VITAL PRODUCTS, INC.

Quarterly for the period January 31, 2017

ITEM 1 NAME OF ISSUER AND ITS PREDECESSORS (if any):

Vital Products, Inc.- May 27, 2005 to present

ITEM 2 ADDRESS OF THE ISSUER'S PRINCIPAL EXECUTIVE OFFICES:

2404 Via Mariposa West 1-A
Laguna Woods, CA 92637
Website: http://www.vitalproductsinc.com
Phone: 949-306-3110
Email: info@vitalproductsinc.com

ITEM 3 SECURITY INFORMATION:

As of January 31, 2017:

Trading symbol: VTPI
Common stock – 1,000,000,000 shares authorized, par value $.0001 and 987,914,478 shares issued and outstanding

Preferred Stock – Preferred Stock; $0.01 par value; authorized undesignated 900,000 shares, no shares issued and outstanding
Series A Preferred Stock; $0.01 par value; 100,000 shares authorized, 100,000 and 100,000 issued and outstanding, respectively

Cusip number: 92847H 40 3

Transfer Agent

Intercontinental Registrar & Transfer Agency, Inc.
900 Buchanan Blvd.
Boulder City, NV 89005
702-293-6717

This transfer Agent is registered under the Exchange Act

ITEM 4 ISSUANCE HISTORY

During the years ended July 31, 2016 and 2015, the Company issued no shares of capital stock.

During the six months ended January 31, 2017, the Company issued no shares of capital stock.

ITEM 5 FINANCIAL STATEMENTS

VITAL PRODUCTS, INC.
Financial Statements
January 31, 2017
(Unaudited)

VITAL PRODUCTS, INC.
CONSOLIDATED BALANCE SHEETS
(Unaudited)

	January 31, 2017	July 31, 2016
ASSETS		
Current assets		
Accounts receivable – related party	$ 203,952	$ 181,845
Inventory	163,561	149,610
Total current assets	367,513	331,455
Total assets	$ 367,513	$ 331,455
LIABILITIES AND STOCKHOLDERS' DEFICIT		
Current liabilities		
Bank overdraft	$ 46,999	$ 47,906
Accounts payable and accrued liabilities	336,183	274,779
Advances	-	25,000
Promissory notes, including accrued interest of $15,429 and $0, respectively	329,018	303,052
Total current liabilities	712,200	650,737
Total liabilities	712,200	650,737
Stockholders' deficit		
Preferred Stock; $0.01 par value; authorized undesignated 900,000 shares, no shares issued and outstanding		
Series A Convertible Preferred Stock; $0.01 par value;100,000 shares authorized, 100,000 and 100,000 issued and outstanding, respectively	1,000	1,000
Common stock; $0.0001 par value; 1,000,000,000 shares authorized and 987,914,478 and 987,914,478 issued and outstanding, respectively	98,792	98,792
Additional paid-in capital	3,844,606	3,844,606
Accumulated other comprehensive income	47,181	47,181
Accumulated deficit	(4,347,797)	(4,319,007)
Total Vital Products, Inc. stockholders' deficit	(356,218)	(327,428)
Non-controlling interest	11,531	8,146
Total deficit	(344,687)	(319,282)
Total liabilities and deficit	$ 367,513	$ 331,455

See Accompanying Notes to Consolidated Financial Statements.

VITAL PRODUCTS, INC.
CONSOLIDATED STATEMENTS OF OPERATIONS
(Unaudited)

