements known to the Company the operation of which may at a subsequent date result in a change of control of the Company. We know of no voting trusts or similar agreements between or among any of the above individuals.

ITEM 13. CERTAIN RELATIONSHIPS AND RELATED TRANSACTIONS, AND DIRECTOR INDEPENDENCE.

During the fourth quarter ended October 31, 2013, we issued 290,000 shares of common stock to Antoine Jarjour, our president, director and 10% shareholder. The shares were issued for \$14,500 cash. We also issued 634,000 shares of common stock to Charles Carafoli, a director, for \$31,700 cash.

Since November 2008, we rented office space in Everett, Washington from a company owned by Roula and Antoine Jarjour, two of our officers and directors at \$2,000 per month. The lease will expire on January 2018.

The net balance of these related party transactions on October 31, 2014 was \$2,492,190.

For the year ended October 31, 2015, we had an increase in accrued rent of \$8,950, an increase in accrued compensation of \$338,554, a decrease in officer and shareholder payable of \$336,959, and, a decrease in receivables from a related entity of \$7,696 since the year ended October 31, 2014.

The net balance of these related party transactions on October 31, 2015 was \$2,493,785.

For the year ended October 31, 2016, we had an increase in accrued rent of \$12,550, an increase in accrued compensation of \$92,566, an increase in officer and shareholder payable of \$364,075.

The net balance of these related party transactions on October 31, 2016 was \$2,950,426.

ITEM 14. PRINCIPAL ACCOUNTANT FEES AND SERVICES.

(1) Audit Fees

The aggregate fees billed for each of the last two fiscal years for professional services rendered by the principal accountant for our audit of annual financial statements and review of financial statements included in our Form 10-Qs or services that are normally provided by the accountant in connection with statutory and regulatory filings or engagements for those fiscal years was:

2016	\$	<u>0</u>	Fruci & Associates II, PLLC
2016	\$	<u>21,300</u>	George Stewart CPA
2015	\$	<u>0</u>	Fruci & Associates II, PLLC
2015	\$	<u>28,400</u>	George Stewart CPA

(2) Audit-Related Fees

The aggregate fees billed in each of the last two fiscal years for assurance and related services by the principal accountants that are reasonably related to the performance of the audit or review of our financial statements and are not reported in the preceding paragraph:

2016	\$	<u>0</u>	Fruci & Associates II, PLLC
2016	\$	<u>0</u>	George Stewart CPA
2015	\$	<u>0</u>	Fruci & Associates II, PLLC
2015	\$	<u>0</u>	George Stewart CPA

(3) Tax Fees

The aggregate fees billed in each of the last two fiscal years for professional services rendered by the principal accountant for tax compliance, tax advice, and tax planning was:

2016	\$	<u>0</u>	Fruci & Associates II, PLLC
2016	\$	<u>0</u>	George Stewart CPA
2015	\$	<u>0</u>	Fruci & Associates II, PLLC
2015	\$	<u>0</u>	George Stewart CPA

(4) All Other Fees

The aggregate fees billed in each of the last two fiscal years for the products and services provided by the principal accountant, other than the services reported in paragraphs (1), (2), and (3) was:

2016	\$	<u>0</u>	Fruci & Associates II, PLLC
2016	\$	<u>0</u>	George Stewart CPA
2015	\$	<u>0</u>	Fruci & Associates II, PLLC
2015	\$	<u>0</u>	George Stewart CPA

(5) Our audit committee's pre-approval policies and procedures described in paragraph (c)(7)(i) of Rule 2-01 of Regulation S-X were that the audit committee pre-approve all accounting related activities prior to the performance of any services by any accountant or auditor.

(6) The percentage of hours expended on the principal accountant's engagement to audit our financial statements for the most recent fiscal year that were attributed to work performed by persons other than the principal accountant's full time, permanent employees was 0%.

PART IV

ITEM 15. EXHIBITS AND FINANCIAL STATEMENT SCHEDULES.

Exhibit	Document Description	Incorporated by reference			Filed herewith
		Form	Date	Number	
3.1	Articles of Incorporation.	10-KSB	2/04/02	3.1	
3.2	Bylaws.	10-KSB	2/04/02	3.2	
3.3	Articles of Domestication.	10-KSB	2/04/02	3.3	
3.4	Amended Articles of Incorporation.	10-K	03/22/16	3.1	
10.1	Asset Purchase Agreement.	10-K	8/31/11	10.1	
10.2	Rescission Agreement.	10-K	8/31/11	10.2	
10.3	Master License Agreement.	10-Q	2/20/14	10.1	
10.4	Funding Term Sheet with AGS Capital Group, LLC dated June 7, 2013.	10-K	5/23/14	10.4	
10.5	2014 Stock Option Plan.	S-8	8/05/14	10.1	
10.6	Investor Relations Agreement with Equisolve LLC.	8-K	12/19/14	10.1	

