

QUARTERLY DISCLOSURE REPORT
JUNE 30, 2015
UNAUDITED

CONTENTS

Page:

OTC PINK BASIC DISCLOSURE GUIDELINES 2

INTERIM FINANCIAL STATEMENTS:

- Consolidated Balance Sheet (unaudited), June 30, 2015 and December 31, 2014 9
- Consolidated Statements of Earnings (unaudited), for the three and six months ended June 30, 2015, and 2014 11
- Consolidated Statement of Stockholder's Equity (unaudited), for the six months ended June 30, 2015 and the year ended December 31, 2014 12
- Consolidated Statements of Cash Flows (unaudited), for the six months ended June 30, 2015 and 2014..... 13
- Notes to Consolidated Financial Statements (unaudited) 14

SUPPLEMENTAL INFORMATION:

- Management Discussion and Analysis 26
- Legal Proceedings 27
- Defaults Upon Senior Securities 27
- Exhibits 27

OTC PINK BASIC DISCLOSURE GUIDELINES

1. NAME OF THE ISSUER AND ITS PREDESSORS (IF ANY):
   Armanino Foods of Distinction, Inc. (The Company)

2. ADDRESS OF THE ISSUER'S PRINCIPAL EXECUTIVE OFFICES:
   Company Headquarters:
   Address 1: 30588 San Antonio Street
   Address 2: Hayward, CA 94544
   Phone: (510) 441-9300
   Email: amnf@armaninofoods.com
   Website(s): www.armaninofoods.com

   IR Contact:
   Address 1: 30588 San Antonio Street
   Address 2: Hayward, CA 94544
   Phone: (510) 441-9300
   Email: amnf@armaninofoods.com
   Website(s): www.armaninofoods.com

3. SECURITY INFORMATION:
   a. Trading Symbol: AMNF

   b. Title and class of securities outstanding: Common Stock
      CUSIP: 042166801
      Par or Stated Value: no par

	June 30, 2015	June 30, 2014	June 30, 2013
Common Shares authorized	40,000,000	40,000,000	40,000,000
Common Shares outstanding(1)	32,065,645	32,065,645	32,092,360
Freely tradable shares	30,203,203	30,203,203	29,740,803
# of beneficial shareholders (2)	1,300	1,300	1,300
# of shareholders of record	120	124	125

(1) Common stock shares outstanding are calculated as follows:

	June 30, 2015	*June 30, 2014*	*June 30, 2013*
Common shares outstanding on record with Transfer Agent	*32,065,645*	*32,065,645*	*32,092,360*
Less common stock held in treasury	*-*	*-*	*<26,715>*
Common shares outstanding	*32,065,645*	*32,065,645*	*32,065,645*

(2) The number of beneficial shareholders for each year represent estimates, only, as the actual information is not readily available.

c. Additional class of securities: Preferred Stock
CUSIP: 042166801
Par or Stated Value: no par

	June 30, 2015	June 30, 2014	June 30, 2012
Shares authorized	10,000,000	10,000,000	10,000,000
Shares outstanding	-	-	-
Freely tradable shares	-	-	-
# of beneficial shareholders	-	-	-
# of shareholders of record	-	-	-

d. Transfer Agent:
Name: Computershare Trust Company, N.A.
Address 1: 250 Royall Street
Address 2: Canton, MA 02021
Phone: (303) 262-0710

e. Is the Transfer Agent registered under the Exchange Act? Yes: ☒ No: ☐

f. Restrictions on the transfer of security:
1,862,442 shares of common stock are restricted as of 6/30/15; 1,862,442 shares as of 6/30/14; and, 2,133,302 shares as of as of 6/30/13.

g. Trading suspension orders issued by the SEC in the past 12 months: None

h. 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
The Company had no events which resulted in changes in total shares outstanding by the issuer in the past two fiscal years and any interim period, including offerings of equity securities, debt convertible into equity securities, whether private or public, and all shares or any other securities or options to acquire such securities issued for services.

5. FINANCIAL STATEMENTS

The Company's financial statements are prepared in accordance with US GAAP. Refer to the Company's interim financial statements starting on page 9.

6. ISSUER'S BUSINESS, PRODUCTS, AND SERVICES

   a. Issuer's business operations:
   The Company is currently engaged in the production of upscale and innovative frozen food products, including pesto and other sauces, stuffed pasta products, and cooked meat products.

   b. Date and State (or Jurisdiction) of Incorporation:
   Colorado, 1986

   c. Issuer's primary and secondary SIC Codes:
   2030

   d. Issuer's fiscal year end date:
   December 31

   e. Principal products or services, and their markets:
   The Company's line of frozen products presently includes pesto sauces, stuffed pastas and pasta sheets, as well as value-added specialty Italian pastas, and cooked meat products.

7. ISSUER'S FACILITIES

The Company leases approximately 24,375 square feet of office, production and warehouse space located at 30588 San Antonio Street, Hayward, California, 94544. The Company also leases approximately 7,408 square feet of additional office and warehouse space located at 30641 San Antonio Street, Hayward, California, 94544. Except for a Co2 tank which it leases, the Company owned all of its manufacturing equipment as of June 30, 2015.

