UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 10-Q

☒ **QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

For the quarterly period ended: SEPTEMBER 30, 2009

or

❐ **TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

For the transition period from: _____________ to _____________

ANPATH GROUP, INC.
(Exact name of registrant as specified in its charter)

DELAWARE	333-123365	20-1602779
(State or Other Jurisdiction of Incorporation)	(Commission File Number)	(I.R.S. Employer Identification No.)

224 Rolling Hill Road Suite 2A Mooresville, NC 28117
(Address of Principal Executive Office) (Zip Code)

(704) 658-3350
(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 is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company.

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 Act). ❐ Yes ☒ No

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practicable date.

Class	Outstanding at November 14, 2009
Common Stock, $.0001 par value	16,803,654

INDEX

		PAGE
PART I	**FINANCIAL INFORMATION**	
Item 1	Financial Statements	3
	Balance Sheet at September 30, 2009(unaudited) and March 31, 2009 (audited)	3
	Statements of Operations for the Three Month Periods Ended September 30, 2009 and 2008 and for the Six Month Periods Ended September 30, 2009 and 2008	4
	Statements of Cash flows for the six Month Periods Ended September 30, 2009 and 2008	5
	Condensed Notes to the Financial Statements	6
Item 2.	Management's Discussion and Analysis of Financial Condition and Results of Operations	16
Item 3.	Quantitative and Qualitative Disclosures About Market Risk	23
Item 4T.	Controls and Procedures	23
PART II.	**OTHER INFORMATION**	
Item 1A.	Risk Factors	23
Item 6.	Exhibits	23
Signatures		24

PART I. FINANCIAL INFORMATION

ITEM 1. FINANCIAL STATEMENTS

ANPATH GROUP, INC
Consolidated Balance Sheets

	Six Months Ended September 30, 2009 (unaudited)	Year Ended March 31, 2009 (audited)
ASSETS		
CURRENT ASSETS		
Cash	$ 25,473	$ 11,231
Accounts receivable, net	70,492	10,241
Prepaid expenses	67,097	4,817
Inventory	-	22,354
TOTAL CURRENT ASSETS	163,062	48,643
PROPERTY AND EQUIPMENT		
Furniture & fixtures	205,694	205,694
Machinery & equipment	195,137	195,137
Capitalized software	3,210	3,210
Less accumulated depreciation	(238,423)	(205,676)
TOTAL FIXED ASSETS	165,618	198,365
OTHER ASSETS		
Trade secrets	1,026,000	1,026,000
Deposits	188,117	198,082
TOTAL OTHER ASSETS	1,214,117	1,224,082
TOTAL ASSETS	$ 1,542,797	$ 1,471,090
LIABILITIES AND STOCKHOLDERS' EQUITY		
CURRENT LIABILITIES		
Accounts payable and accrued expenses	$ 261,466	$ 395,525
Accrued interest payable	223,174	135,570
Wages payable	153,339	188,840
Current maturities of long-term debt, net of discount	2,544,176	1,484,357
TOTAL CURRENT LIABILITIES	3,182,155	2,204,292
LONG TERM LIABILITIES		
Notes payable, net of discount	-	-
TOTAL LONG TERM LIABILITIES	-	-
TOTAL LIABILITIES	3,182,155	2,204,292
COMMITMENTS AND CONTINGENCIES	-	-
STOCKHOLDERS' EQUITY		
Preferred stock, $0.0001 par value; 5,000,000 shares authorized, no shares issued and outstanding	-	-
Common stock, $0.0001 par value; 100,000,000 shares authorized, 16,803,654 and 16,203,654 shares issued and outstanding	1,680	1,620
Additional paid-in capital	29,761,810	28,863,063
Accumulated deficit	(31,402,848)	(29,597,885)
TOTAL STOCKHOLDERS' EQUITY	(1,639,358)	(733,2020)
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	$ 1,542,797	$ 1,471,090

See accompanying condensed notes to interim consolidated financial statements.

ANPATH GROUP, INC
Consolidated Statements of Operations
(Unaudited)

	Three Months Ended September 30,		Six Months Ended September 30,	
	2009	2008	2009	2008
REVENUES	$ 113,170	$ 27,145	$ 254,570	$ 45,504
COST OF SALES	70,068	20,382	175,571	45,639
Gross Profit	43,102	6,763	78,999	(135)
EXPENSES				
Sales	63,370	92,002	126,488	187,536
Product development	72,346	103,520	138,865	210,124
Corporate	158,916	176,490	300,533	367,170
Finance and administrative	109,173	99,898	234,435	234,262
Consultants	153,000	-	269,000	56,875
Compensation cost for re-pricing warrants	-	-	265,383	-
Financing expense	101,134	345,596	460,571	595,596
Total Expenses	657,939	817,506	1,795,275	1,651,563
LOSS FROM OPERATIONS	(614,837)	(810,743)	(1,716,276)	(1,651,698)
OTHER INCOME (EXPENSE)				
Interest expense	(48,548)	(28,175)	(88,687)	(54,717)
Other income	-	-	-	-
Interest income	-	-	-	6
Impairment of long lived assets	-	-	-	-
Total Other Income and Expense	(48,548)	(28,175)	(88,687)	(54,711)
LOSS BEFORE TAXES	(663,385)	(838,918)	(1,804,963)	(1,706,409)
INCOME TAX EXPENSE	-	-	-	-
NET LOSS	$ (663,385)	$ (838,918)	$ (1,804,963)	$ (1,706,409)
BASIC AND DILUTED NET LOSS PER SHARE	$ (0.04)	$ (0.06)	$ (0.11)	$ (0.12)
WEIGHTED AVERAGE NUMBER OF COMMON SHARES OUTSTANDING,				
BASIC AND DILUTED	16,553,381	14,363,525	16,453,927	14,308,880

See accompanying condensed notes to interim consolidated financial statements.

