MARANI BRANDS, INC.
OTC DISCLOSURE REPORT
As of December 31, 2013

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

The exact name of the Issuer is Marani Brands Inc.

Name Change history:

- Marani Brands, Inc. as of March 10, 2008
- Fit for Business, Inc. as of October 27, 2007
- Patient Data Corporation as of July 31, 2005
- Elli Tsab, Inc. on May 30, 2001

2) Address of the issuer's principal executive offices

15941 Red Hill Ave.
Tustin, CA 92780
Phone: 800-734-9619
Email: info@maranispirit.com
Website: www.maranispirit.com

3) Security Information

Common Shares
Trading Symbol: MRIB
CUSIP: 5657n106
Par or Stated Value: $0.001
Total Common shares authorized: 700,000,000 as of: 12/31/2013
Total shares Common outstanding: 421,639,026 as of: 12/31/2013

Preferred Shares
Par or Stated Value: $0.001
Total shares authorized: 10,000,000 as of: 12/31/2013
Total shares outstanding: 7,000,000 as of: 12/31/2013

Transfer Agent
Holladay Stock Transfer
2939 North 67th Place
Scottsdale, Arizona 85251
Phone: 480-480-3940

This Transfer Agent is registered under the Exchange Act and regulated by the SEC.

List any restrictions on the transfer of security:

None

Describe any trading suspension orders issued by the SEC in the past 12 months.

None

List any stock split, stock dividend, recapitalization, merger, acquisition, spin-off, or reorganization either currently anticipated or that occurred within the past 12 months:

None

4) Issuance History

On November 7, 2013 the Company issued 30,000,000 free trading shares at a cost of $0.001, per share, to Eco Investment Properties, the assignee of a portion of a certain promissory note in the amount of $30,000.
On December 9, 2013 the Company issued 28,381,380 free trading shares to Bodie Investment Group, Inc., a note holder, as repayment of $62,000 of outstanding principal.

5) Financial Statements

Marani Brands, Inc. and Subsidiary

Balance Sheets

(unaudited)

	December 31 2013	June 30 2013
Assets		
Current assets		
Cash and cash equivalents	$ 14,005	$ -
Accounts receivable-net	29,369	29,369
Inventory	103,136	105,316
Prepaid expenses and other current assets	-	-
Total current assets	146,510	134,686
Long term assets		
Furniture, net	4,000	4,800
Computers and office equipment, net	1,083	2,167
Web-site, net	6,874	13,750
Trade marks, net	56,303	60,057
Total long term assets	68,260	80,773
Total assets	214,770	215,459
Liabilities and Stockholders' Equity		
Current liabilities		
Accounts payable and accrued expenses	$ 504,187	$ 504,187
Accrued interest	262,582	
Payroll taxes payable	236,248	236,248
Notes payable	640,960	851,051
Loans payable	71,929	3,390
Convertible notes payable	23,034	83,168
Related party payable	202,077	942,864
Total current liabilities	1,941,017	2,620,909
Commitments and contingencies		
Stockholders' equity		
Preferred stock, $0.001 par value, 10,000,000 shares authorized; 6,500,000 issued and outstanding as of September 30, 2013	7,000	-
Common stock, $0.001 par value,700,000,000 shares authorized; 421,639,026 and 363,257,654 shares issued and outstanding as of December 31, 2013 and June 30, 2013	421,639	363,258
Additional paid in capital	24,135,757	23,161,138
Accumulated deficit	(26,290,643)	(25,929,845)
Total stockholders' equity	(1,726,247)	(2,405,449)
Total liabilities and stockholders' equity	$ 214,770	$ 215,459

Marani Brands, Inc. and Subsidiary

Statements of Operations

(unaudited)

	for the six months ended December 31,		for the three months ended December 31,	
	2013	2012	2013	2012
Revenue	$ -	$ -	$ -	$ -
Cost of goods sold	-	-	-	-
Gross profit	-	-	-	-
Operating expenses				
Gain on settlement of liability	-	-	-	-
General and administrative expens	281,625	91,417	141,265	90,414
Total operating expen	281,625	91,417	141,265	90,414
Loss (income) from operations				
Other expense				
Interest expense	79,174	35,180	25,012	17,777
Total other expenses	79,174	35,180	25,012	17,777
Loss (income) for the period	$ 360,799	$ 126,597	$ 166,277	$ 108,191
Basic loss (income) per share	$ 0.0009	$ 0.0003	$ 0.0004	$ 0.0003
Weighted average shares outstanding				
Basic and diluted	382,893,419	363,257,654	402,580,105	363,257,654

see accompanying notes to consolidated financial statements

Marani Brands, Inc. and Subsidiary

Statements of Changes in Stockholders' Equity

For the six months ended December 31, 2013

(unaudited)