8. OFFICERS, DIRECTORS, AND CONTROL PERSONS

   a. Name of Officers, Directors, and Control Persons:

Name	Business Address	Positions and Offices Held & Term as a Director	Shares Owned
Edmond J. Pera	30588 San Antoio Street Hayward, CA 94544	President and Chief Executive Officer since February 2009. Also, Secretary, Treasurer until February 2009, and Director since August 2000. Serve as Chief Operating Officer (Principal Financial Officer) from May 2003 to February 2009.	450,000
Douglas R. Nichols	30588 San Antoio Street Hayward, CA 94544	Chairman of the Board since February 2009. Previously served as Director since June 2001.	1,451,212
John Micek III	30588 San Antoio Street Hayward, CA 94544	Director since February 1988.	142,960
David B. Scatena	30588 San Antoio Street Hayward, CA 94544	Director since February 1988 and Vice Chairman of the Board since February 1999.	8,280
Joseph F. Barletta	30588 San Antoio Street Hayward, CA 94544	Director since December 1999.	-
Patricia A. Fehling	30588 San Antoio Street Hayward, CA 94544	Director since December 2004.	100,000
Deborah Armanino LaBlanc	30588 San Antoio Street Hayward, CA 94544	Director and Secretary since February 2009.	974,044

b. Legal/Disciplinary History – persons who have, in the last five years, been the subject of:
   - A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses): None
   - 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
   - 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: None
   - 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 -- 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: None

9. THIRD PARTY PROVIDERS

a. Legal Counsel
Name: Mark Cassanego
Firm: Carr McClellanP.C.
Address 1: 216 Park Road
Address 2: Burlingame, CA 94011-0513
Phone: (650) 342-9600
Email: amnf@armaninofoods.com

b. Accountant or Auditor
Name: Alan Gregory
Firm: Gregory & Associates, LLC
Address 1: 4397 South Albright Drive
Address 2: Salt Lake City, UT 84124
Phone: (801) 277-2763
Email: alan@gandacpa.com

10. ISSUER CERTIFICATION

I, Edmond J. Pera certify that:

(i) I have reviewed this quarterly disclosure statement of Armanino Foods of Distinction, Inc.;

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

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

August 14, 2015
/s/Edmond J Pera
CEO

10. ISSUER CERTIFICATION (Continued)

I, Edgar Estonina certify that:

(i) I have reviewed this quarterly disclosure statement of Armanino Foods of Distinction, Inc.;

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

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

August 14, 2015
/s/Edgar Estonina
CFO

INTERIM FINANCIAL STATEMENTS

BALANCE SHEET

	As of June 30, 2015	As of December 31, 2014
CURRENT ASSETS:		
Cash	$ 3,600,134	$ 2,971,964
Certificates of Deposit	1,110,462	1,109,088
Accounts Receivable, net	4,289,969	3,630,280
Inventories	2,260,412	2,792,436
Prepaid Expenses	260,166	447,288
Current Deferred Tax Asset	98,715	98,715
Total Current Assets	11,619,858	11,049,771
PROPERTY AND EQUIPMENT, net accumulated depreciation	1,311,987	1,140,720
OTHER ASSETS:		
Deposits	20,000	20,000
Goodwill	375,438	375,438
Trademarks	21,892	19,081
Total Other Assets	417,330	414,519
Total Assets	$ 13,349,175	$ 12,605,010

The accompanying notes are an integral part of these financial statements

	As of June 30, 2015	As of December 31, 2014
CURRENT LIABILITIES:		
Line of Credit Payable	$ -	$ -
Notes Payable - Current Portion	393,366	418,676
Accounts Payable - Trade	1,656,843	1,735,394
Accrued Payroll and Payroll Taxes	582,304	503,377
Other Accrued Liabilities	3,348	5,027
Dividends Payable	577,182	577,182
Accrued Income Taxes	-	-
Total Current Liabilities	3,213,043	3,239,656
Notes Payable and Long-Term Debt	212,988	393,366
Deferred Tax Liability	45,998	44,931
Other Long-Term Liabilities	751	1,957
Total Long Term Liabilities	259,737	440,254
Total Liabilities	3,472,780	3,679,910
STOCKHOLDERS' EQUITY:		
Preferred Stock; no par value, 10,000,000 shares authorized, no shares issued and outstanding	-	-
Common Stock; no par value, 40,000,000 shares authorized, 32,065,645 32,065,645 shares issued and outstanding at June 30, 2015 and December 31, 2014, respectively	2,774,990	2,774,990
Additional Paid-in Capital	48,202	48,202
Accumulated Other Comprehensive Income	(2,582)	(4,400)
Retained Earnings	7,055,785	6,106,308
Total Stockholders' Equity	9,876,395	8,925,100
Total Liabilities and Stockholders' Equity	$ 13,349,175	$ 12,605,010

