SEEN ON SCREEN TV INC.

FORM 10-Q
(Quarterly Report)

Filed 06/20/16 for the Period Ending 04/30/16

Address	4017 COLBY AVENUE EVERETT, WA 98201
Telephone	360-668-6814
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Symbol	SONT
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Industry	Gold & Silver
Sector	Basic Materials
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UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 10-Q

[X] QUARTERLY REPORT UNDER TO SECTION 13 OR 15(d)
OF THE SECURITIES EXCHANGE ACT OF 1934
FOR THE QUARTERLY PERIOD ENDED APRIL 30, 2016

OR

[ ] TRANSITION REPORT PURSUANT TO SECTION 13 OR
15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

Commission File Number 000-21812

SEEN ON SCREEN TV INC.

(Exact name of registrant as specified in its charter)

NEVADA
(State or other jurisdiction of incorporation or organization)

4017 Colby Avenue
Everett, Washington 98201
(Address of principal executive offices, including zip code.)

(425) 367-4668
(Registrant's telephone number, including area code)

Indicate by check mark whether the issuer (1) has filed all reports required to be filed by Section 13 or 15(d) of the Exchange Act 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 last 90 days. **YES [X] NO [ ]**

Indicate by check mark 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 (SS 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 [X] NO [ ]**

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," "non-accelerated filer," and "smaller reporting company" in Rule 12b-2 of the Exchange Act. (Check one):

Large Accelerated Filer	[ ]	Accelerated Filer	[ ]
Non-accelerated Filer *(Do not check if smaller reporting company)*	[ ]	Smaller Reporting Company	[X]

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

APPLICABLE ONLY TO CORPORATE ISSUERS:

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practicable date: As of June 13, 2016, there were 442,896,082 shares of the registrant's $0.001 par value common stock issued and outstanding.

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PART I - FINANCIAL INFORMATION

ITEM 1. FINANCIAL STATEMENTS.

SEEN ON SCREEN TV, INC.

Balance Sheet

	Three month ended April 30,2016	Twelve month ended October 31, 2015
	Unaudited	*Audited*
ASSETS		
Current assets:		
Cash	$ 852	$ 2,027
Wage advance	$ -	
Inventory		-
Related party receivable		-
Security deposit		-
Total current assets	852	2,027
Total assets	852	2,027
LIABILITIES		
Current Liabilities:		
Accrued Rent	3,200	8,950
Accounts payable, accrued wages and taxes	286,857	543,812
Judgment - unpaid wages	48,960	47,260
Total current liabilities	339,017	600,022
Long-term liabilities:		
Due to related parties:	221,971	
Accrued compensation	2,536,823	2,493,784
Advanced from stockholders	240,925	-
Total long term liabilities	2,999,719	2,493,784
Total liabilities	3,338,736	3,093,806
STOCKHOLDERS' DEFICIT		
Common stock, $0.001 par value, 1,000,000,000 authorized, 441,229,415 shares issued and outstanding as of April 30, 2016	441,229	385,904
Preferred stock, authorized: 5,000,000 shares, par value $0.001, no preferred shares outstanding		
Capital in excess of par value	35,375,188	35,375,188
Stock subscription	(229,076)	(173,750)
Accumulated deficit	(38,925,225)	(38,679,120)
Total stockholders' deficit	(3,337,884)	(3,091,778)
Total liabilities and stockholders' deficit	852	2,027

The accompanying notes are an integral part of these statements.

SEEN ON SCREEN TV, INC.

Statements of Operations

Unaudited

	Three month ended April 30, 2016	Three months ended April 30, 2015	Six months ended April 30, 2016	Six months ended April 30, 2015
Sales	$ -	$ 6,268	$ 5,900	$ 26,254
Cost of Sales	720	2,692	1,590	12,979
Gross Profit	(720)	3,576	4,310	13,275
General and administrative expenses:				
Wages and salaries	35,001	109,638	70,002	218,712
Taxes	11,157	1,853	23,964	4,022
Advertising and marketing	6,844	188	18,446	1,068
Legal and professional	81,775	13,300	91,041	34,849
Business Meals	2,873	-	5,061	
Travel and entertainment	13,496	-	17,733	2,771
Trade show expense	2,015	-	2,015	
Automobile Expense	942	-	2,015	
Rent and Facilities	8,742	12,060	15,880	38,596
Other office and miscellaneous	1,681	3,320	1,943	10,885
Total operating expenses	164,526	140,359	248,100	310,903
(Loss) from operations	(165,246)	(136,783)	(243,790)	(297,628)
Other income (expense):				
Finance (expense)	(203)	-	(203)	-
Interest (expense)	-	-	(1,700)	-
Other Expense	(411)	-	(411)	-
Total Other Expense	(614)	0	(2,314)	0
Bad Debt Expense				
Income/(Loss) before taxes	(165,860)	(136,783)	(246,104)	(297,628)
Provision/(credit) for taxes on income		-		
Net Income/(loss)	(165,860)	(136,783)	(246,104)	(297,628)

The accompanying notes are an integral part of these statements.