	Preferred		Common		Additional Paid	Accumulated	Stockholders'
	Shares	Par	Shares	Par	In Capital	Deficit	Equity
Balance as of July 1, 2011	-	-	363,257,654	363,258	23,161,138	(25,952,342)	(2,427,946)
Profit for the year ended June 30, 2012	-	-	-	-	-	177,287	177,287
Balance as of June 30, 2012	-	-	363,257,654	363,258	23,161,138	(25,775,055)	(2,250,659)
Loss for the year ended June 30, 2013	-	-	-	-	-	(154,789)	(154,789)
Balance as of June 30, 2013	-	-	363,257,654	363,258	23,161,138	(25,929,844)	(2,405,448)
Preferred shares issued in exchange for debt	7,000,000	7,000	-	-	941,000	-	948,000
Common shares issued as reduction of notes payable	-	-	58,381,372	58,381	33,618	-	91,999
Loss for six months ended December 31, 2013	-	-		-	-	(360,799)	(360,799)
Balance as of December 31, 2013	7,000,000	7,000	421,639,026	421,639	24,135,756	(26,290,643)	(1,726,247)

see accompanying notes to financial statements

Marani Brands, Inc. and Subsidiary
Statements of Cash Flow

	Six months ended December 31 2013	Three months ended December 31 2013
Cash flows from operating activities		
Net loss	$ (360,799)	$ (166,277)
Adjustments to reconcile net loss to cash used in operating activities		
Accrued management fee	194,250	120,000
Depreciation expense	12,513	6,257
(Increase) decrease in current assets		
Accounts receivable		
Prepaid expenses and other current assets		
Inventory	2,180	2,180
Increase (decrease) in current liabilities:		
Accounts payable and accrued expenses	97,322	-
Net cash used in operating activities	(54,534)	(37,839)
Cash flows from investing activities		
Acquisition of property and equipment		
Cash used to repay line of credit		
Deposits		
Net cash used in investing activities	-	-
Cash flows from financing activities		
Proceeds from increase in notes payable	68,539	51,280
Proceeds from increase in loans payable		
Proceeds from convertible debt		
Repayment of finance contract		
Repayment of convertible debt		
Liquidating derivative		
Proceeds from (repayments to) related party		
Redemption of stock		
Proceeds from common stock issued for cash		
Net cash provided by financing activities	68,539	51,280
Net increase (decrease) in cash and cash equivalents	14,005	13,441
Cash and cash equivalents, beginning balance	-	564
Cash and cash equivalents, ending balance	$ 14,005	$ 14,005

see accompanying notes to financial statements

Marani Brands, Inc. and Subsidiary
Notes to Consolidated Financial Statements
(unaudited)

Note 1 – Organization, Business & Operations

History

The Company was incorporated in Nevada on May 30, 2001, under the name Elli Tsab, Inc., which was subsequently changed to Patient Data Corporation, and thereafter to Fit for Business, Inc. On March 10, 2008, the Company changed its name from Fit for Business, Inc. to Marani Brands, Inc. On March 31, 2008, the common stock underwent a 1-for-250 reverse stock split, and commenced trading on the Over the Counter Bulletin Board under the new symbol "MRIB". On March 11, 2008, the Company formed FFBI Merger Sub Corp., a California corporation, as its wholly-owned subsidiary. FFBI Merger Sub Corp. was formed by the Company for purpose of effectuating a merger transaction by and among the Company and FFBI Merger Sub Corp., on the one hand, and a California corporation known as Margrit Enterprises International, Inc. "(MEI"), on the other hand. On April 4, 2008, the Company, FFBI Merger Sub Corp. and MEI executed, and on April 7, 2008 the closed, a three party Merger Agreement. The acquisition of MEI by the Company was completed by the merger of the Company's wholly-owned subsidiary, FFBI Merger Sub Corp. with and into MEI, with MEI remaining as the surviving entity and wholly-owned subsidiary of the Company. The net effect of these transactions is a reverse merger of the Company with MEI. MEI subsequently changed its name to Marani Spirits, Inc., and continues to be the operational arm of the Company.