	For the six months ended January 31, 2017	For the three months ended January 31, 2017	For the six months ended January 31, 2016	For the three months ended January 31, 2016
Sales	$ 989,525	$ 485,662	$ 1,008,054	$ 496,792
Cost of sales	860,397	429,283	868,834	424,378
Gross profit	129,128	56,379	139,220	72,414
Operating expenses				
Selling, general and administrative	139,104	69,678	176,320	66,446
Total operating expenses	139,104	69,678	176,320	66,446
Net operating income (loss)	(9,976)	(13,299)	(37,100)	5,958
Other income (loss)				
Financing costs	(15,429)	(7,791)	(81,829)	(41,931)
Gain on settlement of debt	-	-	40,642	40,642
Gain (loss) on currency exchange rate	-	-	18,574	17,429
Net income (loss)	(25,405)	(21,090)	(59,713)	22,108
Net (income) loss attributed to non-controlling interest	(3,385)	5,232	25,683	(11,492)
Net income (loss) attributable to Vital Products, Inc	$ (28,790)	$ (15,858)	$ (34,030)	$ 10,616
Net income (loss) attributable to Vital Products Inc. per common share, basic	$ 0.00	$ 0.00	$ 0.00	$ 0.00
Weighted average number of common shares outstanding – basic	987,914,478	987,914,478	987,914,478	987,914,478

See Accompanying Notes to Consolidated financial statements.

VITAL PRODUCTS, INC.
CONSOLIDATED STATEMENTS OF CASH FLOWS
(Unaudited)

	For the six months ended January 31, 2017	For the six months ended January 31, 2016
Cash flows from operating activities		
Net income (loss)	$ (25,405)	$ (59,713)
Adjustments to reconcile net income (loss) to cash used in operating activities		
Accretion of debt discount and interest expense	15,429	81,829
Gain on settlement of debt	-	(40,642)
Gain on currency exchange	-	(18,574)
Changes in operating assets and liabilities		
Accounts receivable	(22,107)	14,683
Prepaid expense	-	45,797
Inventory	(13,951)	(38,353)
Accounts payable and accrued liabilities	61,405	1,425
Net cash provided by (used in) operating activities	15,371	(13,548)
Cash flow from financing activities		
Bank overdraft	(908)	(1,626)
Advances	-	15,174
Proceeds from notes payable	10,537	-
Repayment of advances	(25,000)	
Net cash provided by (used in) financing activities	(15,371)	13,548
Net change in cash	-	-
Cash, beginning of the period	-	-
Cash, end of the period	$ -	$ -
Interest paid	$ -	$ -
Income tax paid	$ -	$ -

See Accompanying Notes to Consolidated financial statements.

VITAL PRODUCTS, INC.
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
January 31, 2017 and 2016
(Unaudited)

1. NATURE OF OPERATIONS AND BASIS FOR PRESENTATION

Vital Products, Inc. (the "Company") was incorporated in the State of Delaware on May 27, 2005. On July 5, 2005, the Company purchased the Childcare Division of Metro One Development, Inc., (formerly On The Go Healthcare, Inc.) which manufactured and distributed infant care products.

In August 2008, we changed our business plan and began the process of developing a new line of business as a distributor of industrial packaging products. On September 17, 2008, we entered into a Letter of Intent to purchase Montreal-based Den Packaging Corporation. The transaction proposed in the Letter of Intent did not close. On February 27, 2010, we entered into a License Agreement with Den Packaging Corporation as noted below.

On October 7, 2008, we entered into a consulting agreement with DLW Partners of Toronto, an industrial packaging consulting firm specializing in market analysis, market and product strategies and the development of product line extensions. We believed that DLW would work closely with us to develop new products for existing markets and establish product line extensions to further our market share. Most importantly DLW has experience in the development of environmentally friendly products and we expected that DLW would further our initiative to develop environmentally acceptable products. As we have not had a product commercialized by DLW we let the agreement expire on July 31, 2011.

On October 21, 2008, we entered into a sales and marketing agreement with Eco Tech Development LLC of Nevada, a product research and development company specializing in eco-friendly industrial packaging applications, whereby we would market certain proprietary and patent-pending technologies that have recently been developed by Eco Tech, beginning with the marketing of a new bio-based foam packaging product. As we have not had a product commercialized we let the agreement expire on July 31, 2011.

On January 13, 2009, we announced that we had commenced production of Biofill(TM), our bio-based foam in place packaging product, and on January 26, 2009, we received our first purchase order.