The accompanying notes are an integral part of these financial statements

ARMANINO FOODS OF DISTINCTION, INC.
QUARTERLY REPORT
JUNE 30, 2015
UNAUDITED

STATEMENT OF EARNINGS

	For the Three Months Ended June 30,		For the Six Months Ended June 30,	
	2015	2014	2015	2014
NET SALES	9,010,012	7,664,883	$ 17,153,829	$ 14,971,208
COST OF GOODS SOLD	5,700,031	4,769,512	10,928,675	9,362,107
GROSS PROFIT	3,309,981	2,895,371	6,225,154	5,609,101
OPERATING EXPENSES:				
General, administrative and selling expense	480,496	406,023	973,144	851,913
Salaries & wages	678,221	630,843	1,344,529	1,277,473
Commissions	305,384	274,795	518,037	504,074
Total Operating Expense	1,464,101	1,311,661	2,835,710	2,633,460
INCOME FROM OPERATIONS	1,845,880	1,583,710	3,389,444	2,975,641
OTHER INCOME (EXPENSE)				
Interest and other income	29,251	18,518	59,323	37,086
Interest (expense)	(6,663)	(10,997)	(14,322)	(23,228)
Total Other Income (Expense)	22,588	7,521	45,001	13,858
INCOME BEFORE INCOME TAXES	1,868,468	1,591,231	3,434,445	2,989,499
CURRENT TAX EXPENSE	724,375	616,080	1,330,606	1,156,905
DEFERRED TAX (BENEFIT)	-	-	-	-
NET INCOME	$ 1,144,093	$ 975,151	$ 2,103,839	$ 1,832,594
Derivative instrument acounted for as a hedge, net of tax of $558, $728, $1,067 and $1,472, respectively	949	1,240	1,818	2,506
COMPREHENSIVE INCOME	$ 1,145,042	$ 976,391	$ 2,105,657	$ 1,835,100
EARNINGS PER COMMON AND EQUIVALENT SHARES:				
BASIC EARNINGS PER SHARE	$ 0.036	$ 0.030	$ 0.066	$ 0.057
WEIGHTED AVERAGE COMMON SHARES OUTSTANDING	32,065,645	32,065,645	32,065,645	32,065,645
DILUTED EARNINGS PER SHARE	$ 0.036	$ 0.030	$ 0.066	$ 0.057
WEIGHTED AVERAGE COMMON SHARES OUTSTANDING ASSUMING DILUTION	32,065,645	32,065,645	32,065,645	32,065,645

The accompanying notes are an integral part of these financial statements

STATEMENT OF STOCKHOLDER'S EQUITY

	Common Stock		Additional Paid-in	Accumulated Other Comprehensive	Retained
	Shares	Amount	Capital	Income	Earnings
BALANCE, December 31, 2013	32,065,645	$ 2,774,990	$ 48,202	$ (9,123)	$ 4,439,596
Dividends on common shares	-	-	-	-	(2,180,464)
Derivative instrument acounted for as a hedge net of tax of $2,774	-	-	-	4,723	-
Net income for the year ended December 31, 2014	-	-	-	-	3,847,176
BALANCE, December 31, 2014	32,065,645	$ 2,774,990	$ 48,202	$ (4,400)	$ 6,106,308
Dividends on common shares	-	-	-	-	(1,154,362)
Derivative instrument acounted for as a hedge net of tax of $1,067	-	-	-	1,818	-
Net income for the six months ended June 30, 2015	-	-	-	-	2,103,839
BALANCE, June 30, 2015	32,065,645	$ 2,774,990	$ 48,202	$ (2,582)	$ 7,055,785

The accompanying notes are an integral part of these financial statements

STATEMENT OF CASH FLOW

	For the Six Months June 30, 2015	For the Six Months June 30, 2014
Cash Flows from Operating Activities:		
Net Income	$ 2,103,839	$ 1,832,594
Adjustments to reconcile net income to net cash provided by operations:		
Depreciation and amortization	136,157	119,473
Changes in assets and liabilities:		
(Increase) decrease in accounts receivable	(659,689)	(346,190)
(Increase) decrease in inventory	532,023	(249,061)
(Increase) decrease in prepaid expenses	184,310	(360,524)
Increase (decrease) in accounts payable, accrued expenses, and taxes payable	378	194,132
Total Adjustments	193,179	(642,170)
Net Cash Provided by Operating Activities	2,297,018	1,190,424
Cash Flows from Investing Activities:		
Purchase of property and equipment	(304,613)	(19,118)
Purchase of Trademarks	(2,811)	-
Proceeds (Purchase) of certificates of deposit	(1,374)	-
Net Cash Used by Investing Activities	(308,798)	(19,118)
Cash Flows from Financing Activities:		
Payments on notes payable	(205,688)	(197,233)
Dividends paid	(1,154,362)	(1,026,106)
Net Cash Used by Financing Activities	(1,360,050)	(1,223,339)
Net Increase (Decrease) in Cash and Cash Equivalents	628,170	(52,033)
Cash and Cash Equivalents at Beginning of Period	2,971,964	2,345,737
Cash and Cash Equivalents at End of Period	$ 3,600,134	$ 2,293,704
Supplemental Disclosures of Cash Flow Information:		
Cash paid during the period for:		
Interest	$ 14,322	$ 23,228
Income Taxes	$ 329,594	$ 1,153,000

The accompanying notes are an integral part of these financial statements

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Business and Basis of Presentation - The consolidated financial statements include the accounts of Armanino Foods of Distinction, Inc. (the "Company"), which engages in the production and marketing of upscale and innovative food products, including primarily frozen pesto sauces, frozen pasta products, cooked and frozen meat and poultry products, garlic spreads and its wholly-owned dormant subsidiary AFDI, Inc. which was incorporated in May 1995.

Consolidation - All significant inter-company accounts and transactions have been eliminated in consolidation.