Business and Products

Prior to the Company's acquisition of MEI, our only business was that of its wholly-owned subsidiary, Fit for Business (Australia) Pty Limited, which is engaged in the development of overall wellness programs for the workplace in Australia. Subsequent to the merger transaction with MEI, the Company's primary business is the worldwide distribution of spirit products manufactured, primarily, in Armenia. Although the Company's current focus is the distribution of vodka, produced in Armenia, future plans include the distribution of alcohol beverage products manufactured in other countries.

Note 2 - Summary of Significant Accounting Policies

Principals of Consolidation

The consolidated financial statements for the periods ended June 30, 2013, and December 31, 2013 include the account balances of the Company and its wholly-owned subsidiary, Marani Spirits, Inc. All intercompany transactions have been eliminated in consolidation.

Basis of Presentation

The accompanying financial statements are prepared in accordance with accounting principles generally accepted in the United States of America. The Company believes that the disclosures are adequate to make the information presented, not misleading. The financial statements reflect all adjustments (consisting primarily of normal recurring adjustments) that are, in the opinion of management necessary for a fair presentation of the Company's financial position and results of operations. The operating results for the three and six months ended December 31, 2013, are not necessarily indicative of the results to be expected for any other interim period of any future year.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America 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 revenues and expenses during the reporting period. Actual results could differ from those estimates.

Cost of Sales

Cost of sales is the direct cost associated with the earning of revenue and predominantly includes the cost and transportation of obtaining inventory, the cost of packaging, the cost of obtaining permits, licenses, and other government fees and the related transportation and storage costs to deliver the product to a distributor.

Cash and Cash Equivalents

For purposes of the statements of cash flows, cash equivalents include all highly liquid investments with original maturities of three months or less which are not securing any corporate obligations. The Company maintains its cash in bank deposit accounts, which, at times, may exceed federally insured limits. The Company has not experienced any losses in such accounts.

Accounts Receivable

Accounts receivable are stated at the amount management expects to collect from outstanding balances. Accounts receivable as of December 31 and June 30, 2013, includes amounts for product provided to customers but not collected as of those dates. An allowance for doubtful accounts is provided for those accounts receivable considered to be potentially uncollectable based on historical experience and management's evaluation of outstanding accounts receivable at the end of the period. Bad debts are written off against the allowance when identified. The Company determined that an allowance of $35,431 was required as at December 31 and June 30, 2013.

Prepaid Expenses

Prepaid expenses consist primarily of short-term prepaid expenditures that will amortize within one year.

Inventory

Inventories are stated at the lower of cost or market. Cost is computed on a weighted-average basis, which approximates the first-in, first-out method; market is based upon estimated replacement costs. Costs included in inventory primarily include finished spirit product and packaging.

Property and Equipment

Property and equipment consists primarily of office and computer equipment, and is recorded at historical cost. Major additions and improvements are capitalized as additions to the property and equipment accounts, while replacements, maintenance and repairs that do not improve or extend the life of the respective assets, are expensed as incurred. Depreciation and amortization of property and equipment are computed on a straight-line basis over the following estimated useful lives:

Asset Classification	Estimated Useful Life
Furniture and office equipment	Five years
Computer equipment and software costs	Three years
Web-site	Three years
Trade marks	Ten years

Revenue Recognition

Sales of products and related costs of products sold are recognized when (i) persuasive evidence of an arrangement exists, (ii) delivery has occurred, (iii) the price is fixed or determinable and (iv) collectability is reasonably assured. These terms are typically met upon shipment of finished spirit products to the customer.

Payments received in advance of satisfaction of the relevant criteria for revenue recognition are recorded as advances from customers.

Income Taxes

Income taxes are accounted for under the asset and liability method. Deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases and operating loss 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 income in the period that includes the enactment date. A valuation allowance is provided for deferred tax assets if it is more likely than not these items will either expire before the Company is able to realize their benefits, or that future deductibility is uncertain.

Stock-Based Compensation

The Company records stock-based compensation at fair value as of the date of grant and recognizes the corresponding expense over the requisite service period (usually the vesting period), utilizing the Black-Scholes option-pricing model. The volatility component of the calculation is based on the historic volatility of the Company's stock or the expected future volatility. The expected life assumption is primarily based on historical exercise patterns and employee post-vesting termination behavior. The risk-free interest rate for the expected term of the option is based on the U.S. Treasury yield curve in effect at the time of grant.