ANPATH GROUP, INC
Consolidated Statement of Cash Flows
(Unaudited)

	Six Months Ended September 30,	
	2009	**2008**
CASH FLOWS FROM OPERATING ACTIVITIES		
Net loss	$ (1,804,963)	$ (1,706,409)
Depreciation and amortization	32,747	33,468
Stock issued for services	221,000	-
Stock options granted and warrants issued	78,868	313,490
Stock options re-priced for services	265,383	-
Discount on note payable	368,569	398,742
Adjustments to reconcile net loss to net cash used by operations:		
Decrease (increase) in accounts receivable	(60,251)	(6,380)
Decrease (increase) in prepaid expenses	(62,280)	71,551
Decrease (increase) in inventory	22,354	18,712
Decrease in trade secrets	-	-
Decrease (increase) in deposits	9,965	17,365
Increase (decrease) in accounts payable & accrued expenses	(134,059)	223,272
Increase (decrease) in accrued interest payable	87,604	
Increase (decrease) in wages payable	(35,501)	-
Increase (decrease) in discount on notes payable	-	-
Net cash used by operating activities	(1,010,563)	(670,919)
CASH FLOWS FROM INVESTING ACTIVITIES		
Net cash provided (used) in investing activities	-	-
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from notes payable	1,114,334	-
Payment of notes payable	(89,529)	228,000
Proceeds from the sale of common stock and warrants	-	100,000
Proceeds from the re-pricing of warrants	-	-
Net cash provided by financing activities	1,024,805	328,000
NET INCREASE (DECREASE) IN CASH	14,242	(342,919)
CASH - Beginning of period	11,231	351,627
CASH - End of period	$ 25,473	$ 8,708
SUPPLEMENTAL CASH FLOW DISCLOSURES:		
Interest expense	$ 1,083	$ -
Income taxes	$ -	$ -

See accompanying condensed notes to interim consolidated financial statements.

ANPATH GROUP, INC
CONDENSED NOTES TO THE INTERIM CONSOLIDATED FINANCIAL STATEMENTS
September 30, 2009

Anpath Group, Inc. (hereinafter the "Company") was incorporated in the State of Delaware on August 26, 2004. The principal business of the Company is a holding company. The Company's sole subsidiary is EnviroSystems, Inc. (hereinafter "ESI") The Company's name was changed to Anpath Group, Inc on January 8, 2008 at a special meeting of the shareholders' of the Company. The Company's former name was Telecomm Sales Network, Inc. The Company's headquarters is located in Mooresville, North Carolina. The Company's year end is March 31.

ESI provides infection control products on an international basis through both direct sales and channels of distribution. While ESI's current focus is on the health care market, products are also sold to transportation, military and industrial/institutional markets. ESI products are manufactured utilizing chemical-emulsion technology, designed to make the products effective against a broad spectrum of harmful organisms while safe to people, equipment and habitat.

NOTE 1 – BASIS OF PRESENTATION

The foregoing unaudited interim consolidated financial statements have been prepared in accordance with generally accepted accounting principles for interim consolidated financial information and with the instructions to Regulation S-K as promulgated by the Securities and Exchange Commission. Accordingly, these financial statements do not include all of the disclosures required by generally accepted accounting principles in the United States of America for complete financial statements. These interim financial statements should be read in conjunction with the annual financial statements of the Company included in its Annual Report on Form 10-K which was filed with the SEC on July 10, 2009. In the opinion of management, all adjustments and disclosures necessary for a fair presentation of these interim statements have been included. All such adjustments are, in the opinion of management, of a normal recurring nature.

Operating results for the six month period ending September 30, 2009 are not necessarily indicative of the results that may be expected for the year ending March 31, 2010.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

This summary of significant accounting policies is presented to assist in understanding the Company's financial statements. The financial statements and notes are representations of the Company's management, which is responsible for their integrity and objectivity. These accounting policies conform to accounting principles generally accepted in the United States of America, and have been consistently applied in the preparation of the financial statements.

The following are summarized accounting policies considered to be significant by the Company's management:

Accounting Method

The Company's financial statements are prepared using the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America ("U.S. GAAP") and have been consistently applied in the preparation of the consolidated financial statements.

Cash and Cash Equivalents

The Company considers all unrestricted cash, short-term deposits, and other investments with original maturities of no more than ninety days when acquired to be cash and cash equivalents for the purposes of the statement of cash flows

Accounts Receivable

Accounts receivable are uncollateralized customer obligations due under normal trade terms requiring payment within thirty days from the invoice date or as specified by the invoice and are stated at the amount billed to the customer. Customer account balances with invoices dated over ninety days or ninety days past the due date are considered delinquent.

ANPATH GROUP, INC
CONDENSED NOTES TO THE INTERIM CONSOLIDATED FINANCIAL STATEMENTS
September 30, 2009

The carrying amount of accounts receivable is reduced by a valuation allowance that reflects management's best estimate of the amount that will not be collected. Management reviews all accounts receivable balances that are considered delinquent and, based on an assessment of current credit worthiness, estimates the portion, if any, of the balance that will not be collected. In addition, management periodically evaluates the adequacy of the allowance based on the Company's past experience. Allowance for doubtful accounts amounted to $-0- and $1,036 at September 30, 2009 and March 31, 2009, respectively.

Earnings Per Share

The Company has adopted Statement of Financial Accounting Standard No. 128 "Earnings per Share" ("SFAS 128"), which provides for calculation of "basic" and "diluted" earnings per share. Basic earnings per share includes no dilution and is computed by dividing net income available to common shareholders by the weighted average common shares outstanding for the period. Diluted earnings per share reflect the potential dilution of securities that could share in the earnings of an entity similar to fully diluted earnings per share. Although there were common stock equivalents outstanding at September 30, 2009 and March 31, 2009, they were not included in the calculation of earnings per share because their inclusion would have been considered anti-dilutive.

Provision for Taxes

Income taxes are provided based upon the liability method of accounting pursuant to Statement of Financial Accounting Standards No. 109, "Accounting for Income Taxes" ("SFAS 109"). Under this approach, deferred income taxes are recorded to reflect the tax consequences in future years of differences between the tax basis of assets and liabilities and their financial reporting amounts at each year-end. A valuation allowance is recorded against deferred tax assets if management does not believe the Company has met the "more likely than not" standard imposed by SFAS 109 to allow recognition of such an asset.

At September 30, 2009, the Company had net deferred tax assets calculated at an expected rate of 34% of approximately $10,677,000 (March 31, 2009 - $10,063,000) principally arising from net operating loss carry forwards and stock compensation. As management of the Company cannot determine that it is more likely than not that the Company will realize the benefit of the net deferred tax asset, a valuation allowance equal to the net deferred tax asset was recorded at September 30, 2009.