Cash and Cash Equivalents - The Company considers all highly liquid debt instruments purchased with a maturity of three months or less to be cash equivalents. The Company had $3,348,460 and $2,514,989 in excess of federally insured amounts in its bank accounts at June 30, 2015 and December 31, 2014.

Certificates of Deposit and Treasury Bills - The Company accounts for investments in debt and equity securities in accordance with Financial Accounting Standards Board ("FASB") Accounting Standards Codification ("ASC") ASC Topic 320 Investments – Debt and Equity Securities. Under Topic 320 the Company's certificates of deposit and treasury bills (debt securities) have been classified as held-to-maturity and are recorded at amortized cost. Held-to-maturity securities represent those securities that the Company has both the positive intent and ability to hold until maturity. At June 30, 2015 and December 31, 2014, the Company had certificates of deposit with a purchase value totaling $1,108,701 and $1,105,627, and fair value totaling $1,110,462 and $1,109,088 and mature through November, 2016.

Accounts Receivable - Accounts receivable consist of trade receivables arising in the normal course of business. At June 30, 2015 and December 31, 2014, the Company has established an allowance for doubtful accounts of $10,000 and $10,000, respectively, which reflects the Company's best estimate of probable losses inherent in the accounts receivable balance. The Company determines the allowance based on known troubled accounts, historical experience, and other currently available evidence. Amounts written off for the years presented are insignificant for disclosure.

Inventory - Inventory is carried at the lower of cost or market, as determined on the first-in, first-out method.

Property and Equipment - Property and equipment are stated at cost. Expenditures for major renewals and betterments that extend the useful lives of property and equipment are

capitalized, upon being placed in service. Expenditures for maintenance and repairs are charged to expense as incurred. Depreciation is computed for financial statement purposes on a straight-line basis over the estimated useful lives of the assets which range from two to twenty-five years (See Note 4).

Intangible Assets – Intangible assets consist of Goodwill and indefinite life intangible assets which include proprietary formulas and trademarks. Goodwill represents the excess of purchase price paid over the fair market value of identifiable net assets of companies acquired. The Company accounts for goodwill and indefinite life intangible assets in accordance with FASB ASC Topic 350, “Goodwill and Other Intangible Assets” and accordingly tests these assets at least annually for impairment.

Revenue Recognition and Sales Incentives - The Company's accounts for revenue recognition in accordance with the Securities and Exchange Commission Staff Accounting Bulletin No. 101, "Revenue Recognition in Financial Statements" (SAB 101), FASB ASC 605. The Company recognizes revenue when rights and risk of ownership have passed to the customer, when there is persuasive evidence of an arrangement, product has been shipped or delivered to the customer, the price and terms are finalized, and collections of resulting receivable is reasonably assured. Products are primarily shipped FOB shipping point at which time title passes to the customer. In some instances the Company uses common carriers for the delivery of products. In these arrangements, sales are recognized upon delivery to the customer. The Company's revenue arrangements with its customers often include early payment discounts and such sales incentives as trade allowances, promotions and co-operative advertising. These sales incentives are recorded at the later of when revenue is recognized or when the incentives are offered. Sales incentives that do not provide an identifiable benefit or provide a benefit where the Company could not have entered into an exchange transaction with a party other than the customer are netted against revenues. Incentives providing an identifiable benefit, where the Company could have entered into the same transaction with a party other than the customer, are classified under "General, administrative and selling expenses" in the Operating Expenses section of the Consolidated Statements of Earnings.

Net sales comprised of the following for the six months ending June 30, 2015 and 2014:

	For the Three Months Ended		For the Six Months Ended	
	June 30, 2015	June 30, 2014	June 30, 2015	June 30, 2014
Gross Sales	$ 10,574,281	$ 8,878,875	$ 19,967,072	$ 17,264,848
Less: Discounts	(153,169)	(138,037)	(284,652)	(255,749)
Slotting	(1,240)	(2,629)	(3,546)	(5,001)
Promotions	(1,409,860)	(1,073,326)	(2,525,045)	(2,032,890)
Net Sales	$ 9,010,012	$ 7,664,883	$ 17,153,829	$ 14,971,208

Advertising Cost - Cost incurred in connection with advertising of the Company's products are expensed as incurred. Such costs amounted to $1,480, $1,480, 1,480 and $1,480 for the three and six months ending June 30, 2015 and 2014, respectively.

Research and Development Cost - The Company expenses research and development costs for the development of new products as incurred. Included in general and administrative expense for the three months at June 30, 2015 and 2014 are $4,984, $8,894, respectively, of research and development costs; $2,208 and $19,547, respectively, for the six months ending June 30, 2015 & 2014.

Income Taxes - The Company accounts for income taxes in accordance with FASB ASC Topic 740 for Income Taxes. This statement requires an asset and liability approach for accounting for income taxes.

Earnings Per Share – The Company calculates earnings per share in accordance with FASB ASC 260 Earnings Per Share. Basic earnings per common share (EPS) are based on the weighted average number of common shares outstanding during each period. Diluted earnings per common share are based on shares outstanding (computed as under basic EPS) and potentially dilutive common shares. Potential common shares included in the diluted earnings per share calculation include in-the-money stock options that have been granted but have not been exercised.