Derivative Accounting

The Company evaluates any long-term purchase contracts pursuant to ASC 815 to determine whether they qualify for derivative accounting. There are no long-term purchase contracts as at December 31, 2013 and June 30, 2013.

Fair Value of Financial Instruments

The carrying amounts reported in the balance sheets for accounts receivable and payables, inventory and debt are a reasonable estimate of fair value because of the short period of time between the origination of such instruments and their expected realization and, if applicable, the stated rate of interest is equivalent to rates currently available.

Fair value is defined as the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date. Valuation techniques used to measure fair value maximize the use of observable inputs and minimize the use of unobservable inputs. The Company utilizes a three-level valuation hierarchy for disclosures of fair value measurements, defined as follows:

Level 1: inputs to the valuation methodology are quoted prices (unadjusted) for identical assets or liabilities in active markets

Level 2: inputs to the valuation methodology include quoted prices for similar assets and liabilities in active markets, and inputs that are observable for the assets or liability, either directly or indirectly, for substantially the full term of the financial instruments.

Level 3: inputs to the valuation methodology are unobservable and significant to the fair value

The Company does not have any assets or liabilities that are required to be measured and recorded at fair value on a recurring basis.

Loss per Common Share

Basic earnings per share are calculated dividing income available to common stockholders by the weighted average number of common shares outstanding. Diluted earnings per share are based on the assumption that all dilutive convertible shares and stock options and warrants were converted or exercised. Dilution is computed by applying the treasury stock method. Under this method, warrants and options are assumed to be exercised at the beginning of the period (or at the time of issuance, if later), and as if funds obtained thereby were used to purchase common stock at the average market price during the period. There were no dilutive shares, options or warrants outstanding as at December 31, 2013, and June 30, 2013.

Recently Adopted Accounting Pronouncements

The Company has implemented all new accounting pronouncements that are in effect and that may impact its financial statements and does not believe that there are any other new pronouncements that have been issued that might have a material impact on its financial position or results of operations.

NOTE 3 - GOING CONCERN

The accompanying financial statements have been prepared on a going concern basis which contemplates the realization of assets and the satisfaction of liabilities in the normal course of business. As shown in the financial statements, during the three and six months ended December 31, 2013 the Company incurred net losses of $166,277, and $360,799 for the three and six months ended December 31, 2013, respectively and $108,191 and $126,597 for the three and six months ended December 31, 2012. The Company's accumulated deficit was

$26,290,643 and $25,929,845 as of December 31, 2013 and June 30, 2013, respectively. If the Company is unable to generate profits and is unable to continue to obtain financing for its working capital requirements, it may have to curtail its business sharply or cease business altogether. These factors raise substantial doubt about the Company's ability to continue as a going concern.

The financial statements do not include any adjustment relating to the recoverability and classification of liabilities that might be necessary should the Company be unable to continue as a going concern.

The Company is taking certain steps to provide the necessary capital to continue its operations. These steps include, but are not limited to: 1) focus on sales to minimize the need for capital at this stage; 2) converting part of the outstanding accounts payable to equity; 3) raising equity financing; 4) continuous focus on reductions in cost where possible.

NOTE 4- ACCOUNTS RECEIVABLE AND INVENTORY

Accounts receivable consists of amounts owing by customers for product delivered to them. The Company has evaluated the potential collectability of those amounts and has determined that an allowance of $35,431 is appropriate.

The inventory consists of finished product awaiting delivery to customers.

NOTE 5 - ACCOUNTS PAYABLE AND ACCRUED EXPENSES

Accounts payable and accrued expenses consist of trade obligations which have been incurred but not paid.

NOTE 6- RELATED PARTY TRANSACTIONS

The Company has entered into employment agreements with its President and its Treasurer/Chief Financial Officer to pay them annual salaries of $180,000 and $150,000 respectively. The amounts owing were accrued during 2013.

On September 30, and October 1, 2013 the Company issued 6,500,000 of its preferred shares to its President and 500,000 of its preferred shares to its Secretary in return for their canceling $760,000 and $188,000 of the Company's obligations to them respectively.

NOTE 7 - STOCKHOLDERS' EQUITY

Common stock

During the six months ended December 31, 2013 the Company issued 58,381,372 of its restricted common shares to two note holders in return for a reduction of $114,433 of the Company's obligation to them.