On February 19, 2009, we entered into an agreement to market a new paper packaging system. While we believe paper packaging has been a staple in the industrial packaging market for many years, our new system produces a craft paper product that simulates a moldable nest. We believe this product is priced competitively with other paper products and gives us the advantage of performance and range of use. Although our new line of business continues to develop, we believe that these purchase orders validate our product and reflect the industrial packaging industry's trend towards environmentally friendly product lines. As of July 31, 2011, we have limited production of the new paper packaging product.

On February 27, 2010, we entered into a License Agreement with Den Packaging Corporation (“Den Packaging”), in which our former Chief Executive Officer has a majority ownership interest. Under the terms of the Agreement, we have the right to market the products of Den Packaging as well as the right of use of the facilities of Den Packaging including but not limited to the sales and distribution facilities. We purchased all of the inventory on hand as of March 1, 2010 and agreed to pay a fee of 5% of all sales generated plus a management fee of 5% based on the total monies paid for employee salaries, benefits and commissions. The Company is responsible for all expenses that relate to sales generated under the License Agreement. The duration of the agreement is for a period of twelve months commencing on March 1, 2010 and thereafter on a month-by-month basis unless sooner terminated by Den Packaging as provided for in the agreement. Den Packaging may at any time in its sole discretion, with sixty days prior notice, terminate the agreement and revoke the license granted for any reason whatsoever and upon such termination we will immediately stop the use of the facilities as described.

The Company determined that Den Packaging was a Variable Interest Entity and that Vital Products, Inc. is the primary beneficiary. As such, Den Packaging Corporation was consolidated into the Company’s financial statements.

Den Packaging delivered a termination notice to the Company to cancel the License Agreement effective May 1, 2011. The Company determined that it lost control of Den Packaging on May 1, 2011 and ceased to include the balance sheet, results of operations and cash flows of Den Packaging in the consolidated financial statements of the Company after April 30, 2011.

On April 26, 2012, we entered into a License Agreement with Vital Products Supplies, Inc. (“Vital Supplies”). Under the terms of the Agreement, we have the right to market the products of Vital Supplies as well as the right of use of the facilities of Vital Supplies including but not limited to the sales and distribution facilities. We agreed to pay a fee of 1.5% of all sales generated plus a management fee of 1.5% based on the total monies paid for employee salaries, benefits and commissions. The Company is responsible for all expenses that relate to sales generated under the License Agreement. The duration of the agreement is for a period of twelve months commencing on April 26, 2012 and thereafter on a month-by-month basis unless sooner terminated by Vital Supplies as provided for in the agreement. Vital Supplies may at any time in its sole discretion, with sixty days prior notice, terminate the agreement and revoke the license granted for any reason whatsoever and upon such termination we will immediately stop the use of the facilities as described.

The Company has determined that Vital Supplies is a Variable Interest Entity and that Vital Products, Inc. is the primary beneficiary. As such, Vital Supplies has been consolidated into the Company's financial statements.

2. SIGNIFICANT ACCOUNTING POLICIES

Liquidity and Going Concern

During the six months ended January 31, 2017 and 2016, the Company incurred net income (loss) of ($25,405) and ($59,713), respectively and cash provided by (used in) operations was $15,371 and $(13,548), respectively. The Company financed its operations through loans payable and vendors' credit.

Management believes that the current cash balances at January 31, 2017 and net future cash proceeds from operations will not be sufficient to meet the Company's cash requirements for the next twelve months.

These consolidated financial statements have been prepared on a going concern basis and do not include any adjustments to the measurement and classification of the recorded asset amounts and classification of liabilities that might be necessary should the Company be unable to continue as a going concern. The Company has experienced losses in the period and has negative working capital. The Company's ability to realize its assets and discharge its liabilities in the normal course of business is dependent upon continued support.

The Company is currently attempting to obtain additional financing from its existing shareholders and other strategic investors to continue its operations. However, the Company may not obtain sufficient additional funds from these sources.