Fair Value of Financial Instruments - The Company accounts for fair value measurements for financial assets and financial liabilities in accordance with FASB ASC Topic 820. The authoritative guidance, which, among other things, defines fair value, establishes a consistent framework for measuring fair value and expands disclosure for each major asset and liability category measured at fair value on either a recurring or nonrecurring basis. Fair value is defined as the exit price, representing the amount that would either be received to sell an asset or be paid to transfer a liability in an orderly transaction between market participants. As such, fair value is a market-based measurement that should be determined based on assumptions that market participants would use in pricing an asset or liability. As a basis for considering such assumptions, the guidance establishes a three-tier fair value hierarchy, which prioritizes the inputs used in measuring fair value as follows:

- Level 1. Observable inputs such as quoted prices in active markets for identical assets or liabilities;
- Level 2. Inputs, other than the quoted prices in active markets, that are observable either directly or indirectly; and
- Level 3. Unobservable inputs in which there is little or no market data, which require the reporting entity to develop its own assumptions.

Unless otherwise disclosed, the fair value of the Company's financial instruments including cash, accounts receivable, prepaid expenses, accounts payable, accrued expenses and notes

payable approximates their recorded values due to their short-term maturities.

Accounting 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, the disclosures 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 estimated.

Stock Options - The Company accounts for the stock option issued in accordance with FASB ASC Topic 718, Stock Compensation, accordingly the fair value of options issued is recognized over the vesting period of the underlying options.

Recent Accounting Pronouncements - Recent accounting pronouncements issued by the FASB did not or are not believed by management to have a material impact on the Company's present or future financial statements.

NOTE 2 - RELATED PARTY TRANSACTIONS

During the three and six months ending June 30, 2015 and 2014, the Company paid accounting fees of $5,600 $7,985, $8,005 and $7,985 respectively to a company controlled by a director/shareholder. Services provided by this accounting firm are in the area of tax preparation and related services, management and business consulting. No audit services were provided by this company.

NOTE 3 - INVENTORY

Inventory consists of the following at June 30, 2015 and December 31, 2014:

	June 30, 2015	December 31, 2014
Raw Materials and Supplies	1,048,736	1,015,334
Finished Goods	1,236,676	1,802,102
Reserve for Obsolescence	(25,000)	(25,000)
Net Inventory	$ 2,260,412	$ 2,792,436

NOTE 4 - PROPERTY AND EQUIPMENT

Property and equipment consists of the following at June 30, 2015 and December 31, 2014:

	Useful Life	June 30, 2015	December 31, 2014
Office equipment & furniture	2 – 10	506,270	454,482
Machinery and equipment	5 – 20	5,182,634	5,091,745
Vehicles	7	45,989	45,989
Leasehold improvements	3 – 25	2,249,070	2,084,323
		7,983,963	7,676,539
Less Accumulated Depreciation		(6,671,976)	(6,535,819)
Net Property and Equipment		$ 1,311,987	$ 1,140,720

Depreciation expense amounted to $71,448, $59,289, $136,157 and $119,473 for the three and six months ending June 30, 2015 and 2014, respectively.

NOTE 5 - INTANGIBLE ASSETS

Goodwill

Goodwill represents the excess of the cost of purchasing Alborough, Inc. over the fair market value of the assets on May 20, 1996 less applicable amortization prior to the adoption of FASB ASC Topic 350. At June 30, 2015 and December 31, 2014, Goodwill amounted $375,438.

Trademarks

Trademarks represents the current costs incurred in seeking registration in the United States and in certain foreign countries for certain of the Company's trademarks. At June 30, 2015 and December 31, 2014, Trademarks amounted $21,892, and $19,081.

During the six months ended June 30, 2015, the Company tested the Company's Goodwill and Trademarks for impairment in accordance with FASB ASC Topic 350. The Company used the quoted market price of its stock and projected earnings from the underlying assets purchased to test goodwill and trademarks for impairment and determined that the Company's goodwill and Trademarks were not impaired.

NOTE 6 - LEASES

Operating Leases - In February 2012, the Company amended and restated its lease agreement for 30588 San Antonio Street in Hayward. Under the amended and restated lease agreement the expiration of the lease term on this building will be extended from August 9, 2014, to December 31, 2016, with an option to extend the lease for another five years thereafter. The monthly base rent from August 10, 2013 through December 31, 2016, is $18,997. If the Company elects to extend the lease agreement for another five years after December 31,

2016, the base rent will be set at the prevailing fair market rental value, but not less than $18,997. The Company also leases equipment under an operating lease expiring upon 90 days written notice.

The future minimum lease payments for non-cancelable operating leases having remaining terms in excess of one year as of June 30, 2015 are as follows:

Year Ended December 31,	
2015	$ 144,172
2016	289,640
2017	-
2018	-
2019	-
Thereafter	-
	$ 433,812

Lease expense charged to operations were $72,136, $71,771, $144,172 and $143,543 for the three months ending June 30, 2015 and 2014, respectively.

NOTE 7 – LINE OF CREDIT

Note Payable - On April 29, 2011, the Company entered into a swap agreement which enabled the Company to effectively lock in a fixed 4.5% interest rate on the $1,000,000 which it had drawn through June 30, 2011, from its $2,000,000 line of credit. Under the terms, $1,000,000 of the line is payable over a 5 year amortization period starting on June 2, 2011 and has been recorded as a note payable in the accompanying financial statements.