The significant components of the deferred tax asset at September 30, 2009 and March 31, 2009 were as follows:

	September 30, 2009	March 31, 2008
Estimated net operating loss carry forward	$ 31,403,000	$ 29,598,000
Deferred tax asset	$ 10,677,000	$ 10,063,000
Deferred tax asset valuation allowance	(10,677,000)	(10,063,000)
Net deferred tax asset	$ -	$ -

At September 30, 2009, the Company has net operating loss carry forwards of approximately $30,677,000 ($29,598,000 in March 31, 2009), which expire in the years 2023 through 2027. The change in the allowance account from March 31, 2009 to September 30, 2009 was $614,000.

Although we believe that our estimates are reasonable, no assurance can be given that the final tax outcome of these matters will not be different than that which is reflected in our tax provisions. Ultimately, the actual tax benefits to be realized will be based upon future taxable earnings levels, which are very difficult to predict.

Fair Value Measurements

SFAS No. 157, Fair Value Measurements ("SFAS 157"), defines fair value, establishes a framework for measuring fair value in accordance with generally accepted accounting principles, and expands disclosures about fair value measurements. On April 1, 2008, the Company adopted the provisions of SFAS No. 157 related to its financial assets and liabilities measured at fair value on a recurring basis. SFAS No. 157 establishes a fair value hierarchy that prioritizes the inputs used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurement) and the lowest priority to unobservable inputs (Level 3 measurement).

ANPATH GROUP, INC
CONDENSED NOTES TO THE INTERIM CONSOLIDATED FINANCIAL STATEMENTS
September 30, 2009

The three levels of the fair value hierarchy defined by SFAS No. 157 are as follows:

Level 1 – Quoted prices are available in active markets for identical assets or liabilities. Active markets are those in which transactions for the asset or liability occur with sufficient frequency and volume to provide pricing information on an ongoing basis.

Level 2 – Pricing inputs are other than quoted prices in active markets included in Level 1, which are either directly or indirectly observable as of the reporting date. Level 2 includes those financial instruments that are valued using models or other valuation methodologies. These models are primarily industry-standard models that consider various assumptions, including quoted forward prices for commodities, time value, volatility factors, and current market and contractual prices for the underlying instruments, as well as other relevant economic measures. Substantially all of these assumptions are observable in the marketplace throughout the full term of the instrument, can be derived from observable data or are supported by observable levels at which transactions are executed in the marketplace.

Level 3 – Pricing inputs include significant inputs that are generally unobservable from objective sources. These inputs may be used with internally developed methodologies that result in management's best estimate of fair value. Level 3 instruments include those that may be more structured or otherwise tailored to the Company's needs.

On April 1, 2008, we adopted SFAS 157. We had no assets or liabilities measured at fair value on a recurring basis. Therefore, the initial adoption of SFAS 157 had no impact on our Consolidated Financial Statements. On December 14, 2008 the FASB issued a proposed FASB staff position ("FSP") that would amend SFAS 157 to delay its effective date for all non-financial assets and non-financial liabilities, except for those that are recognized or disclosed at fair value in the financial statements on a recurring basis, that is, at least annually. For items within the scope of the proposed FSP the effective date of SFAS 157 would be delayed to fiscal years beginning after November 15, 2008 (fiscal 2010 for the Company) and interim periods within those fiscal years. During February 2008, the FASB confirmed and made effective the FSP. The Company has chosen not to implement SFAS 157 for non-financial assets and non-financial liabilities at this time.

Fixed Assets

Equipment is recorded at cost. Depreciation and amortization are provided using the straight-line method over the useful lives of the respective assets, typically 3-7 years. Major additions and betterments are capitalized. Upon retirement or disposal, the cost and related accumulated depreciation or amortization is removed from the accounts and any gain or loss is reflected in operations.

The following table summarizes the Company's fixed assets:

	September 30, 2009	March 31, 2009
Office Equipment	$ 51,347	$ 51,347
Furniture & Fixtures	11,825	11,825
Marketing/Trade Show Equipment	2,659	2,659
Manufacturing Equipment	195,138	195,138
Laboratory Equipment	139,862	139,138
Capitalized Software	3,210	3,210
	404,041	382,230
Allowance for Depreciation and amortization	(238,423)	(205,676)
Fixed Assets, net	$ 165,618	$ 198,365

Depreciation expense for the six month periods ending September 30, 2009 and 2008 was $32,747 and $33,468 respectively.

During the six months ended September 30, 2009 and 2008, depreciation expense in the amount of $-0- and $17,044 was recorded for manufacturing equipment that sat idle and is included as part of Expenses on the Consolidated Statement of Operations.

ANPATH GROUP, INC
CONDENSED NOTES TO THE INTERIM CONSOLIDATED FINANCIAL STATEMENTS
September 30, 2009

Going Concern

The accompanying financial statements have been prepared assuming the Company will continue as a going concern.

As shown in the financial statements, the Company incurred a net loss for the six months ended September 30, 2009 and 2008, and has an accumulated deficit of $31,402,848 since the inception of the Company. These factors indicate that the Company may be unable to continue in existence. The financial statements do not include any adjustments related to the recoverability and classification of recorded assets, or the amounts and classification of liabilities that might be necessary in the event the Company cannot continue existence. The Company anticipates its projected business plan will require a minimum of $1,200,000 to continue operations for the next twelve months.

Impairment of Long Lived Assets

The Company assesses potential impairment of its long lived assets, which include its property and equipment and its identifiable intangibles such as its trade secrets under the guidance of Statement of Financial Standards No. 144, “Accounting for the Impairment or Disposal of Long Lived Assets.” On an annual basis, or as events and circumstances indicate that an asset may be impaired, the Company assesses potential impairment of its long lived assets. The Company determines impairment by measuring the undisclosed future cash flows generated by the assets, comparing the results to the assets' carrying value and adjusting the assets to the lower of the carrying value to fair value and charging current operations for any measured impairment.

Concentration Risk

Sales to a metropolitan mass transit authority, international distributors and an airline distributor represented approximately 86.6% of our sales for the six months ended September 30, 2009 and sales to a metropolitan mass transit authority and a distributor represented approximately 82.4% of our sales for the six months ended September 30, 2008.

The Company relied upon a single supplier to provide it with PCMX, which is the biocide used in our chemical emulsion disinfectant products. Although there are other suppliers of this material, a change in suppliers would cause a delay in the production process, which could ultimately affect operating results.

Principles of Consolidation

The consolidated financial statements include the accounts of the Company and its subsidiary. All significant intercompany transactions and balances have been eliminated in consolidation. References herein to the Company include the Company and its subsidiary, unless the context otherwise requires.

Reclassifications

Certain amounts have been reclassified from the prior financial statements for comparative purposes.