SEEN ON SCREEN TV, INC.
Statement of Cash Flow
Unaudited

	Six months ended April 30, 2016	Six months ended April 30, 2015
Cash flows from operating activities:		
Net income (loss)	$ (246,104)	$ (297,628)
Adjustments to reconcile net (loss) to cash provided (used) by developmental stage activities:		
Change in current assets and liabilities:		
Deposits		2,515
Inventory		12,150
Wage Advance	-	-
Accrued Rent	(5,750)	-
Accounts payable and accrued expenses	89,580	24,788
Taxes	7,318	
Stock based compensation		-
Net cash flows from operating activities	(154,956)	(258,175)
Cash flows from investing activities:		
Net cash flows from investing activities	-	-
Cash flows from financing activities:		
Advances from stockholders	153,781	
Bank overdrafts		(2,424)
Proceeds from sale of common stock	55,326	-
Stock subscription	(55,326)	-
Related party transaction	-	260,599
Net cash flows from financing activities	153,781	258,175
Net cash flows	(1,175)	-
Cash and equivalents, beginning of period	2,027	
Cash and equivalents, end of period	852	0

The accompanying notes are an integral part of these statements.

Note 1 - Summary of Significant Accounting Policies

General Organization and Business

The Company was originally incorporated as "Naxos Resources Ltd." ("Naxos" in British Columbia under the Canada Business Corporation Act on May 23, 1986, with its principal place of business in Vancouver, BC. On October 15, 2001, the shareholders approved the domiciliation of the Company to the United States. On January 3, 2002, Industry Canada Issued a Certificate of Discontinuance, formally ending the Company's legal ties to Canada. On January 9, 2002, the name change to Franklin Lake Resources, Inc. became effective for trading purposes.

The Company was in the business of exploring for precious metals, developing processes for extracting them from the earth and if warranted, developing sites for possible exploration. As of November 2008, the Company has refocused its operations and now operates as a retail store under the name Seen On Screen TV, Inc. and purchases products from companies advertising on TV. The Company trades under the symbol SONT.

In February 2015, the Company closed its retail store and now operates primarily though internet sales and wholesale sales.

Basis of presentation

The accompanying financial statements have been prepared in accordance with generally accepted accounting principles in the United States of America, and pursuant to the rules and regulations of the Securities and Exchange Commission (the "SEC") and reflect all adjustments, consisting of normal recurring adjustments, which management believes are necessary to fairly present the financial position, results of operations and cash flows of the Company for the periods ended April 30, 2016 and October 31, 2015 and for the six months ended April 30, 2016 and 2015.

Use of estimates

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

Cash and cash equivalents

The Company maintains a cash balance in a non-interest-bearing account that currently does not exceed federally insured limits. For the purpose of the statements of cash flows, all highly liquid investments with an original maturity of three months or less are considered to be cash equivalents. There were no cash equivalents as of April 30, 2016 and 2015. The Company has been and continues to be in overdraft situations.

Inventory

Inventory is recorded at the lower of cost or market value and is computed on a first-in first-out basis. Management determined that the net realizable value of inventory as of 04-30-16 is zero.

Revenue Recognition

Revenue from the sale of goods is recognized when the following conditions are satisfied:

- The Company has transferred to the buyer the significant risks and rewards of ownership of the goods;
- The Company retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold;
- The amount of revenue can be measured reliably;
- It is probable that the economic benefits associated with the transaction will flow to the entity; and

The costs incurred or to be incurred in respect of the transaction can be measured reliably.

Fair value of financial instruments and derivative financial instruments

The Company's financial instruments include cash, accounts payable, and notes payable. All instruments are accounted for on a historical cost basis, which, due to the short maturity of these financial instruments, approximates fair value at April 30, 2016 and October 31, 2015. The Company did not engage in any transaction involving derivative instruments.