On May 2, 2012, the Company entered into another swap agreement which enabled it to effectively lock in a fixed 3.9% interest rate on the remaining $1,000,000 from its $2,000,000 line of credit, which it had drawn through June 30, 2012. Under the terms, the remaining $1,000,000 of the line is payable over a 5 year amortization period starting on June 4, 2012 and has been recorded as a note payable in the accompanying financial statements.

At June 30, 2015 and December 31, 2014, there was $709,928 and $812,042 outstanding on the note.

Future Maturities of the note payable at June 30, 2015 are as follows:

Year Ended December 31,	
2015	$ 212,988
2016	303,417
2017	89,949
2018	-
2019	-
Thereafter	-
	$ 606,354

NOTE 8 - DERIVATIVE FINANCIAL INSTRUMENTS

In the normal course of business, the Company is exposed to certain risks related to fluctuations in interest rates. The Company uses a derivative contract interest rate swaps, to manage risks from these market fluctuations. The financial instruments used by the Company are straight-forward, non-leveraged instruments. The counterparties to these financial instruments are financial institutions with strong credit ratings. The Company maintains control over the size of positions entered into with any one counterparty and regularly monitors the credit ratings of these institutions.

Interest Rate Risk

The Company is exposed to changes in interest rates on its $2,000,000 Note payable / Line of Credit. In order to manage this risk, on April 29, 2011, and May 2, 2012 the Company entered into a five year interest rate swap agreement to manage interest costs and the risk associated with changing interest rates. The Company designated this interest rate swap as a cash flow hedge of floating rate borrowings and expects the hedge to be highly effective in offsetting fluctuations in the designated interest payments resulting from changes in the benchmark interest rate. The gains and losses on the designated swap agreement will offset changes in the interest rate of the $2,000,000 Note payable / line of credit, which enabled the Company to effectively lock in a fixed 4.5% interest rate on the $1,000,000 which it had drawn through June 30, 2011, and to effectively lock in a fixed 3.9% interest rate on the remaining $1,000,000 of the $2,000,000 Note payable / line of credit which it had drawn down through June 30, 2012. The Company formally documented the effectiveness of this qualifying hedge instrument (both at the inception of the swap and on an ongoing basis) in offsetting changes in cash flows of the hedged transaction. The fair value of the interest rate swap is calculated as described in Note 9, “Fair Value of Financial Instruments”, taking into consideration current interest rates and the current creditworthiness of the counterparties or the Company, as applicable.

As a result of this swap, the Company will pay interest at a fixed rate and receive payment at a variable rate beginning on April 29, 2011 and May 2, 2012. The swap effectively fixes the interest rate to 4.5% on $1,000,000 and 3.9% on the remaining $1,000,000 under the Note Payable, with the outstanding balance subject to the swap declining over time. The interest rate swap expires on April 29, 2016 and May 2, 2017. The effective portion of the change in

value of the swap is reflected as a component of comprehensive income and recognized as Interest expense, net as payments are paid or accrued. The remaining gain or loss in excess of the cumulative change in the present value of the future cash flows of the hedged item, if any (i.e., the ineffective portion) or hedge components excluded from the assessment of effectiveness are recognized as Interest expense, net during the current period.

Under the terms, $1,000,000 of the line is payable over a 5 year amortization period starting on June 2, 2011 and the remaining $1,000,000 is payable over a 5 year amortization period starting May 2, 2012 and have been recorded as a note payable in the accompanying financial statements.

As of June 30, 2015, the fair value of the Company's derivative instruments were recorded as follows:

	June 30, 2015	
	Balance Sheet Location	Fair Value
Derivatives designated as hedging instruments		
Interest rate swap – current	Accrued expenses and other current liabilities	$ 3,348
Interest rate swap – non-current	Other non-current liabilities	751
Total		$ 4,099

The effect of derivative instruments on the Consolidated Statements of Income for the three months ended June 30, 2015 and 2014was as follows:

Derivatives Designated as Cash Flow Hedging Relationships	Amount of Gain/(Loss) Recognized in Accumulated OCL on Derivative (Effective Portion)	Location of Gain/(Loss) Reclassified from Accumulated OCL into Income (Effective Portion)	Amount of Gain/(Loss) Reclassified from Accumulated OCL into Income (Effective Portion)	Location of Gain/(Loss) Recognized in Income on Derivative (Ineffective Portion and Amount Excluded from Effectiveness Testing)	Amount of Gain/(Loss) Recognized in Income on Derivative (Ineffective Portion and Amount Excluded from Effectiveness Testing)
For the six months ended June 30, 2015:					
Interest rate swap	$ 2,885	Interest expense	$ 2,885	Interest expense	$ -
For the six months ended June 30, 2014:					
Interest rate swap	$ 3,978	Interest expense	$ 3,978	Interest expense	$ -

NOTE 9 – FAIR VALUE OF FINANCIAL INSTRUMENTS

The Fair Value Measurement and Disclosure Topic of FASB and ASC:

- Defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, and establishes a framework for measuring fair value;
- Establishes a three-level hierarchy for fair value measurement based upon the transparency of inputs to the valuation as of the measurement date;
- Expands disclosures about financial instruments measured at fair value.

