

NuVim, Inc.

Unaudited Quarterly Report for the Fiscal Quarter ended June 30, 2016.

A) Balance sheet (unaudited)

	June 31,2016 (unaudited)	December 31, 2015 (unaudited)
ASSETS		
Current Assets:		
Cash and cash equivalents	\$3,866	\$12,521
Prepaid expenses and other current assets	<u>5,973</u>	<u>1,500</u>
Total Current Assets	<u>9,839</u>	<u>14,021</u>
TOTAL ASSETS	<u><u>\$9,839</u></u>	<u><u>\$14,021</u></u>
LIABILITIES AND STOCKHOLDERS' DEFICIT		
Current Liabilities:		
Accrued Expenses	\$4,300	
Rescinded series B offering payable	<u>18,920</u>	<u>\$18,920</u>
TOTAL CURRENT LIABILITIES	23,220	18,920
Long Term Liabilities:		
Notes payable	<u>110,764</u>	<u>89,476</u>
TOTAL LONG TERM LIABILITIES	<u>110,764</u>	<u>89,476</u>
TOTAL LIABILITIES	<u><u>\$133,984</u></u>	<u><u>\$108,396</u></u>
Commitments and Contingencies		
Stockholders' Deficit:		
Common Stock, 120,000,000 shares authorized, \$.00001 par value, 90,286,435 outstanding at March 31, 2016 and 90,286,435 shares issued and outstanding at December 31, 2015	903	903
Additional paid-in capital	24,642,933	24,642,933
Accumulated deficit	<u>(24,767,981)</u>	<u>(24,738,211)</u>
Total Stockholders' Deficit	(124,145)	(94,375)
TOTAL LIABILITIES AND STOCKHOLDERS' DEFICIT	<u><u>\$9,839</u></u>	<u><u>\$14,021</u></u>

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B) statement of income – second quarter and first half (unaudited)

	Three Months Ended June 30,		Six Months Ended June 30,	
	2016	2015	2016	2015
Gross sales	\$351	\$ 654	\$781	\$ 1,700
Gross (loss) profit	351	654	781	1,700
Selling, general and administrative expenses	18,792	833	26,347	2,333
Loss from operations	(\$18,441)	(\$179)	(\$25,566)	(\$633)
Other Income (Expense):				
Interest expense	(151)	-	(538)	-
Total other income (expense) – net	(\$151)	-	(\$538)	-
Net loss before income tax benefit	(18,592)	(179)	(26,104)	(633)
Income tax (expense) benefit	(3,666)	-	(3,666)	-
Net loss	<u>(\$22,258)</u>	<u>(\$179)</u>	<u>(\$29,770)</u>	<u>(633)</u>
Basic and diluted loss per share	(\$0.00)	(\$0.00)	(\$0.00)	(\$0.00)
Weighted average number of common shares outstanding – basic and diluted	<u>90,286,435</u>	<u>87,886,435</u>	<u>90,286,435</u>	<u>87,886,435</u>

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C) statement of cash flows (Unaudited)

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	Three Months Ended June 30,		Six Months Ended June 30,	
	2016	2016	2016	2015
	(unaudited)	(unaudited)	(unaudited)	(unaudited)
Cash Flow From Operating Activities:				
Net loss	(\$22,258)	(\$179)	(\$29,770)	(\$633)
Changes in Operating Assets and Liabilities:				
Prepaid Expenses	<u>(5,973)</u>		4,473	-
Accrued interest	3,913		<u>(4,300)</u>	<u>-</u>
Net Cash Used in Operating Activities	<u>(24,318)</u>	<u>(179)</u>	<u>(29,597)</u>	<u>(633)</u>
Cash Flow From Financing Activities:				
Proceeds from note	(1,288)		<u>(21,288)</u>	-
Net Cash Provided by Financing Activities	<u>(1,288)</u>		<u>(21,288)</u>	<u>-</u>
(Decrease) Increase in Cash and Cash Equivalents	(23,030)	(179)	(8,655)	(633)
Cash and Cash Equivalents at Beginning of Period	<u>26,896</u>	<u>700</u>	<u>12,521</u>	<u>1,154</u>
Cash and Cash Equivalents at End of Period	<u>\$3,866</u>	<u>\$521</u>	<u>\$3,866</u>	<u>\$521</u>
Supplemental disclosure of cash flow information:				
Cash paid during the year for interest	\$ -	\$ -	<u>\$ -</u>	<u>\$ -</u>
Cash paid for income taxes	\$ -	\$ -	<u>\$ -</u>	<u>\$ -</u>

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D) notes (unaudited)

NOTE 1 - BUSINESS AND BASIS OF PRESENTATION

A. BUSINESS

NuVim, Inc. (the "Company") markets and distributes dietary supplement beverages to provide consumers with good-tasting beverages that help strengthen the immune system, support muscle flexibility, promote athletic performance, increase mineral and vitamin absorption, especially calcium, and assure consistent digestion. All of our refrigerated products contain the proprietary, patented and exclusive micronutrient NutraFlora® and a level of whey protein, vitamins, and minerals that helps keep a body healthy. It is anticipated that future powder mix products will contain NutraFlora and also D-Ribose. The combination of these ingredients will add a stronger immune enhancement benefit, increased energy for daily activities and faster recovery time after strenuous exercise.

