

3500 W. Garry Avenue

Santa Ana, California 92704

(Address, including zip code, of principal executive offices)

(949) 643-9540

(Registrant's telephone number, including area code)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See definition of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer Accelerated filer

Non-accelerated filer Smaller reporting company

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes No

The number of shares of the Registrant's Common Stock outstanding as of May 13, 2016 was 86,268,517 shares.

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BIOLARGO, INC.

FORM 10-Q

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Exhibit 31.1
Exhibit 31.2
Exhibit 32

4.1	Form of Convertible Promissory Note issued in 2015 Unit Offering (1)
4.2	Form of Series A Stock Purchase Warrant issued in 2015 Unit Offering (1)
101.INS**	XBRL Instance
101.SCH**	XBRL Taxonomy Extension Schema
101.CAL**	XBRL Taxonomy Extension Calculation
101.DEF**	XBRL Taxonomy Extension Definition
101.LAB**	XBRL Taxonomy Extension Labels
101.PRE**	XBRL Taxonomy Extension Presentation

*Filed herewith

**Furnished herewith

(1) Incorporated herein by reference from the Form 10-K filed by the Company for the year ended December 31, 2015.

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PART I – FINANCIAL INFORMATION**Item 1. Financial Statements****BIOLARGO, INC. AND SUBSIDIARIES****CONSOLIDATED BALANCE SHEETS****AS OF DECEMBER 31, 2015 AND MARCH 31, 2016**

	DECEMBER 31, 2015	MARCH 31, 2016 (Unaudited)
Assets		
Current assets:		
Cash and cash equivalents	\$ 1,763,114	\$ 1,022,290
Accounts receivable	41,431	27,049
Inventories	37,435	31,973
Prepaid expenses and other current assets	49,167	92,533
Total current assets	1,891,147	1,173,845
Other non-current assets, net of amortization	19,157	16,427
Total assets	\$ 1,910,304	\$ 1,190,272
Liabilities and stockholders' equity		
Current liabilities:		
Accounts payable and accrued expenses	\$ 324,983	\$ 257,468
Deposits	135,000	100,000
Total current liabilities	459,983	357,468
Long-term liabilities:		
Convertible notes payable	3,245,972	3,500,972
Discount on convertible notes payable	(2,937,019)	(2,885,814)
Total liabilities	768,936	972,626

COMMITMENTS, CONTINGENCIES (Note 7)

STOCKHOLDERS' EQUITY:

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Convertible Preferred Series A, \$.00067 Par Value, 50,000,000 Shares Authorized, -0- Shares Issued and Outstanding, at December 31, 2015 and March 31, 2016, respectively.

Common stock, \$.00067 Par Value, 200,000,000 Shares Authorized, 85,788,153 and 86,268,517 Shares Issued, at December 31, 2015 and March 31, 2016, respectively.

	57,236	57,553
Additional paid-in capital	84,410,821	85,140,493
Accumulated deficit	(84,075,695)	(85,653,116)
Accumulated other comprehensive loss	(40,567)	(49,885)
Non-controlling interest (Note 8)	789,573	722,601
Total stockholders' equity	1,141,368	217,646
Total liabilities and stockholders' equity	\$ 1,910,304	\$ 1,190,272

See accompanying notes to unaudited consolidated financial statements.

BIOLARGO, INC. AND SUBSIDIARIES**CONSOLIDATED STATEMENTS OF OPERATIONS****FOR THE THREE-MONTHS ENDED MARCH 31, 2015 AND 2016****(UNAUDITED)**

	MARCH	MARCH
	31, 2015	31, 2016
Revenues	\$13,875	\$13,942
Cost of revenues	6,381	6,081
Gross profit	7,494	7,861
Selling, general and administrative expenses	560,525	930,907
Research and development	137,999	351,050
Amortization	2,730	2,730
Operating loss	(680,964)	(1,276,826)
Other (expense) income:		
Interest expense	(105,224)	(406,325)
Grant income	12,796	38,758
Net loss	(786,188)	(1,644,393)
Net loss attributable to noncontrolling interest	(5,756)	