Financial assets and financial liabilities record on the Balance sheet at fair value are categorized based on the reliability of inputs to the valuation techniques as follows:

Level 1: Financial assets and financial liabilities whose values are based on unadjusted quoted prices for identical assets or liabilities in an active market that the Company can access.

Level 2: Financial assets and financial liabilities whose values are based on the following:

Quoted prices for similar assets or liabilities in active markets; Quoted prices for identical or similar assets or liabilities in non-active markets or Valuation models whose inputs are observable, directly or indirectly, for substantially the full term of the assets or liability

Level 3: Financial assets and financial liabilities whose values are based on prices or valuation techniques that require inputs that are both unobservable and significant to the overall fair value measurement. These inputs may reflect our estimates of the assumptions that market participants would use in valuing the financial assets and financial liabilities.

The following tables summarize Level 1, 2 and 3 financial assets and financial (liabilities) by their classification in the Statement of Financial Position:

As of June 30, 2015	Level 1	Level 2	Level 3
Interest Rate Swap liability	-	(4,099)	-
Total	-	(4,099)	-

As of December 31, 2014	Level 1	Level 2	Level 3
Interest Rate Swap	-	(6,984)	-
Total	-	(6,984)	-

NOTE 10 - AGREEMENTS AND COMMITMENTS

Manufacturing - Certain of the Company's products are manufactured and packaged on a "co-pack" or "toll-pack" basis by third parties at agreed upon prices. The agreements with the co-packers have terms of one year and allow for periodic price adjustments. These agreements generally allow for either party to give a two months cancellation notice.

401(K) Profit Sharing Plan - The Company has a 401(K) profit sharing plan and trust that covers all employees. The Company matches 50% up to a maximum of 7% deferral. Any employees who are employed by the Company during a six consecutive month period and have reached age 21 are eligible to participate in the plan. The plan became effective January 1, 1993 and has a plan year of January 1 through December 31. During the three months ending June 30, 2015 and 2014 the Company matching contributions to the plan expensed were $19,882 and $17,725, respectively. For the six months ending June 30, 2015 and 2014 the Company matching contributions were $37,119 and $32,882.

NOTE 11 - INCOME TAXES

The Company accounts for income taxes in accordance with FASB ASC Topic 740 which requires the Company to provide a net deferred tax asset or liability equal to the expected future tax benefit or expense of temporary reporting differences between book and tax accounting and any available operating loss or tax credit carry forwards. At June 30, 2015, and December 31, 2014, the total of all deferred tax assets was $98,715, and $98,715 respectively, and the total of the deferred tax liabilities was $45,998, and $44,931, respectively. The amount of and ultimate realization of the benefits from the deferred tax assets for income tax purposes is dependent, in part, upon the tax laws in effect, the Company’s future earnings, and other future events, the effects of which cannot be determined.

The temporary differences, tax credits and carry forwards gave rise to the following deferred tax asset at June 30, 2015, and December 31, 2014:

	June 30, 2015	December 31, 2014
Inventory 263A adjustment	$ 38,041	$ 38,041
Reserve for accrued vacation	60,674	60,674
	98,715	98,715
Excess of tax over book depreciation	(47,515)	(47,515)
Other	1,517	2,584
	(45,998)	(44,931)
	$ 52,717	$ 54,084

Management estimates that the Company will generate adequate net profits to use the deferred tax assets, consequently, a valuation allowance has not been recorded.

The Company files U.S. federal, and California state income tax returns, and we are generally no longer subject to tax examinations for years prior to 2010 for U.S. federal and U.S. states tax returns.

NOTE 12 - EARNINGS PER SHARE

The following data shows the amounts used in computing earnings per share and the effect on income and the weighted average number of shares of potential dilutive common stock:

	For the Three Months Ended June 30,		For the Six Months Ended June 30,	
	2015	2014	2015	2014
Net Income	$ 1,144,093	$ 975,151	$ 2,103,839	$ 1,832,594
Weighted average number of common shares outstanding used in basic earnings per share	32,065,645	32,065,645	32,065,645	32,065,645
Effect of dilutive securities: Stock Options	-	-	-	-
Weighted average number of common shares and pontential dilutive shares outstanding used in diluted earnings per share	32,065,645	32,065,645	32,065,645	32,065,645

For the three and six months ended June 30, 2015 and 2014, the Company had no options that were not included in the computation of diluted earnings per share.

NOTE 13 - STOCKHOLDERS' EQUITY

Preferred Stock - The Company is authorized to issue 10,000,000 shares of no par value preferred stock with such rights and preferences and in such series as determined by the Board of Directors at the time of issuance. No shares are issued or outstanding as of June 30, 2015 and December 31, 2014.

Dividends - During the three and six months ended June 30, 2015 and 2014, the Company paid $577,181 and $513,056, $1,154,362 and $1,026,106 in dividends to common shareholders, none of which was considered a liquidating dividend.

Repurchase of Common Shares - The Board of Directors has authorized the Company to repurchase up to $2,500,000 of the Company’s Common Stock at market prices. The amount and timing of the shares to be repurchased are at the discretion of management. Through June 30, 2015, 3,102,135 shares, at $0.70 to $0.94 per share at an aggregate cost of $2,394,294, were repurchased and canceled under this program. At June 30, 2015, the Company was authorized to repurchase an additional $105,706 of the Company’s common stock.