Federal income taxes

The Company accounts for its income taxes in accordance with Income Taxes Topic of the FASB ASC 740, which requires recognition of deferred tax assets and liabilities for future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases and tax credit carry forwards. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in operations in the period that includes the enactment date.

Management has evaluated the tax positions taken on the Company's tax returns and concluded that the Company has taken no uncertain tax positions that require adjustment to the financial statements. The Company's income tax filings are subject to audit by various taxing authorities. The Company's tax returns are generally open to audit for the previous three years.

Net Loss Per Share of Common Stock

Net loss per share is provided in accordance with FASB ASC 260-10, "Earnings per Share". Basic net loss per common share ("EPS") is computed by dividing income available to common stockholders by the weighted-average number of common shares outstanding for the period. Diluted earnings per share is computed by dividing net income by the weighted average shares outstanding, assuming all dilutive potential common shares were issued, unless doing so is anti-dilutive.

Common Stock Registration Expenses

The Company considers incremental costs and expenses related to the registration of equity securities with the SEC, whether by contractual arrangement as of a certain date or by demand, to be unrelated to original issuance transactions. As such, subsequent registration costs and expenses are reflected in the accompanying financial statements as general and administrative expenses, and are expensed as incurred.

Advertising:

The Company expenses all costs of advertising as incurred. The advertising costs included in general and administrative expenses for the six months ended April 30, 2016 and 2015 were $18,446 and $1,068, respectively.

Recently Issued Accounting Pronouncements:

For the period ended April 30, 2016 and October 31, 2015, the Company does not expect any of the recently issued accounting pronouncements to have a material impact on its financial condition or results of operations.

Note 2 - Uncertainty, going concern:

The Company's financial statements are prepared using generally accepted accounting principles in the United States of America applicable to a going concern which contemplates the realization of assets and liquidation of liabilities in the normal course of business. The Company has not yet established an ongoing source of revenues sufficient to cover its operating costs to allow it to continue as a going concern. As of April 30, 2016, the Company had an accumulated deficit of $38,925,225 and unpaid payroll tax liabilities of $165,427. The net loss for the six months ended April 30, 2016 was 246,104. The ability of the Company to continue as a going concern is dependent on the Company obtaining adequate capital to fund operating losses until it becomes profitable. If the Company is unable to obtain adequate capital, it could be forced to cease operations.

In order to continue as a going concern, the Company will need, among other things, additional capital resources. The Company is contemplating conducting an offering of its debt or equity securities to obtain additional operating capital. The Company is dependent upon its ability, and will continue to attempt, to secure equity and/or debt financing. There are no assurances that the Company will be successful and without sufficient financing it would be unlikely for the Company to continue as a going concern.

The ability of the Company to continue as a going concern is dependent upon its ability to successfully accomplish the plans described in the preceding paragraph and eventually secure other sources of financing and attain profitable operations. These financial statements do not include any adjustments relating to the recoverability and classification of recorded asset amounts, or amounts and classification of liabilities that might result from this uncertainty.

Note 3 - Related Party Transactions

The Company has multiple related party transactions. These related party transactions include accrued rent, accrued compensation and officer and shareholder payable. These accounts are provided for working capital purposes, and are unsecured, non-interest bearing, and have no specific terms of repayment.

For the year ended October 31, 2015, the Company has decreased the balance of accrued rent by $8,950, increased accrued compensation by $338,554, increased officer and shareholder payable by $27,844 and decreased receivables from related entity by $7,696 since the year ended October 31, 2014.

The Company issued 4,000,000 shares in a related party transaction.
For the period ended April 30, 2016, the Company has increased accrued compensation by $43,039, increased officer and shareholder payable by $240,925 since the year ended October 31, 2015.

Note 4 – Contingent Liabilities

In July 2013, the employee filed a claim with the State of California for unpaid wages. The State of California has placed a judgment against the Company for $37,574. The Company has presently recorded the amount they believe is owed to this former employee and is disputing the amount with State of California. During the year ended October 31, 2015 the State of California has increased the balance by $6,543 for additional interest and penalties. The balance of this note at April 30, 2016 was $48,960.

Note 5 - Common Stock

The beginning balance of the shares outstanding at November 1, 2013 was 47,076,523.

On January 10, 2014, the Company received $101,714 cash in exchange for 2,034,280 shares of common stock. The price per share was $0.05.

On January 10, 2014, the Company issued 7,700,000 shares of stock for services performed. The Company recognized a stock based compensation expense of $385,000. The price per share was $0.05.