These conditions cause substantial doubt about the Company's ability to continue as a going concern. A failure to continue as a going concern would require that stated amounts of assets and liabilities be reflected on a liquidation basis that could differ from the going concern basis. These consolidated financial statements do not contain any adjustments for this contingency.

Accounting Principles

The Company's accounting and reporting policies conform to generally accepted accounting principles in the United States. The consolidated financial statements are reported in United States dollars.

Consolidation

The consolidated financial statements include the accounts of the Company and its variable interest entity ("VIE") in which the Company is the primary beneficiary. Effective August 1, 2009, the Company adopted the accounting standards for non-controlling interests and reclassified the equity attributable to its non-controlling interests as a component of equity in the accompanying consolidated balance sheets. All significant intercompany balances and transactions have been eliminated in consolidation.

Management’s determination of the appropriate accounting method with respect to the Company’s variable interests is based on accounting standards for VIEs issued by the Financial Accounting Standards Board ("FASB"). The Company consolidates any VIEs in which it is the primary beneficiary and discloses significant variable interests in VIEs of which it is not the primary beneficiary, if any.

Use of Estimates

The preparation of consolidated financial statements in conformity with United States 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 consolidated financial statements and the reported amounts of revenues and expenses during the year. Actual results could differ from those estimates. Significant estimates include amounts for impairment of equipment, share based compensation, inventory obsolescence and allowance for doubtful accounts.

Foreign Currency Translation

After operations of the Company moved from Ontario, Canada to California, the Company reviewed its functional currency and determined that it was appropriate to change the functional currency to the U.S. dollar from the Canadian dollar May 1, 2012.

Prior to May 1, 2012, our financial information was translated into U.S. dollars using exchange rates in effect at period-end. The income statement is translated at the average year-to-date exchange rate. Adjustments resulting from translation of foreign exchange are included as a component of other comprehensive income within stockholders' deficit.

Valuation of Long-Lived Assets

We assess the recoverability of long-lived assets whenever events or changes in business circumstances indicate that the carrying value may not be recoverable. An impairment loss is recognized when the sum of the expected undiscounted net cash flows over the remaining useful life is less than the carrying amount of the assets.

Revenue Recognition

The Company recognizes revenue in accordance with FASB ASC Subtopic 605, Revenue Recognition. Under FASB ASC Subtopic 605, revenue is recognized at the point of passage to the customer of title and risk of loss, there is persuasive evidence of an arrangement, the sales price is determinable, and collection of the resulting receivable is reasonably assured. The Company generally recognizes revenue at the time of delivery of goods. Sales are reflected net of sales taxes, discounts and returns.

Cash and Cash Equivalents

Cash equivalents consist of highly liquid investments with maturities of three months or less when purchased. Cash and cash equivalents are on deposit with financial institutions without any restrictions. At January 31, 2017 and July 31, 2016, cash equivalents amounted to $0.

Allowance for Doubtful Accounts

The Company records an allowance for doubtful accounts as a best estimate of the amount of probable credit losses in its accounts receivable. Each month, the Company reviews this allowance and considers factors such as customer credit, past transaction history with the customer and changes in customer payment terms when determining whether the collection of a receivable is reasonably assured. Past due balances over 90 days and over a specified amount are reviewed individually for collectability. Receivables are charged off against the allowance for doubtful accounts when it becomes probable that a receivable will not be recovered. At January 31, 2017 and July 31, 2016, the allowance for doubtful accounts amounted to $0.

Fair Value of Financial Instruments

The Company's financial instruments comprise cash, accounts receivable – related party, accounts payable and accrued liabilities, notes payable and advances. The carrying value of Company's short-term instruments approximates fair value, unless otherwise noted, due to the short-term maturity of these instruments. In management's opinion, the fair value of notes payable is approximate to carrying value as the interest rates and other features of these instruments approximate those obtainable for similar instruments in the current market. Unless otherwise noted, it is management's opinion that the Company is not exposed to significant interest, currency or credit risks in respect of these financial instruments.