Revenue Recognition

Revenue is generally recognized and earned when all of the following criteria are satisfied: a) persuasive evidence of sales arrangements exists; b) delivery has occurred; c) the sales price is fixed or determinable; and d) collectibility is reasonably assured.

Persuasive evidence of an arrangement is demonstrated via a purchase order from our customers. Delivery occurs when title and all risks of ownership are transferred to the purchaser which generally occurs when the products are shipped to the customer. No right of return exists on sales of product except for defective or damaged products. The sales price to the customer is fixed upon acceptance of purchase order. To assure that collectibility is reasonably assured, credit evaluations are performed on all customers.

ANPATH GROUP, INC
CONDENSED NOTES TO THE INTERIM CONSOLIDATED FINANCIAL STATEMENTS
September 30, 2009

Stock Based Compensation

The Company measures compensation cost for its stock based compensation plans under the provisions of Statement of Financial Accounting Standards No. 123(R), "Accounting for Stock Based Compensations." This statement supersedes APB Opinion No. 25, "Accounting for Stock Issued to Employees," and its related implementation guidance. This statement establishes standards for the accounting for transactions in which an entity exchanges its equity instruments for goods or services. It also addresses transactions in which an entity incurs liabilities in exchange for goods or services that are based on the fair value of the entity's equity instruments or that may be settled by the issuance of those equity instruments. This statement focuses primarily on accounting for transactions in which an entity obtains employee services in share-based payment transactions. SFAS No. 123(R), "Accounting for Stock-Based Compensation", requires companies to include expenses in net income (loss) and earnings (loss) for each issuance of options and warrants. The Company uses the Black-Scholes option valuation model to value its issuance of options and warrants.

Use of Estimates

The process of preparing financial statements in conformity with accounting principles generally accepted in the United States of America requires the use of estimates and assumptions regarding certain types of assets, liabilities, revenues, and expenses. Such estimates primarily relate to unsettled transactions and events as of the date of the financial statements. Accordingly, upon settlement, actual results may differ from estimated amounts.

NOTE 3 - INVENTORIES

Inventories consist of raw materials that the Company had manufactured prior to outsourcing manufacturing to our current contract manufacturer. In the six months ended September 30, 2009, the prior raw materials were converted to finished goods in the manufacturing process and sold. At September 30, 2009 we had no inventories on hand. Inventories consist of the following:

	September 30, 2009	March 31, 2009
Raw material	$ -	$ 22,354
Finished goods	-	-
Allowance for obsolescence	-	-
Inventory, net	$ -	$ 22,354

NOTE 4 - NOTES, LOANS AND CONVERTIBLE DEBT

Notes payable consists of the following:

	September 30, 2009	March 31, 2009
7% note due July 8, 2010 payable to ANPG Lending, LLC	$ 1,500,000	$ 1,500,000
8% notes due from April 7, 2010 through September 22, 2010 payable to unrelated individuals	1,060,000	-
6% notes due on or before May 10, 2009 payable to our CEO	93,700	102,210
6% notes due on or before February 24, 2009 payable to Arthur Douglas & Associates	85,000	85,000
5.95% note due in 10 installments of $5,583 payable to FlatIron Capital	38,315	-
6% notes due December 29, 2008 payable to our CFO	6,000	6,000
10% note due April 8, 2009 payable to an unrelated individual	-	25,000
10% note due September 10, 2009 payable to an unrelated individual	-	20,000
10% note due September 24, 2009 payable to an unrelated individual	-	20,000
Discount on notes payable	(238,839)	(273,853)
	$ 2,544,176	$ 1,484,357

ANPATH GROUP, INC
CONDENSED NOTES TO THE INTERIM CONSOLIDATED FINANCIAL STATEMENTS
September 30, 2009

Current Year Financing
During the six months ended September 30, 2009 the Company borrowed from various parties the aggregate amount of $1,06,000. These loans mature from April 7, 2009 through September 22, 2009 and have a mandatory conversion into common stock of the Company from April 7, 2009 through September 22, 2009. These loans bear interest of 8% payable at maturity. Each note is convertible into common stock of the Company at an initial conversion rate $.50 per share. The actual conversion rate will be based on the previous 20 trading day average price of our common stock. The conversion rate cannot be more than $0.50 or less than $0.20. The loans are initially convertible into 2,120,000 shares of the Company's common stock. Detachable warrants were also issued with each note giving the holder the right to purchase an aggregate 2,120,000 shares of the Company's common stock at an exercise rice of $.75 per share. Subsequently after September 30, 2009, the Company borrowed an additional $112,500 under the same terms of these loans.

In accordance with EITF 00-27, the Company recognized the beneficial conversion feature associated with the notes convertibility into shares and warrants. The total value of warrants was determined using the Black Scholes Option Price Calculation. In employing this model, the following assumptions were used the actual three month T-Bill rate on the advance dates for the risk-free rate. The actual share price on advance dates; expected volatility of 67.36%, no dividends and a five year horizon in all Black Scholes Option Price calculations. The total value of warrants was $333,557 and the total value of shares was $-0-.

Following the guidance provided by EITF 00-27 the Company allocated proceeds first to the warrants issuable upon conversion of the note. The value of the warrants was recorded on the balance sheet as debt discounts and increases to shareholder's equity. The debt discounts are being amortized over the remaining life of the convertible note.

March 31, 2009 Financing
During the year ended March 31, 2009 the Company borrowed from various parties the aggregate amount of $393,210. These loans are due on demand after 90 days and bear interest of 6% to 10% payable at maturity. Each note is convertible into common stock of the Company at a conversion rate of $.20 to $.88 per share. The loans are initially convertible into 697,966 shares of the Company's common stock. Detachable warrants were also issued with each note giving the holder the right to purchase an aggregate 512,966 shares of the Company's common stock at an exercise rice of $.20 to $.88 per share. During the year ended March 31, 2009, $135,000 of these loans were converted into 675,000 shares of common stock. During the six months ended September 30, 2009, $73,510 of these loans were retired.

In accordance with EITF 00-27, the Company recognized the beneficial conversion feature associated with the notes convertibility into shares and warrants. The total value of warrants was determined using the Black Scholes Option Price Calculation. In employing this model, the following assumptions were used the actual three month T-Bill rate on the advance dates for the risk-free rate. The actual share price on advance dates; expected volatility of 67.36%, no dividends and a five year horizon in all Black Scholes Option Price calculations. The total value of warrants was $122,173 and the total value of shares was $73,142.