On January 31, 2014, the Company received $12,250 cash in exchange for 245,005 share of common stock. The price per share was $0.05.

On April 30, 2014, the Company received $74,250 in exchange for 1,485,000 shares of common stock. The price per share was $0.05.

On October 13, 2014, the Company issued 1,562,500 share of stock. The Company has not received these funds and recorded this transaction as a stock subscription. The Company expects full payment once the S-1 is filed.

The number of common stock shares outstanding at April 30, 2015 was 60,103,308.

The number of common stock shares outstanding at July 31, 2015 was 60,103,308.

On August 2015, the Company issued 27,500,000 shares for services to related party valued at $825,000. The company also issued 7,372,650 shares to cancel debt valued at $221,179.50.

On September 2015, the Company issued 1,500,000 shares for FMW Media Works Corp. This issuance has increased the stock subscription receivable from $93,750 on October 31, 2014 to $173,750 on October 31, 2015.

On September 22, 2015, the Company completed a stock dividend of 3 additional shares of common stock for each 1 (4.1) share of common stock outstanding. The number of outstanding shares after the stock dividend is 385,903,832 shares. The par value is $0.001 per share and unchanged.

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.

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.

Note 6 – Stock Option Plan

On July 31, 2014, the Company initiated a stock option plan for its employees, directors and officers. The plan has allocated 15,000,000 shares that can be granted up to 10 years. The option price will be determined by the Board of Directors but will not be less than the fair market value of stock on that specific date. The grant period will not exceed 10 years. Since inception, the Company has not issued any stock options.

Note 7 – Payroll Liabilities

As of April 30, 2016, the Company had incurred significant unpaid payroll liabilities. The Company has unpaid federal and state payroll taxes of $165,427. The Company is currently working with the State and Federal Government in setting up payment plans. The balance of these liabilities was $156,470 on October 31, 2015. As of October 31, 2015, the Company has signed an installment agreement with Department of Treasury - Internal Revenue Service and Department of Labor and Industry, to repay the amount owed.

Note 8 – Subsequent Events

Management has evaluated events occurring between April 30, 2016 and June 14, 2016, the date that the financial statements were available to be issued, and has recognized in the financial statements the effects of all subsequent events that provide additional evidence about conditions that existed at June 14, 2016, including the estimates inherent in the processing of the financial statements.

In an agreement dated October 30, 2015 the Company issued 4,000,000 shares for VoiceFlix, Inc and 6,000,000 shares for StockVest. StockVest paid $6,000 and will provide marketing services between November 5, 2015 and February 5, 2016.

The Company also 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. The Company also entered into an agreement with A Kick-In Crowd for the exclusive license to Buster's Backyard Bar-B-Q. The company has issued 8.3 million shares for Tony Reynolds and 15 million shares for A Kick-in Crowd.

Between November 1, 2015 and February 29, 2016, the company had shareholder withdrawals, a related party transaction, in the amount of $22,701. This amount was adjusted to shareholder wage expense in the fiscal year 2016.

Between February 1, 2016 and April 30, 2016, the company had wage advance of $8,050. This amount was adjusted to wage expense in the fiscal year 2016.

ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATION.

This section of this quarterly report includes a number of forward-looking statements that reflect our current views with respect to future events and financial performance. Forward-looking statements are often identified by words like: believe, expect, estimate, anticipate, intend, project and similar expressions, or words which, by their nature, refer to future events. You should not place undue certainty on these forward-looking statements, which apply only as of the date of this report. These forward-looking statements are subject to certain risks and uncertainties that could cause actual results to differ materially from historical results or our predictions.

Our auditors have issued a going concern opinion. This means that our auditors believe there is substantial doubt that we can continue as an on-going business for the next twelve months unless we obtain additional capital to pay our bills. We have not attained profitable operations and are dependent upon obtaining financing to pursue our business plan and activities. For these reasons, our auditors stated in their report on our audited financial statements that they have substantial doubt that we will be able to continue as a going concern without further financing.

Overview

We were formed for the purpose of selling products in our retail stores located throughout the United States. We have one retail store in the State of Washington.

Our financial statements were prepared on a going concern basis, which assumes that we will be able to realize assets and discharge liabilities in the normal course of business. The ability to continue as a going concern is dependent on our ability to generate profitable operations in the future, to maintain adequate financing, and to achieve a positive cash flow. There is no assurance it will be able to meet any or all of such goals.