Inventory

Inventory comprises finished goods held for sale and is stated at the lower of cost or market value. Cost is determined by the average cost method. The Company estimates the realizable value of inventory based on assumptions about forecasted demand, market conditions and obsolescence. If the estimated realizable value is less than cost, the inventory value is reduced to its estimated realizable value. If estimates regarding demand and market conditions are inaccurate or unexpected changes in technology affect demand, the Company could be exposed to losses in excess of amounts recorded. On this basis management recorded a reserve of $0 at January 31, 2017 (July 31, 2016 - $0).

Income Taxes

The Company follows FASB ASC Subtopic 740, Income Taxes, for recording the provision for income taxes. Deferred tax assets and liabilities are computed based upon the difference between the financial statement and income tax basis of assets and liabilities using the enacted marginal tax rate applicable when the related asset or liability is expected to be realized or settled.

Deferred income tax expenses or benefits are based on the changes in the asset or liability each period. If available evidence suggests that it is more likely than not that some portion or all of the deferred tax assets will not be realized, a valuation allowance is required to reduce the deferred tax assets to the amount that is more likely than not to be realized. Future changes in such valuation allowance are included in the provision for deferred income taxes in the period of change.

Stock-based Compensation

The Company follows FASB ASC Subtopic 718, Stock Compensation, for accounting for stock-based compensation. The guidance requires that new, modified and unvested share-based payment transactions with employees, such as grants of stock options and restricted stock, be recognized in the consolidated financial statements based on their fair value at the grant date and recognized as compensation expense over their vesting periods. The Company also follows the guidance for equity instruments issued to consultants.

Basic Loss Per Share

FASB ASC Subtopic 260, Earnings Per Share, provides for the calculation of “Basic" and "Diluted" earnings per share. Basic earnings per share is computed by dividing net loss available to common shareholders by the weighted average number of common shares outstanding for the period. All potentially dilutive securities have been excluded from the computations since they would be antidilutive. However, these dilutive securities could potentially dilute earnings per share in the future.

Comprehensive Income

The Company has adopted FASB ASC Subtopic 220, Comprehensive Income, which establishes standards for reporting and display of comprehensive income, its components and accumulated balances. Comprehensive income is defined to include all changes in equity except those resulting from investments by owners or distributions to owners. Among other disclosures, FASB ASC Subtopic 220 requires that all items that are required to be recognized under the current accounting standards as a component of comprehensive income be reported in a financial statement that is displayed with the same prominence as other financial statements. Comprehensive income is displayed in the statement of stockholders' deficit and in the balance sheet as a component of stockholders' deficit.

Recent Accounting Pronouncements

There have been no recent accounting pronouncements or changes in accounting pronouncements that impacted the first quarter of fiscal 2016, or which are expected to impact future periods that were not already adopted and disclosed in prior periods.

3. VARIABLE INTEREST ENTITY

Following is a description of our financial interests in a variable interest entity that we consider significant, those for which we have determined that we are the primary beneficiary of the entity and, therefore, have consolidated the entity into our financial statements.

Vital Products Supplies, Inc. - On April 26, 2012, we entered into a License Agreement with Vital Products Supplies, Inc. ("Vital Supplies"). Under the terms of the Agreement, we have the right to market the products of Vital Supplies as well as the right of use of the facilities of Vital Supplies including but not limited to the sales and distribution facilities. We agreed to pay a fee of 1.5% of all sales generated plus a management fee of 1.5% based on the total monies paid for employee salaries, benefits and commissions. The Company is responsible for all expenses that relate to sales generated under the License Agreement. The duration of the agreement is for a period of twelve months commencing on April 26, 2012 and thereafter on a month-by-month basis unless sooner terminated by Vital Supplies as provided for in the agreement. Vital Supplies may at any time in its sole discretion, with sixty days prior notice, terminate the agreement and revoke the license granted for any reason whatsoever and upon such termination we will immediately stop the use of the facilities as described.