Following the guidance provided by EITF 00-27 the Company allocated proceeds first to the warrants issuable upon conversion of the note. The value of the warrants was recorded on the balance sheet as debt discounts and increases to shareholder's equity. The debt discounts are being amortized over the remaining life of the convertible note.

ANPG Lending, LLC
On January 8, 2008, the Company completed a financing transaction with ANPG Lending, LLC, (the "LLC") pursuant to the terms of a Loan and Security Agreement by and between the Company and the LLC. Pursuant to the Loan Agreement, the Company issued to the LLC convertible promissory notes for an aggregate principal amount of $1,500,000. The Loan Agreement also provides that the LLC may make up to an additional $500,000 in advances to the Company in the discretion of the LLC. In addition to the Notes, the Company issued to the LLC warrants to purchase up to an aggregate of 750,000 shares of the Company's common stock. The Warrants have terms of 5 years and are exercisable at an initial exercise price $0.87 per share, subject to certain anti-dilution adjustments.

Pursuant to the Loan Agreement, the Company granted to the LLC a security interest in the Company's assets and properties to secure the Company's obligations under the Notes to the LLC.

ANPATH GROUP, INC
CONDENSED NOTES TO THE INTERIM CONSOLIDATED FINANCIAL STATEMENTS
September 30, 2009

As a condition to obtaining the Financing, the Company entered into a Securities Repurchase Agreement by and between the Company, the LLC and the Singer Children's Management Trust (the "Trust") pursuant to which the Company repurchased from the Trust 250,000 shares of the Company's common stock and warrants to purchase up to an aggregate of 750,000 shares of the Company's common stock at an exercise price of $2.50 per share for an aggregate purchase price of $625,000. The Company used $625,000 from the LLC to pay the purchase price for the Securities and used $30,000 to pay the lenders legal expenses of the transaction. Pursuant to the Repurchase Agreement, the Company issued to the LLC three additional Warrants to purchase up to an aggregate of 750,000 shares of our common stock. The Warrants have terms of 5 years and are exercisable at an initial exercise price $0.87 per share, subject to certain anti-dilution adjustments. The warrants can be exercised using a cashless exercise exchange and will automatically be exercised at the termination of the term if the price of the Company's common stock on such date is above $0.87 per share, subject to certain adjustments.

As a result of the foregoing transactions, the Company was able to obtain net proceeds of approximately $845,000 to be used for general working capital purposes.

The Notes are due and payable on July 8, 2009. The Notes bear interest at a rate of 7% per annum and interest accrues and is payable on the maturity date of the Notes. The Notes are convertible into shares of common stock of the Company at an initial conversion price of $0.87. The conversion price is subject to certain anti-dilution adjustments.

In accordance with EITF 00-27, the Company recognized the beneficial conversion feature associated with the notes convertibility into shares and warrants. The total value of warrants was determined using the Black Scholes Option Price Calculation. In employing this model, the following assumptions were used the actual three month T-Bill rate on the advance dates for the risk-free rate; the actual share price on advance dates; expected volatility of 63%, no dividends and a five year horizon in all Black Scholes Option Price calculations. The total value of warrants was $778,500 and the total value of shares was $721,500.

Following the guidance provided by EITF 00-27 the Company allocated proceeds first to the warrants issuable upon conversion of the note. The value of the warrants was recorded on the balance sheet as debt discounts and increases to shareholder's equity. The debt discounts are being amortized over the remaining life of the convertible note. The value of warrants in excess of the actual debt advance amounts were expensed as financing fees.

Forbearance Agreement with ANPG Lending, LLC

On September 26, 2009 the Company agreed to reduce the exercise price of the 1,500,000 warrants outstanding to ANPG Lending LLC to $0.20 in exchange for ANPG Lending LLC agreeing to extend the maturity date of the loans aggregating $1,500,000 from July 8, 2009 to September 8, 2009. A subsequent forbearance agreement was signed September 8, 2009 extending the maturity date of the loans to November 8, 2009.

NOTE 5 - COMMITMENTS AND CONTINGENCIES

Operating Leases

The Company has formal operating leases for all of its office and laboratory space. The Company has entered into a new three year office lease agreement to begin October 1, 2009 for an office/warehouse combination in Mooresville, NC. Lease payments under the new office lease will be $2,695 per month for the first year and increases 3% for each subsequent year.

Rent expense relating to operating spaces leased was approximately $32,378 and $42,393 for the six months ended September 30, 2009 and 2008, respectively.

	Payments Due by Period				
Contractual Obligations	**Total**	**Less than 1 year**	**1-3 years**	**4-5 years**	**After 5 years**
Office Lease	$ 99,960	$ 32,340	$ 67,620	$ -	$ -
Total Contractual Cash Obligations	$ 99,960	$ 32,340	$ 67,620	$ -	$ -

ANPATH GROUP, INC
CONDENSED NOTES TO THE INTERIM CONSOLIDATED FINANCIAL STATEMENTS
September 30, 2009

NOTE 6 - PREFERRED STOCK AND COMMON STOCK

Preferred Stock

As of September 30, 2009, no preferred stock has been issued by the Company.

Common Stock

On October 1, 2008, the Company entered into a consulting agreement with Arthur Douglas and Associates, Inc for investment relations services. The Company agreed to pay compensation to Arthur Douglas and Associates, Inc of 100,000 shares of restricted common stock per month for a period of 12 months. During the six months ended September 30, 2009, the Company issued 600,000 shares of restricted common stock valued at $221,000 to Arthur Douglas and Associates.

NOTE 7 - STOCK PURCHASE WARRANTS

The following is a summary of all common stock warrant activity during the year ended March 31, 2009 and the six months ended September 30, 2009:

	Number of Shares Under Warrants	Exercise Price Per Share	Weighted Average Exercise Price
Warrants issued and exercisable at: March 31, 2008	7,940,342	$ .87-5.00	$ 2.25
Warrants issued	626,600	0.20-0.88	1.97
Warrants expired	(248,928)	5.00	5.00
Warrants exercised	(675,000)	0.20	0.20
Warrants issued and exercisable at: March 31, 2009	7,643,014	$ 0.20-5.00	$ 2.25
Warrants issued	2,421,500	0.75	0.75
Warrants expired	(3,914)	5.00	5.00
Warrants exercised	-	-	-
Warrants issued and exercisable at: September 30, 2009	10,060,600	$ 0.20-5.00	$ 1.27

The following represents additional information related to common stock warrants outstanding and exercisable at September 30, 2009:

	Outstanding and Exercisable		
Range of Exercise Price	Number of Shares Under Warrants	Weighted Average Remaining Contract Life in Years	Weighted Average Exercise Price
$ 0.20 – 2.50	2,762,500	0.47	$ 1.28
$ 0.20	250,000	2.25	0.20
$ 0.20 – 2.70	4,352,272	3.03	1.74
$ 0.20 - 0.88	2,695,828	4.64	.67
Total	10,060,600	2.46	1.27

The Company used the Black-Scholes option price calculation to value the warrants issued during the six months ended September 30, 2009 and the year ending March 31, 2009 using the following assumptions: risk-free rate of 0.25-4.50%; volatility of 63% to 67; zero dividend yield; the actual exercise term of the warrants issued and the exercise price of warrants issued.