Results of Operations

For the three months ending April 30, 2016

Gross Profit

For the three months ended April 30, 2016, we had a gross profit of $(720) compared to a gross profit of $3,576 for the same period ended April 30, 2015. The decrease in gross profit is due to closing of our stores.

Total Operating Expenses

For the quarter ended April 30, 2016, our total operating expenses consisted of wages, advertising, taxes, professional fees, rent, and other miscellaneous expenses was $164,526, compared with total operating expenses of $140,359 for the same period ended April 30, 2015. This decrease in total operating expenses was due to the decrease in wages and other expenses which is direct result of closing the stores.

Net Loss

For the three months ended April 30, 2016, we incurred a net loss of $165,860 compared with a net loss of $136,783 for the same period ended April 30, 2015. The decrease in net loss was due to the total operating expenses.

Operating Activities

During the period ended April 30, 2016, cash used in operations was $154,956, as compared to $258,175 in April 30, 2015. During the three-month period ended April 30, 2016, we didn't issue any stock based compensation, our net loss was $153,781.

Investing Activities

During the three-month period ended April 30, 2016, we had no investing activities.

Financing Activities

During the three-month period ended April 30, 2016, we did not receive any funds from the sale of our restricted shares of common stock.

Liquidity and Capital Resources

As of April 30, 2016, we had a working capital deficit of $38,925,225, as compared to a working capital deficit of $37,361,385 at April 30, 2015. In the past, we have relied on sales of our equity securities, as well as, loans from our majority stockholder, to raise funds for our working capital requirements. We need to continue to raise additional capital in order to implement our business plan and will continue to sell additional equity and/or debt securities to accomplish this objective. There can be no assurance we will be able to raise sufficient funds to implement and sustain our business plan, or if, funds are available these funds will be on acceptable terms.

For the six-month period ending April 30, 2016

Gross Profit

For the six-month period ended April 30, 2016, we had a gross profit of $4,310, as compared to gross profits of $13,275 for the period ended April 30, 2015. The decrease in gross profit is due to the decline in sales and our transition of operations from retail store inventory sales to e-commerce.

Total Operating Expenses

For the six-month period ended April 30, 2016, our total operating expenses consisted of wages, advertising, taxes, professional fees, rent, and other miscellaneous expenses was $248,100, as compared with total operating expenses of $310,903 for the period ended April 30, 2015.

Net Loss

For the six-month period ended April 30, 2016 we incurred net losses of $243,790, as compared with a net loss of $297,628 for the same period ended April 30, 2015. The decrease in net loss was due to the decrease in the total operating expenses.

Seasonality Results

We do not expect to experience any seasonality in our operating results.

Going Concern

We have not attained profitable operations and are dependent upon obtaining financing to pursue our business plan and activities. For these reasons, our auditors stated in their report on our audited financial statements that they have substantial doubt that we will be able to continue as a going concern without further financing.

Off-Balance Sheet Arrangements

We currently do not have any off-balance sheet arrangements or financing activities with special purpose entities.

Future Financings

We will continue to rely on equity sales of our common shares in order to continue to fund our business operations. Issuances of additional shares will result in dilution to existing stockholders. There is no assurance that we will achieve any additional sales of the equity securities or arrange for debt or other financing to fund our operations and other activities.

Critical Accounting Policies and Estimates

Management's Discussion and Analysis of Financial Condition and Results of Operations discusses our financial statements, which have been prepared in accordance with accounting principles generally accepted in the United States. To prepare these financial statements, we must make estimates and assumptions that affect the reported amounts of assets and liabilities. These estimates also affect our reported revenues and expenses. On an ongoing basis, management evaluates its estimates and judgment, including those related to revenue recognition, accrued expenses, financing operations and contingencies and litigation. Management bases its estimates and judgment on historical experience and on various other factors that are believed to be reasonable under the circumstances, the results of which form the basis for making judgments about the carrying value of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates under different assumptions or conditions. The most significant accounting estimates inherent in the preparation of our financial statements are set forth in Note 1 to our audited financial statements.

Use of Estimates

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

Fair Value of Financial Instruments

The fair value of the Company's assets and liabilities, which qualify as financial instruments under Financial Accounting Standards Board (FASB) guidance regarding disclosures about fair value of financial instruments, approximate the carrying amounts presented in the accompanying consolidated balance sheets.

Inventory

Property and Equipment

Computer equipment, computer software and furniture and fixtures are stated at cost and depreciated on a straight-line basis over an estimated useful life of five years. Upon disposal, assets and related accumulated depreciation are removed from the accounts and the related gain or loss is included in results from operations.