We have determined that we are the primary beneficiary of Vital Supplies as our interest in the entity is subject to variability based on results from operations and changes in the fair value.

The results of operations for Vital Supplies have been included in the consolidated financial statements of the Company. The Company did not pay consideration to enter into the License Agreement. The acquisition has been accounted for using the purchase method as follows:

Cash	$	200
Non-controlling interest		(200)
	$	-

Our consolidated balance sheets at January 31, 2017 and July 31, 2016, recognizes current assets of $367,513 (July 31, 2016 - $331,455), and current liabilities of $355,982 (July 31, 2016 - $323,309) related to our interests in Vital Supplies. Our statement of operations for the six months ended January 31, 2017 and 2016 recognizes sales of $989,525 (2016 - $1,008,054) cost of sales of $860,397 (2016 - $888,834), selling, general and administrative expenses of $125,742 (2016 - $164,903) and finance costs of $0 (2016 - $0) related to our interest in Vital Supplies.

At January 31, 2017, $139,998 was due to Vital Product Supplies, Inc under the License Agreement. This liability is not recorded in these consolidated statements as this amount is an inter-company balance within the consolidated group. If Vital Product Supplies, Inc exercised their rights to terminate the agreement at January 31, 2017, $139,998 would be recorded as a liability on the balance sheet of Vital Products Inc.

4. INVENTORY

As of January 31, 2017 and 2016, inventory is comprised of finished goods and no provision for inventory obsolescence has been recorded.

5. ADVANCES

Advances are non-interest bearing, unsecured and have no specified terms of repayment.

6. PROMISSORY NOTES

As of January 31, 2017 and July 31, 2016, promissory notes (“Notes”) totaling $303,052 and $303,052, respectively were due to Al Kau. The Notes bear interest of 10% per annum and are unsecured and has no specified terms of repayment. The Notes include interest payable of $15,277 and $0 at January 31, 2017 and July 31, 2016, respectively.

As of January 31, 2017, a promissory note (“Note”) issued on October 31, 2016 with principal of $6,018 is due to Al Kau. The Note bears interest of 10% per annum and is unsecured and has no specified terms of repayment. The Note includes interest payable of $153 at January 31, 2017.

As of January 31, 2017, a promissory note (“Note”) issued on January 31, 2017 with principal of $4,518 is due to Al Kau. The Note bears interest of 10% per annum and is unsecured and has no specified terms of repayment. The Note includes interest payable of $0 at January 31, 2017.

7. RELATED PARTY BALANCES AND TRANSACTIONS

During the six months ended January 31, 2017 and 2016, the Company had sales of $989,525 and $1,008,054, respectively, and as of January 31, 2017 and July 31, 2016 accounts receivable of $203,952 and $181,845, respectively, all with Century Computer Products (“Century”) and Reliable Printing Solutions, Inc. (“Reliable”). Aaron Shrira, the sole shareholder of Vital Supplies, is a 50% shareholder of both Century and Reliable. Vital Supplies is a consolidated subsidiary of Vital Products. We have determined that we are the primary beneficiary of Vital Supplies as our interest in the entity is subject to variability based on results from operations and changes in the fair value.

8. RISK MANAGEMENT

Foreign Exchange Risk

From time to time, the company can be exposed to foreign exchange risk on purchases of inventory which are made in US dollars. The company does not use derivative instruments to hedge its foreign exchange risk.

Concentration Risk

The company is subject to risk of non-payment on its trade accounts receivable. For the six months ended January 31, 2017 and 2016, the company has few customers. One customer represents 100% of the total outstanding accounts receivable and one customer represent 100% of total sales. Management consistently monitors its client credit terms with customers to reduce credit risk exposure.

For the six months ended January 31, 2017 and 2016, the company purchased its inventory from many vendors.