NOTE 8 – SUBSEQUENT EVENTS

The Company has evaluated subsequent events through the date the financial statements were issued and has not identified any reportable events.

6) Describe the Issuer's Business, Products and Services

A. Description of the issuer's business operations:

The Company was incorporated in Nevada on May 30, 2001, under the name Elli Tsab, Inc., which was subsequently changed to Patient Data Corporation, and thereafter to Fit for Business, Inc. On March 10, 2008, the Company changed its name from Fit for Business, Inc. to Marani Brands, Inc. On March 31, 2008, the common stock underwent a 1-for-250 reverse stock split, and commenced trading on the Over the Counter Bulletin Board under the symbol "MRIB". On March 11, 2008, the Company formed FFBI Merger Sub Corp., a California corporation, as a wholly-owned subsidiary. FFBI Merger Sub Corp. was formed by the Company for purpose of effectuating a merger transaction by and among the Company and FFBI Merger Sub Corp, on the one hand, and consummated by Margrit Enterprises International, Inc. "(MEI") a California Corporation, on the other hand.

On April 4, 2008, the Company, FFBI Merger Sub Corp. and MEI entered into a merger Agreement which provided for the merger of FFBI merger sub Corp, in and to MEI on April 7, 2008 the parties closed, a three party Merger Agreement. The acquisition of MEI by the Company was completed by the merger of the Company's wholly-owned subsidiary, FFBI Merger Sub Corp. with and into MEI, with MEI remaining as the surviving entity and wholly-owned subsidiary of the Company.. MEI subsequently changed its name to Marani Spirits, Inc. Marani Spirits Inc continues to be the entity through which the Company conducts its operations, and the company serves as a holding company.

Our current business is the distribution of wine and spirit products manufactured in Armenia. In the future we may add additional alcoholic products manufactured in other countries. Our signature product is Marani Vodka, a premium vodka which is manufactured exclusively for us in Armenia. Marani Vodka is made from winter wheat harvested in Armenia, distilled three times, aged in oak barrels lined with honey and skimmed dried milk, then filtered twenty-fivetimes. Bottling of the product occurs at the Eraskh distillery in Armenia. Our vodka was awarded the gold medal in the International Spirit Competition, held in San Francisco, California, in both 2004 and 2007, the 5 Diamond Award by the American Academy of Hospitality and Sciences in March 2008 and 2009, and was officially launched in August 2006.

At this time management believes for the foreseeable future, all of the Company's products will come from a single supplier, Erashk Winery, Ltd. The Company has an Exclusive Distribution Agreement with Erashk Winery Ltd., an Armenian manufacturer of wine and other spirits, to purchase, inventory, promote, and resell any of its products world-wide.
Marani holds the Trade Mark for its brand in 22 countries outside United States.

Date and State (or Jurisdiction) of
Incorporation: Nevada on May 30, 2001
The issuer's primary and secondary SIC Codes;
Primary Code: 5182

A. the issuer's fiscal year

   end date; June 30

B. principal products or services, and their markets;

   Brand owner of Marani Vodka Spirit

7) Describe the Issuer's Facilities

The company currently shares office space at 15941 Red Hill Ave. Tustin CA. The lease is for a one year duration.

8) Officers, Directors, and Control Persons

A) Margerit Eyraud
President and Director
Ani Kevorkian
Treasurer
Ara Zartarian
Secretary

Entities owning in excess of 5%

RBC Dexia Investor Services Bank S.A. Luxembourg
c/o Bank Julius Baer & Co. Ltd. Attn: Christian Munger, Hohlstrasse 602, , CH-8010, Zurich, Switzerland
21,744,440 or 6% of the common shares outstanding

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

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

   none

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

banking activities;

none

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

none

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

none

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

none

9) Third Party Providers

Legal Counsel

Roy Toulan
Toulan Law Office
5 Blackburn Center, Suite 14
Gloucester, MA 01930-2259
978-865-3286 line
978-548-6916 fax
www.rdtlaw.info

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

(none)

10) Certification

We, Margrite Eyraud and Ani Kevorkian, certify:

1. We have reviewed this initial discloser report of Marani Brands, Inc.;

2. Based on our knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and

3. Based on our knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

February 13, 2013

“/s/ Margrite Eyraud” CEO/Pres

“/s/Ani Kevorkian” CFO