ANPATH GROUP, INC
CONDENSED NOTES TO THE INTERIM CONSOLIDATED FINANCIAL STATEMENTS
September 30, 2009

NOTE 8 - EQUITY COMPENSATION PLAN

The Company has two stock option plans: (a) the 2006 Stock Incentive Plan and (b) the 2004 Equity Compensation Plan which both have been approved by both the Board of Directors and the shareholders. An aggregate amount of common stock that may be awarded and purchased under the Plans is 3,700,000 shares of the Company's common stock.

The exercise price for incentive stock options granted under the 2006 and 2004 Plans may not be less than the fair market value of the common stock on the date the option is granted, except for options granted to 10% stockholders which must have an exercise price of not less than 110% of the fair market value of the common stock on the date the option is granted. The exercise price for non-statutory options is determined by the Compensation Committee of our Board of Directors. Incentive stock options granted under the plans have a maximum term of ten years, except for grants to 10% stockholders which are subject to a maximum term of five years. The term of non-statutory stock options is determined by the Compensation Committee of our Board of Directors. Options granted under the plans are not transferable, except by will and the laws of descent and distribution.

Under the Plans during the six months ended September 30, 2009 and the year ended March 31, 2009, the Company granted 1,390,000 and 42,000 stock options to employees and directors. The options were granted with an exercise prices $0.63-0.24 and will fully vest from one to four years of service. The options were valued using the fair value method as prescribed by SFAS No. 123 (R), resulting in a total value associated with these options for the six months ended September 30, 2009 and the year ended March 31, 2009 of $187,655 and $15,000. Pursuant to SFAS No. 123(R), this amount will be accrued to compensation expense over the expected service term as vested. The accrued compensation expense related to these options for the six months ended September 30, 2009 and 2008 is $39,434 and $72,110 and has been expensed in the six months ended September 30, 2009 and 2008, respectively pursuant to the application of SFAS No. 123(R), and credited to additional paid-in capital.

As of September 30, 2009 there were 920,000 remaining options available to be issued in the 2006 Stock Incentive Plan and the 2004 Equity Compensation Plan.

The following is a summary of all common stock option activity during the year ended March 31, 2009 and the six months ended September 30, 2009:

	Shares Under Options Outstanding	Weighted Average Exercise Price
Options outstanding at March 31, 2008	2,676,455	$ 2.73
Options granted	42,000	0.63
Options expired	(1,169,903)	3.01
Options exercised	-	-
Options outstanding at March 31, 2009	1,548,552	2.49
Options granted	1,390,000	0.24
Options expired	-	-
Options exercised	-	-
Options outstanding at September 30, 2009	2,938,552	$ 1.42

	Options Exercisable	Weighted Average Exercise Price per Share
Options exercisable at March 31, 2009	1,548,552	$ 2.49
Options exercisable at September 30, 2009	1,456,052	$ 2.51

ANPATH GROUP, INC
CONDENSED NOTES TO THE INTERIM CONSOLIDATED FINANCIAL STATEMENTS
September 30, 2009

The following represents additional information related to common stock options outstanding and exercisable at September 30, 2009:

Range of Exercise Price	Number Outstanding at September 30, 2009	Weighted Average Remaining Contractual Life Years	Weighted Average Exercise Price (Total Shares)	Number Exercisable At September 30, 2009	Weighted Average Exercise Price (Exercisable Shares)
$ 3.40	63,854	5.09	$ 3.40	63,854	$ 3.40
$ 5.00	72,333	1.13	$ 5.00	72,333	$ 5.00
$ 1.61 - 2.95	22,365	6.71	$ 2.06	22,365	$ 2.06
$ 2.00 - 2.85	1,390,000	3.80	$ 2.32	1,297,500	$ 2.33
$ 0.24	1,390,000	9.59	$ 0.24	-	$ -
$ 0.63 - 5.00	2,938,552	6.52	$ 1.42	1,456,052	$ 2.51

Total compensation cost related to non-vested stock options as of September 30, 2009 and March 31, 2009 was $286,889 and $178,101, respectively.

Weighted average period of non-vested stock options was 9.41 years as of September 30, 2009.

The Company used the Black-Scholes option price calculation to value the options granted in the six months ended September 30, 2009 and the year ended March 31, 2009 using the following assumptions: risk-free rate of 1% to 4.5%; volatility of 63% to 67%; zero dividend yield; half the actual term and exercise price of options granted.

NOTE 9 – RELATED PARTY TRANSACTIONS

Our CFO, and a member of our Board of Directors, is a 5% owner and CFO of Mastodon Ventures, Inc. Mastodon provides office space and incidentals for our CFO at no cost to the Company. On April 20, 2009 the Company paid Mastodon $30,000 for consulting services in connection with advising the Company in financing matters.
During the year ended March 31, 2009, the Company's CEO, made loans to the Company in the amount of $102,210. The loans are due on demand after 90 days and bear interest at 6%. In addition, the Company issued to the CEO five year warrants to purchase up to an aggregate of 116,146 shares of the Company's common stock at an exercise price of $0.88 per share. During the six months ended September 30, 2009, the Company paid $8,510 to the CEO in repayment of these loans and $150 in accrued interest. At September 30, 2009 the balance owed to the CEO on these loans was $93,700 plus accrued interest of $5,650.

On September 30, 2008, the Company's CFO, made a loan to the Company in the amounts of $6,000. The loan is due on demand after 90 days and bear interest at 6%. In addition, the Company issued to the CFO a five year warrant to purchase up to an aggregate of 6,818 shares of the Company's common stock at an exercise price of $0.88 per share. At September 30, 2009 the balance owed to the CFO on this loan was $6,000 plus accrued interest of $365.