ITEM 6 DESCRIBE THE ISSUER'S BUSINESS, PRODUCTS AND SERVICES

Description of the issuer's business operations:

As of July 31, 2008, our sole business was to manufacture two products marketed to infants and toddlers under the "On The Go" name. As of July 31, 2008, these two products failed to produce enough revenue for us to cover our expenses. After evaluating the market for baby care products, we determined that the industry does not offer enough opportunity for a small company to create affordable products that can be introduced into distribution channels without significant expense. As a result, we decided not to invest further funds developing our baby products line.

In August 2008, we changed our business plan and began the process of developing a new line of business as a distributor of industrial packaging products. On September 17, 2008, we entered into a Letter of Intent to purchase Montreal-based Den Packaging Corporation. The transaction proposed in the Letter of Intent did not close. On February 27, 2010, we entered into a License Agreement with Den Packaging Corporation as noted below.

On October 7, 2008, we entered into a consulting agreement with DLW Partners of Toronto, an industrial packaging consulting firm specializing in market analysis, market and product strategies and the development of product line extensions. We believed that DLW would work closely with us to develop new products for existing markets and establish product line extensions to further our market share reach as a developer of industrial packaging products. Most importantly DLW has experience in the development of environmentally friendly products and we expected that DLW would further our initiative to develop environmentally acceptable products. As we have not had a product commercialized by DLW we let the agreement expire on July 31, 2010.

On October 21, 2008, we entered into a sales and marketing agreement with Eco Tech Development LLC of Nevada, a product research and development company specializing in eco-friendly industrial packaging applications, whereby we agreed to market certain proprietary and patent-pending technologies that have recently been developed by Eco Tech, beginning with the marketing of a new bio-based foam packaging product. As we have not had a product commercialized we let the agreement expire on July 31, 2010.

On January 13, 2009, we formally announced that we had commenced production of Biofill (TM), our bio-based foam packaging product, and on January 26, 2009, we received our first purchase order. On January 30, 2009, we received a second purchase order for our Biofill product from a major North American manufacturer.

On February 19, 2009, we entered into an agreement to market a new paper packaging system. While we believe paper packaging has been a staple in the industrial packaging market for many years, our new system produced a craft paper product that simulates a moldable nest. We believe this product is priced competitively with other paper products and gives us the advantage of performance and range of use. Although our new line of business continued to develop, we believe that the purchase orders validated our product and reflect the industrial packaging industry's trend towards environmentally friendly product lines. As of July 31, 2011 we had limited production of this new paper packaging system and abandoned this product and agreement.

On February 27, 2010, we entered into a License Agreement with Den Packaging Corporation, in which our former Chief Executive Officer has a majority ownership interest. Under the terms of the Agreement, we had the right to market the products of Den Packaging as well as the right of use of the facilities of Den Packaging including but not limited to the sales and distribution facilities. We purchased all of the inventory on hand as of March 1, 2010 and agreed to pay a fee of 5% of all sales generated plus a management fee of 5% based on the total monies paid for employee salaries, benefits and commissions. The Company was responsible for all expenses that relate to sales generated under the License Agreement. The duration of the agreement was for a period of twelve months commencing on March 1, 2010 and thereafter on a month-by-month basis unless sooner terminated by Den Packaging as provided for in the agreement.

The Company had determined that Den Packaging was a Variable Interest Entity and that Vital Products, Inc. was the primary beneficiary. As such, Den Packaging Corporation had been consolidated into the Company’s financial statements.

Den Packaging delivered a termination notice to the Company to cancel the License Agreement effective May 1, 2011. The Company determined that it lost control of Den Packaging on May 1, 2011 and ceased to include the balance sheet, results of operations and cash flows of Den Packaging in the consolidated financial statements of the Company after April 30, 2011.