B. Going Concern

The accompanying financial statements have been prepared assuming the Company will continue as a going concern. As shown in the accompanying financial statements, the Company incurred net losses of \$29,770 and \$633 for the six months months ended June 30, 2016 and 2015, respectively. Management also expects operating losses to continue throughout 2016. The Company's continued existence is dependent upon its ability to secure adequate financing to fund future operations and commence profitable operations. To date, the Company has supported its activities through the sale of common stock.

It is the Company's intention to raise additional capital through additional sales of its common stock. No assurance can be given that these funding strategies will be successful in providing the necessary funding to finance the operations of the Company. Additionally, there can be no assurance, even if successful in obtaining financing, that the Company will be able to generate sufficient cash flows to fund future operations. Operating losses are expected to continue in 2016. These conditions raise substantial doubt about the Company's ability to continue as a going concern. The accompanying financial statements do not include any adjustments relating to the recoverability and classification of recorded assets or amounts and classification of liabilities that might be necessary related to this uncertainty.

C. BASIS OF PRESENTATION

The unaudited financial statements included herein have been prepared by the Company pursuant to the rules and regulations of the Securities and Exchange Commission. Accordingly, they do not include all of the information and footnotes required by accounting principles generally accepted in the United States for complete financial statements. The unaudited interim financial statements as of June 30, 2016 and 2015 reflect all adjustments (consisting of normal recurring accruals) which, in the opinion of management, are considered necessary for a fair presentation of its financial position as of June 30, 2016 and the results of its operations and its cash flows for the periods ended June 30, 2016 and 2015.

The Unaudited Statements of Operations for the six months ended June 30, 2016 and 2015 are not necessarily indicative of results for the full year.

While the Company believes that the disclosures presented are adequate to make the information not misleading, these financial statements should be read in conjunction with the unaudited financial statements and accompanying notes for the year ended December 31, 2015.

NOTE 2 - SIGNIFICANT ACCOUNTING POLICIES

A. Net Loss Per Share

Under ASC 260-10-45, "Earnings Per Share", basic income (loss) per common share is computed by dividing the income (loss) applicable to common stockholders by the weighted average number of common shares assumed to be outstanding during the period of computation. Diluted income (loss) per common share is computed using the weighted average number of common shares and, if dilutive, potential common shares outstanding during the period. Accordingly, the weighted average number of common shares outstanding for the years ended June 30, 2016 and 2015, respectively, is the same for purposes of computing both basic and diluted net income per share for such years.

B. Use of Estimates

The preparation of the 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 disclosures of contingent assets and liabilities at the date of the financial statements and the recorded amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

NOTE 3 – NOTES PAYABLE

During the first quarter of 2016, the Ryan Group loaned an additional \$20,000 pursuant to the note. Notes payable consists of \$82,358 payable to the Ryan Law Group and \$27,656 payable to Craig Laughlin. Both notes are due January 31, 2017. The Ryan note bears no interest and the Laughlin note bears interest at the annual rate of three (3%) percent. Notes payable was \$110,764 and \$89,476 as of June 31, 2016 and December 31, 2015, respectively.

During the six months ended June 30, 2016 the company agreed to issue 500,000 shares of common stock during the third quarter 2016 in consideration for a note payable issued on March 11, 2011 to Derek R. Spence. The note had an original principal amount of \$10,000 and accrued interest at the rate of 8% per annum. The amount due on the note had been recorded as a gain on extinguish of debt in prior periods. Therefore, an accrual for the value of the issuable stock was recorded in the six months ended June 30, 2016. The market value of the stock issued in consideration of the note at June 30, 2016 is approximately \$750.

NOTE 4 - RELATED PARTY TRANSACTIONS

In the fourth quarter of 2015, Mr. Kundrat agreed to convert all of NuVim's debt to him for principal and interest on these and other advances into 1,000,000 shares of NuVim common stock.

NOTE 5 – SUBSEQUENT EVENTS

Management evaluated subsequent events through the date of this filing and determined that no additional events have occurred that would require adjustments or disclosure in the financial statements.

NuVim, Inc.

Management's Discussion and Analysis of Financial Condition and Results of Operation First Half and Second Quarter of 2016

Results of Operations

Results of operations for the quarter ended June 30, 2016 compared to the quarter ended June 30, 2015

Sales For the quarter ended June 30, 2016, gross sales were \$351 a decrease of \$303, from gross sales of \$654 for the three months ended June 30, 2015. This decrease for the quarter is caused by a focus on the future business represented by the arrangement with Amazon versus selling through the NuVim web-site

Cost of Sales NuVim is required to periodically assess the value of its inventory for impairment. Over the last several years, the value of the inventory was reduced to zero. Therefore NuVim's books reflect no cost for the inventory now being sold. This represents a considerable net profit should the inventory be able to be sold.