At September 30, 2009 the CEO and CFO have deferred their salaries in the amount $87,083 and $52,506, respectively.

NOTE 10 – SUBSEQUENT EVENT

In October 2009 the Company borrowed from various parties the aggregate amount of $112,500. These loans mature in October 2010 and have a mandatory conversion into common stock of the Company in October 2010. These loans bear interest of 8% payable at maturity. Each note is convertible into common stock of the Company at an initial conversion rate $.50 per share. The actual conversion rate will be based on the previous 20 trading day average price of our common stock. The conversion rate cannot be more than $0.50 or less than $0.20. The loans are initially convertible into 225,000 shares of the Company's common stock. Detachable warrants were also issued with each note giving the holder the right to purchase an aggregate 225,000 shares of the Company's common stock at an exercise rice of $.75 per share.

CAUTIONARY NOTE REGARDING FORWARD-LOOKING STATEMENTS

This Report contains certain financial information and statements regarding our operations and financial prospects of a forward-looking nature. Although these statements accurately reflect management's current understanding and beliefs, we caution you that certain important factors may affect our actual results and could cause such results to differ materially from any forward-looking statements which may be deemed to be made in this Report. For this purpose, any statements contained in this Report which are not statements of historical fact may be deemed to be forward-looking statements. Without limiting the generality of the foregoing, words such as "may", "intend", "expect", "believe", "anticipate", "could", "estimate", "plan", or "continue" or the negative variations of these words or comparable terminology are intended to identify forward-looking statements. There can be no assurance of any kind that such forward-looking information and statements in any way reflect our actual future operations and/or financial results, and any of such information and statements should not be relied upon either in whole or in part in any decision to invest in the shares. Many of the factors, which could cause actual results to differ from forward looking statements, are outside our control. These factors include, but are not limited to, the factors discussed under "Risk Factors" in our Annual Report on Form 10-K for the fiscal year ended March 31, 2009 and incorporated herein by reference.

ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

General

Anpath Group, Inc. ("**Anpath**", the "**Company**", "**we**" or "**us**") through our wholly-owned subsidiary EnviroSystems, Inc. ('**ESI**"), produces disinfecting, sanitizing and cleaning products designed to help prevent the spread of infectious microorganisms, while minimizing the harmful effects to people, application surfaces and the environment. We believe that the ability to destroy a wide-range of disease-causing microorganisms combined with a favorable profile for health and environmental effects makes our products ideal for use in a wide range of applications/markets that are in need of disinfection/cleaning products that are safe to use and non-toxic.

We are directed by our mission to "Provide a healthier today and a safer tomorrow through knowledgeable people and innovative infection prevention, decontamination, and health science technologies, products, and services." We intend to utilize our technology and resources to develop products that reduce biological risks without introducing the attendant chemical risks that are so prevalent today.

It is this focus on developing safe infection prevention technologies that we believe will position us in the forefront of the industry at a time when there is rapidly growing awareness of the critical need to prevent biological risks — both natural and man-made.

Our headquarters is located at 1224 Rolling Hill Road, Suite 2A, Mooresville, North Carolina 28117. Our telephone number is (704) 658-3350.

Primary Technology Platform

We have developed and have trade secret rights to what we believe to be a unique and proprietary Parachlorometaxylenol (more commonly known as PCMX) based chemical emulsion biocide technology platform. PCMX has been widely used as an antimicrobial in surgical hand and skin scrubs. Based on this technology, we have developed a portfolio of efficacious disinfectants/sanitizers/cleaners that achieve bio-decontamination without using toxic & corrosive chemicals. Our PCMX chemical emulsion biocides have the following characteristics:

- They kill a wide range of infectious microorganism, including MRSA;
- They minimize harmful effects to people and do not cause skin, eye, pulmonary, oral or dermal irritation;
- They are non-corrosive (EnviroTru®/EnviroTru® 1453 are included in the Boeing Qualified Products List (QPL) and conform with AMS-1452A, 1453 & D6-7127 Aircraft Corrosion Specifications); and

In addition to the foregoing benefits, we also believe that our proprietary PCMX chemical emulsion biocide technology will act as a barrier to competition.

Product Categories

We believe that the concept of an easy-to-use and effective line of decontaminants that fits with a favorable environmental profile offers us a unique opportunity to differentiate our products in multiple infection prevention markets. It is our intention to use the unique characteristics of our chemical emulsion technology to build acceptance of our decontaminants as an alternative which is significantly different from other biocidal products that currently dominate the marketplace. We are exploiting our technology platform to establish a broad product portfolio in the following categories:

· Surface care products - disinfectants, sanitizers and cleaners (including wipes);

· Geo-Biocides – biocides for use in the oil and gas industry.

· Animal care products - skin and hoof care treatment and animal shampoo;

· Personal care products – antimicrobial hand soaps, hand sanitizers and facial scrubs (including wipes); and

Surface Care Products

We believe that convenience, safety, the effect on air quality and environmental responsibility are increasingly playing a greater role in the buying decision for surface cleaners/disinfectants. We believe that consumers in general have become more health conscious and at the same time have grown more concerned about the effect that traditional cleaners/disinfectants have on internal and external environments. Often consumers are required to settle for a trade-off between effectiveness and environmental friendliness. We believe that our surface care products will provide consumers with products that are both efficacious and safe for the environment.

Our surface care products include the following.

· **EnviroTru® Disinfectant & Cleaner Deodorizer,** which is a multi-purpose, ready-to-use disinfectant, sanitizer and deodorizing cleaner for use on hard surfaces. EnviroTru® is effective against numerous organisms without causing any adverse effects to surfaces, humans or the environment. EnviroTru® is registered by the Environmental Protection Agency (EPA) and meets EPA requirements for Toxicity Category IV (minimal effects noted, no precautionary or first aid statements required; no harmful dermal, ocular, inhalation or ingestion effects). EnviroTru® also conforms to AMS 1452A, AMS 1453 and Boeing D6-7127 specifications for non-corrosion and materials compatibility. EnviroTru® has no special handling requirements, does not require protective clothing, gloves or special ventilation and is non-flammable.

EnviroTru® is also effective for use in animal housing facilities, including veterinary clinics, farms, equine farms, kennels, livestock houses, swine houses, poultry houses and laboratories. When used as directed, EnviroTru® will clean, deodorize and disinfect veterinary feeding and watering equipment, utensils, instruments, cages, kennels, stables, catteries, etc.