10.7	Memorandum of Understanding and Agreement.	8-K	1/29/16	10.1	
10.8	License Agreement.	8-K	1/29/16	10.2	
10.9	Consulting Agreement with VoiceFlix, Inc. dated October 26, 2015.	10-K	03/28/16	10.1	
10.10	Letter Agreement with StockVest dated October 30, 2015.	10-K	03/28/16	10.2	
10.11	Consulting Agreement with VoiceFlix, Inc. dated February 16, 2016.	10-K	03/28/16	10.3	
10.12	Consulting Agreement with FMW Media Works Corp dated July 21, 2015	10-K	03/28/16	10.4	
14.1	Code of Ethics.	10-K	8/31/11	14.1	
16.1	Letter from Harris & Gillespie CPA's, PLLC	8-K	05/08/15	16.1	
16.2	Letter from Gillespie & Associates, PLLC	8-K	08/21/15	16.1	
16.3	Letter from George Stewart, CPA	8-K	11/30/16	16.1	
31.1	Certification pursuant to Section 302 of the Sarbanes-Oxley Act of 2002 for the Principal Executive Officer and Principal Financial Officer.				X
32.1	Certification pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 for the Chief Executive Officer and Chief Financial Officer.				X
99.1	Audit Committee Charter.	10-K	8/31/11	99.1	
99.2	Disclosure Committee Charter.	10-K	8/31/11	99.2	
101.INS	XBRL Instance Document.				
101.SCH	XBRL Taxonomy Extension – Schema.				
101.CAL	XBRL Taxonomy Extension – Calculations.				
101.DEF	XBRL Taxonomy Extension – Definitions.				
101.LAB	XBRL Taxonomy Extension – Labels.				
101.PRE	XBRL Taxonomy Extension – Presentation.				

SIGNATURES

In accordance with Section 13 or 15(d) of the Securities and Exchange Act, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized, on this 14th day of February, 2017.

SEEN ON SCREEN TV, INC.

BY: **ANTOINE JARJOUR**

Antoine Jarjour
President, Principal Executive Officer, Principal Financial
Officer and Principal Accounting Officer

Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the dates indicated:

Signature	Title	Date
<u>ANTOINE JARJOUR</u> Antoine Jarjour	President, Principal Executive Officer, Principal Financial Officer, Principal Accounting Officer and member of the board of directors	February 14, 2017
<u>ROULA JARJOUR</u> Roula Jarjour	Vice President and a member of the Board of Directors	February 14, 2017
<u>GEORGE JARJOUR</u> George Jarjour	Chief Operating Officer and a member of the Board of Directors	February 14, 2017
<u>CHARLES CARAFOLI</u> Charles Carafoli	Member of the Board of Directors	February 14, 2017
<u>FATHER GREGORY OFIESH</u> Father Gregory Ofiesh	Member of the Board of Directors	February 14, 2017

EXHIBIT INDEX

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31.1	Certification pursuant to Section 302 of the Sarbanes-Oxley Act of 2002 for the Principal Executive Officer and Principal Financial Officer.								X
32.1	Certification pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 for the Chief Executive Officer and Chief Financial Officer.								X
99.1	Audit Committee Charter.			10-K	8/31/11		99.1		
99.2	Disclosure Committee Charter.			10-K	8/31/11		99.2		
101.INS	XBRL Instance Document.								
101.SCH	XBRL Taxonomy Extension – Schema.								
101.CAL	XBRL Taxonomy Extension – Calculations.								
101.DEF	XBRL Taxonomy Extension – Definitions.								
101.LAB	XBRL Taxonomy Extension – Labels.								
101.PRE	XBRL Taxonomy Extension – Presentation.								

SARBANES-OXLEY SECTION 302(a) CERTIFICATION

I, Antoine Jarjour, certify that:

1. I have reviewed this Form 10-K for the year ended October 31, 2016 of Seen on Screen TV Inc.;
2. Based on my knowledge, this report 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 report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. I am responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
 - a. Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under my supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - b. Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under my supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - c. Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report my conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and,
 - d. Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. I have disclosed, based on my most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
 - a. All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
 - b. Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: February 14, 2017

ANTOINE JARJOUR

Antoine Jarjour

Principal Executive Officer and Principal Financial Officer

***CERTIFICATION PURSUANT TO
18 U.S.C. Section 1350,
AS ADOPTED PURSUANT TO
SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002***

In connection with the Annual Report of Seen on Screen TV Inc. (the "Company") on Form 10-K for the year ended October 31, 2016, as filed with the Securities and Exchange Commission on the date hereof (the "report"), I, Antoine Jarjour, Chief Executive Officer and Chief Financial Officer of the Company, certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that:

- (1) The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and
- (2) The information contained in this Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

Dated this 14th day of February, 2017.

ANTOINE JARJOUR

Antoine Jarjour
Chief Executive Officer and Chief Financial Officer