NOTE 14 - SIGNIFICANT CUSTOMERS / CONCENTRATION

The Company's products are marketed by a network of food brokers and sold to retail, foodservice, club-type stores, and industrial accounts. The Company's products are sold by the Company and through distributors.

The Company had two customers who accounted for 67%, and 13% of outstanding receivables at June 30, 2015, 55% and 29% at December 31, 2014.

During the three and six months ending June 30, 2015 and 2014, 62%, 59%, 56% and 55% of the Company's total gross sales, respectively, were handled by a non-exclusive national distributor.

During the three and six months ending June 30, 2015 and 2014 Asia sales amounted to 8%, 15%, 10% and 12% of the Company's total gross sales, respectively.

The Company's food brokers are paid commissions ranging from 2% to 5% of sales depending on products sold and selling price. The following table lists the total gross sales from continuing operations through each of the Company's top three brokers for the three months ending June 30:

	For the Three Months Ended		For the Six Months Ended	
	June 30, 2015	June 30, 2014	June 30, 2015	June 30, 2014
Broker A	$ 1,491,704	$ 1,295,568	$ 2,826,604	$ 2,569,792
Broker B	1,027,761	952,192	2,013,604	1,838,375
Broker C	738,294	696,986	1,378,208	1,302,900

NOTE 15 – SUBSEQUENT EVENT

The Company's management has reviewed all material events through August 5, 2015.

On June 11, 2015, the Company's Board of Directors declared a regular cash dividend of $0.018 per share that was paid on July 24, 2015 to shareholders of record on July 2, 2015.

SUPPLEMENTAL INFORMATION

1. MANAGEMENT DISCUSSION AND ANALYSIS

A. Results of Operations

Liquidity and Capital Resources:

At June 30, 2015 the Company had working capital of $8,406,815 compared to $7,810,115 on December 31, 2014. This increase reflects the Company's continued profitability which in turn has resulted in higher balances in cash and receivables. The Company's strong cash position has enabled it to decrease its payables, pay down its debt used to repurchase common shares, and declare another quarterly dividend.

Results of Operations:

Net sales for the quarter ending June 30, 2015, has increased by 18% to $9,010,012 from $7,664,883 in the same quarter last year. This increase reflects higher demand in the Company's core products.

Cost of goods sold as a percentage of net sales for the quarter ending June 30, 2015, has increased to 64% from 63% in the same quarter last year. This reflects the impact of increases in the mix of lower margin products.

Operating expenses as a percentage of net sales for the quarter ending June 30, 2015 was 17% compared to 18% for the same quarter last year. This mainly reflecting the impact from higher net sales which grew at a faster pace compared to operating expenses.

Net income of $1,144,093 for the three months ended June 30, 2015 increased $168,942 or 17% over the net income of $975,151 for the three months ended June 30, 2014 largely due to higher demand for the Company's product.

The Company continues to remain cautiously optimistic about its overall sales and profitability for the remainder of 2015. The solid strength of the Company's current and prospective US customer base, which makes up the majority of its business, drove the growth in the Company's overall sales and profitability. Core products within the Company's US market continued to grow, including incremental sales generated from a new proprietary product created for a large customer. The Company continues to have a positive outlook on its US customer base. In contrast, sales outlook to the Company's Japanese distributor is currently tenuous largely due to a strong US dollar against the Japanese Yen. While the Company's sales to its Japanese distributor are billed in US dollars, the weak

Japanese Yen is having a negative impact on demand for the Company's products because it is more expensive for Japanese customers to buy Armanino products.

We intend to continue to invest heavily in promotional expenditures into the foreseeable future in order to profitably grow our domestic markets. Also, we are on schedule to install a new major piece of manufacturing equipment within the third quarter of this year. This new equipment will replace an older existing one; we expect it to add substantial manufacturing capacity.

Cash Flow:
For the three months ending June 30, 2015 cash flow from operating activities increased by $1,106,594 to $2,297,018 from $1,190,424 in the same period last year. This increase is consistent with the Company's increase in sales and profitability during this period.

Net cash used in investing activities for the three months ending June 30, 2015, increased by $<289,680> to $<308,798> from $<19,118> in the same period last year largely due to the impact from purchasing new equipment during 2015. This new equipment is expected to enable the Company to expand its production capacity, and is expected to be fully installed and operational sometime in the third quarter of this year.

Net cash used by financing activities for the three months ending June 30, 2015 increased by $136,711 to $<1,360,050> from $<1,223,339> in the same period of 2014. The increase is mainly due to the higher dividends and payments on notes payable used to repurchase common shares. The Company paid down notes payable net of borrowing of $205,688 and $197,233 during the six months ended June 30, 2015 and 2014, respectively.

While the Company's cash flow is currently strong it intends to closely manage its cash flow activities for the remainder of 2015.

B. Off-Balance Sheet Arrangements -- The Company has no off-balance sheet arrangements.

2. LEGAL PROCEEDINGS
The Company is not party to any material legal proceedings or administrative actions.

3. DEFAULTS UPON SENIOR SECURITIES
The Company is not in default upon any of its debts.

4. EXHIBITS
There are no updates to the "Material Contracts", "Articles of Incorporation" or "Bylaws" described in items XVIII and XIX, respectively, of the Company's 2014

Annual Report.