Gross Profit Gross profit was \$351 for the quarter ended June 30, 2016, a decrease of 46% or \$303 from \$654 for the quarter ended June 30, 2015, the same as the reduction in Net Sales. As explained above, Gross profit as a percentage of gross sales was 100% during first half of 2016, the same as in 2015

Selling, General and Administrative Expenses Selling, general and administrative expenses were \$18,792 for the quarter ended June 30, 2016, up from \$833 during the three months ended June 30, 2015. The increase of \$17,959 is due to increased legal, accounting, and administrative expenses associated with recent updating the NuVim financings for the past few years to prepare a current balance sheet and new sales initiatives.

Loss from Operations Loss from operations was \$18,441 for the quarter ended June 30, 2016 compared to \$179 for the quarter ended June 30, 2015. . The increase of the loss by \$18,262 versus 2015 is primarily due to the increased operating expenses as described above.

Interest Expense Interest expense was \$151 for the quarter ended June 30, 2016, an increase from no interest expense of for the half ended June 30, 2015. The increase in interest expense is attributable to the issuing of indebtedness during of 2015.

Income Tax Expense This is the entire past due New Jersey State Income Taxes.

Net Loss Net loss was \$22,258 for the quarter ended June 30, 2016 compared to \$179 for the quarter ended June 30, 2015. The increase of the loss by \$22,079 versus 2015 is primarily due to the increased operating expenses as described above.

Results of operations for the six months ended June 30, 2016 compared to the six months ended June 30, 2015

Sales for the half ended June 30, 2016, gross sales were \$781 a decrease of \$919, or 54% below gross sales of \$1,700 for the six months ended June 30, 2015. This decrease for the half is also caused by a focus on the future business represented by the arrangement with Amazon versus selling through the NuVim web-site

Cost of Sales NuVim is required to periodically assess the value of its inventory for impairment. Over the last several years, the value of the inventory was reduced to zero. Therefore NuVim's books reflect no cost for the inventory now being sold.

Gross Profit Gross profit was \$781 for the half ended June 30, 2016, a decrease of 54% or \$919 from \$1,700 for the half ended June 30, 2015, the same as the reduction in Net Sales. As explained above, Gross profit as a percentage of gross sales was 100% during first half of 2016, the same as in 2015.

Selling, General and Administrative Expenses Selling, general and administrative expenses were \$26,347 for the half ended June 30, 2016, up from \$2,333 during the six months ended June 30, 2015. The increase of \$24,104 is due to increased legal, accounting, and administrative expenses associated with recent NuVim financings and sales initiatives.

Loss from Operations Loss from operations was \$25,566 for the half ended June 30, 2016 compared to \$633 for the half ended June 30, 2015. The increase of the loss by \$29,137 versus 2015 is primarily due to the increased operating expenses as described above.

Interest Expense Interest expense was \$533 for the half ended June 30, 2016, an increase from no interest expense of for the half ended June 30, 2015. The increase in interest expense is attributable to the issuing of indebtedness during of 2015.

Income Tax Expense This is the entire past due New Jersey State Income Taxes.

Net Loss Net loss was \$29,770 for the half ended June 30, 2016 compared to \$633 for the half ended June 30, 2015. The increase of the loss by \$22,079 versus 2015 is primarily due to the increased operating expenses as described above.

Liquidity and Capital Resources

Our operations to date have generated significant operating losses that have been funded through the issuance of common stock and external borrowings. We will require additional sources of outside capital to continue our operations.

We will still need to raise additional financing to pay our past due obligations, fund operating losses and to support sales and marketing programs to increase sales of our products. If we are not able to identify additional sources of financing, we may not be able to continue operations beyond December 2016.

NuVim's Shareholders' Deficit was \$124,145 at June 30, 2016 as compared with \$94,375 at the end of 2015, reflecting first half of 2016's \$29,770 of operating loss. The Working Capital

deficit at the end of June 2016 was \$13,381 up from the \$4,899 negative balance at the end of 2015.

Net cash used in operating activities for the half ended June 30, 2016 was \$29,597, compared to cash used in operating activities of \$126,276 during all of 2014.

A net amount of \$21,288 was provided by financing activities during the first half 2016, compared to \$633 provided for the half ended June 30, 2015. The additional cash was primarily provided by borrowing from related parties.

As a result, the Cash as of June 30, 2016 was \$3,866 as compared with \$12,521 at the end of June, 2015.

C. Off-Balance Sheet Arrangements.

NuVim does not have any relationships with unconsolidated entities or financial partnerships, such as entities often referred to as structured finance or special purpose entities, which would have been established for the purpose of facilitating off-balance sheet arrangements or other contractually narrow or limited purposes.