Impairment of Long-Lived Assets and Other Intangible Assets

We evaluated the recoverability of long-lived assets with finite lives in accordance with ASC 350. Intangible assets, including purchased technology and other intangible assets, are carried at cost less accumulated amortization. Finite-lived intangible assets are being amortized on a straight-line basis over their estimated useful lives of five to ten years. ASC 350 requires recognition of impairment of long-lived assets whenever events or changes in circumstances indicate that the carrying value amount of an asset may not be recoverable. An impairment charge is recognized in the event the net book value of such assets exceeds the future undiscounted cash flows attributable to such assets. A significant impairment of finite-lived intangible assets could have a material adverse effect on our financial position and results of operations. For all periods presented, we determined that no impairment charges were incurred.

Revenue Recognition

Overview

We recognize revenue when persuasive evidence of an arrangement exists, we have delivered the product or performed the service, the fee is fixed or determinable and collection is reasonably assured. If any of these criteria are not met, we defer recognizing the revenue until such time as all criteria are met. Determination of whether or not these criteria have been met may require us to make judgments, assumptions and estimates based upon current information and historical experience.

We market our products direct to customers and have developed retail pricing for all revenue generating products. In addition, we may mark-down prices on an individual case basis to increase demand on our products, and increase our sales to boost up the market.

Advertising and Marketing Costs

We expense advertising and marketing costs as they are incurred.

Computation of (Loss) Per Share

Basic earnings (loss) per share is calculated by dividing the earnings (loss) by the weighted average number of common shares outstanding during the period. Diluted earnings (loss) per share is calculated by dividing the earnings (loss) by the weighted average number of common shares and potentially dilutive securities outstanding during the period. Potentially dilutive common shares consist of incremental common shares issuable upon exercise of stock options, warrants and shares issuable upon the conversion of convertible notes. The dilutive effect of the convertible notes is calculated under the if-converted method. The dilutive effect of outstanding shares is reflected in diluted earnings per share by application of the treasury stock method. This method includes consideration of the amounts to be paid by the employees, the amount of excess tax benefits that would be recognized in equity if the instruments were exercised and the amount of unrecognized stock-based compensation related to future services.

ITEM 3. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK.

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 4. CONTROLS AND PROCEDURES.

Under the supervision and with the participation of our management, including the Principal Executive Officer and Principal Financial Officer, we have evaluated the effectiveness of our disclosure controls and procedures as required by Exchange Act Rule 13a-15(b) as of the end of the period covered by this report. Based on that evaluation, the Principal Executive Officer and Principal Financial Officer have concluded that these disclosure controls and procedures are effective. There was no change in our internal control over financial reporting during the quarter ended April 30, 2016, that has materially affected, or is reasonably likely to materially affect, our internal control over financial reporting.

PART II. OTHER INFORMATION

ITEM 1A. RISK FACTORS.

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 6. EXHIBITS.

Exhibit	Document Description	Incorporated by reference Form	Date	Number	Filed herewith
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	5/08/15	16.1	
16.2	Letter from Gillespie & Associates, PLLC	8-K	8/21/15	16.1	
31.1	Certification of Principal Executive and Principal Financial Officer pursuant to Section 302 of the Sarbanes-Oxley Act of 2002				X
32.1	Certification of Chief Executive and Chief Financial Officer pursuant to Section 906 of the Sarbanes-Oxley Act of 2002				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

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized, on this 20 th day of June, 2016.

SEEN ON SCREEN TV INC.

BY: ***ANTOINE JARJOUR***
Antoine Jarjour
President, Principal Executive Officer, Treasurer, Principal Financial Officer, and Principal Accounting Officer

EXHIBIT INDEX

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	
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101.PRE	XBRL Taxonomy Extension – Presentation			

Exhibit 31.1

SARBANES-OXLEY SECTION 302(a) CERTIFICATION

I, Antoine Jarjour, certify that:

1. I have reviewed this Form 10-Q for the period ended April 30, 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: June 20, 2016

ANTOINE JARJOUR

Antoine Jarjour
Principal Executive Officer and Principal Financial Officer

Exhibit 32.1

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 Quarterly Report of Seen on Screen TV Inc. (the "Company") on Form 10-Q for the period ended April 30, 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 20 th day of June, 2016.

ANTOINE JARJOUR
Antoine Jarjour
Chief Executive Officer and Chief Financial Officer