On April 26, 2012, we entered into a License Agreement with Vital Supplies. Under the terms of the Agreement, we have the right to market the products of Vital Supplies as well as the right of use of the facilities of Vital Supplies including but not limited to the sales and distribution facilities. Vital Supplies is a business to business supplier of printer ribbons, toner cartridges and ink jet cartridges. Vital Supplies purchases product from approximately ten suppliers and then resell to other businesses. Vital Supplies strategy is to purchase high quality products from many sources in order maximize customer satisfaction and to minimize returns. As of July 31, 2012 we have had two customers, Century Computer Products (“Century”) and Reliable Printing Solutions, Inc. (“Reliable”). Aaron Shrira, the sole shareholder of Vital Supplies, is a 50% shareholder of both Century and Reliable.

The Company has determined that Vital Supplies is a Variable Interest Entity and that Vital Products, Inc. is the primary beneficiary. As such, Vital Supplies has been consolidated into the Company's financial statements.

Date and State (or Jurisdiction) of Incorporation: May 27, 2005 - Delaware

The issuer’s primary and secondary SIC Codes: 2590
The issuer’s fiscal year end date: 07/31

ITEM 7 DESCRIBE THE ISSUER'S FACILITIES

The corporate headquarters at located at 2404 Via Mariposa West, 1-A, Laguna Woods, California 92637.

ITEM 8 OFFICER, DIRECTORS AND CONTROL PERSONS

Full Name: James McKinney
Title: Chief Executive Officer / Chief Financial Officer / Secretary / Chairman of the Board of Directors
Business Address: 2404 Via Mariposa West, 1-A, Laguna Woods, California 92637
Compensation: None
Ownership: 100,000,000 shares of common stock and 60,000 shares of Series A Convertible Preferred Stock.
Biography – Mr. James McKinney has served as President and CFO since April 30, 2012 and was appointed the sole director of the Company on July 30, 2012. In addition, Mr. McKinney has been serving as Acting Chief Executive Officer since July 30, 2013. Mr. McKinney graduated from the University of Southern California with a Bachelor of Science in Accountancy in 1967. From 1967 to 1971 Mr. McKinney was employed by PriceWaterhouse Coopers with temporary leave for military service during this period. Mr. McKinney has been and currently is the proprietor of an income tax preparation business since 1987 and has been a California Registered Tax Preparer for over 20 years. In addition, after four years of service as Treasurer of the Saddleback Unit 525, a non-profit association, he resigned as an officer in March 2013.

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.

The following table sets forth, as of March 22, 2017, information about the beneficial ownership of our capital stock with respect to each person known by VITAL PRODUCTS, INC. to own beneficially more than 5% of the outstanding capital stock, each director and officer, and all directors and officers as a group.

Name and Address	**Number of Shares Beneficially Owned**	**Class**	**Percentage of Class**(1) (2)
James McKinney Chief Executive Officer, Chief Financial Officer, Secretary and Chairman of the Board of Directors All directors and officers (1 person)	100,000,000 60,000	Common Series A Preferred Stock	10% 60%
5% Holders			
Michael Levine	40,000	Series A Preferred Stock	40%

(1) As of March 22, 2017 there were 987,914,478 shares of common stock issued and outstanding.
(2) As of March 22, 2017 there were 100,000 Series A Preferred Stock issued and outstanding.

ITEM 9 THIRD PARTY PROVIDERS:

1. Counsel
Rogers, MacLeith & Stolp, LLP
Douglas R. MacLeith 10061 Talbert Avenue
Suite 390
Fountain Valley, CA 92708
(714) 847-6041

2. Accountant or Auditor

Financials prepared by Management

3. Investor Relations Consultant

None

4. Any other advisor(s) that assisted, advised, prepared or provided information with respect to this disclosure statement - the information shall include the telephone number and email address of each advisor.

None

ITEM 10 ISSUER CERTIFICATION

I, James McKinney, certify that:

1. I have reviewed this quarterly report of VITAL PRODUCTS, INC.;

2. 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

3. 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.

Date: March 22, 2017

/s/ James McKinney
James McKinney
Chief Executive Officer and Chief Financial Officer
(Principal Executive Officer and Principal Financial Officer)