· **EnviroTru® 1453 Disinfectant & Cleaner Deodorizer**, which is a multi-purpose, ready-to-use disinfectant, sanitizer and deodorizing cleaner for use on aircraft hard surfaces, including exterior and interior surfaces such as cabins, toilets, sinks, faucets, counter tops and luggage compartments. EnviroTru®1453 conforms to AMS 1452A, AMS 1453 and Boeing D6-7127 specifications for non-corrosion and materials compatibility. EnviroTru®1453 is registered by the Environmental Protection Agency (EPA) and meets EPA requirements for Toxicity Category IV (minimal effects noted, no precautionary or first aid statements required; no harmful dermal, ocular, inhalation or ingestion effects). EnviroTru®1453 has no special handling requirements, does not require protective clothing, gloves or special ventilation and is non-flammable.

· **SurfaceTru™ Deodorizing Cleaner**, which is a powerful, multi-purpose cleaner and deodorizer that's safe for use on a variety of surfaces. SurfaceTru™ is effective for removing dirt and grime and is gentle to application surfaces, safe for the user and friendly to the environment. It has no special handling requirements, does not require protective clothing, gloves or special ventilation and is non-flammable.

· **SurfaceTru™ Cleaning & Deodorizing Wipes**, which are powerful cleaning and deodorizing wipes that are packaged in their own individual foil wrappers for easy portability. Each wipe opens to a large, 9" x 8" durable cloth with a smooth finish that can be conveniently used on a variety of surfaces. SurfaceTru™ Wipes can be carried with you for use when an immediate need for an effective, yet gentle cleaner arises.

· **Electrostatic Sprayers.** In addition to the foregoing products, we also market electrostatic sprayers produced by Electrostatic Spraying Systems, Inc. ("**ESS**") which may be used to apply our liquid surface care products to the target surfaces. Electrostatic sprayers provide superior spray coverage by more effectively dispensing solutions compared to conventional sprayers; tests have demonstrated 4-10 times better coverage. Electrostatic sprayers operate by producing highly charged spray droplets using a unique embedded induction electrode design. This induction charging results in spray droplets that have a force of attraction that is 75 times that of gravity. This means droplets will reverse direction and move upwards, against gravity, to coat hidden surfaces, and wrap around objects resulting in complete, even coverage of the target. When using an electrostatic sprayer it is possible to deliver ESI's liquid disinfectants and cleaners to difficult to reach locations that may harbor disease-causing microorganisms.

In October 2008, we announced that ESI entered into a prime distributor agreement with ESS. Using ESS electrostatic sprayers in conjunction with our EnviroTru® Disinfectant Cleaner creates an electrostatically charged decontamination system which provides an efficient system to quickly administer EnviroTru® Disinfectant Cleaner to large areas, difficult to reach spaces, or to high-traffic areas that require frequent treatment. This system substantially improves the bio-availability of EnviroTru®. The result is reduced manpower costs and simultaneously improved coverage, reducing the threat of disease-causing microorganisms. In summary, the system offers an extremely efficient, cost-effective way to realize the advantages of EnviroTru®.

Future Surface Care Products

We are conducting research and development and are planning to reintroduce a hospital grade disinfectant product to replace one of our earlier products called EcoTru®. Recent testing indicates a submission to the EPA for re-registration of EcoTru®. The reformulated disinfectant is expected to demonstrate through testing that it will effectively kill numerous bacteria, fungi, and viruses, including MRSA, Hepatitis B and C, HIV, herpes and influenza. Likewise, in addition to being highly effective as a disinfectant, our reformulated hospital grade product is expected to occupy a unique position in the market place, combining this microbial effectiveness in a disinfectant product which will also have a favorable profile for health and environmental effects. It is expected that the broad spectrum product will serve a platform for a number of related products, such as wipes.

Geo Biocides

1. In response to requests from members of the oil & gas industry for a non-toxic but effective disinfectant to replace toxic biocides used in hydraulic fracturing, we developed **GeoTru™ Concentrate** designed to be used as a "down-hole" biocide in the oil & gas industry. GeoTru™ Concentrate is a surfactant-based anionic chemistry with extended shelf life that is effective when used under aerobic or anaerobic conditions. It is active over a wide pH range and is non-oxidizing and nonreactive with other down-hole chemistries and designed to be used particularly in hydraulic fracturing. The company is in discussions with a potential partner within the oil and gas industry.

Animal Care Products

We believe that the microorganism killing properties of our products, combined with their safety profile, make them ideally suited for use as a topical treatment for skin ailments caused by microorganisms. We have worked to develop products for use on animals and have focused initially on the equine market with the introduction of **EquineTru® Skin and Hoof Treatment**. EquineTru® Skin & Hoof Treatment is an antiseptic that may be used to rapidly, safely and effectively treat common skin and hoof conditions caused by microorganisms without irritating a horse's skin or drying out its hoofs. The active ingredient used in EquineTru® Skin and Hoof Treatment, PCMX, has been widely used as an antimicrobial in surgical hand and skin scrubs and it is successfully used as a topical antiseptic for skin and mucous membranes. It is also used as a fungicide in a variety of applications. EquineTru® Skin and Hoof Treatment has been reviewed and cleared for market by the Center for Veterinary Medicine (CVM), a division of the U.S. Food and Drug Administration (FDA). Its use is permitted for United States Equestrian Federation (USEF) and Fédération Equestre Internationale (FEI) regulated competitions.

Future Animal Care Product Considerations

We are working on developing several variations of EquineTru® Skin and Hoof Treatment for specific application, an animal shampoo and skin treatments for household pets.

Personal Care Products

Personal care products such as antimicrobial hand soaps and hand sanitizers, have traditionally been purchased by hospitals and health clinics. However, due to an increased awareness of germs and transmission of disease, individual consumers as well as institutional buyers such as health clubs, schools, restaurants and grocery stores are increasingly purchasing these products. These consumers, however, appear to have little understanding of the benefits and/or adverse consequences of the products they choose.

In response to what we believe will be an increasing market for these products, we are developing our **KeraTru™ Personal Care** line of products which will include hand sanitizers and antimicrobial soaps. Our KeraTru™ personal care line of products are safe and include several alcohol free products and we believe that they are more than or as effective as the leading brands.

Results of Operations

Three Months Ended September 30, 2009 compared to Three Months Ended September 30, 2008

Revenues. Our revenues for the three months ended September 30, 2009 and 2008 were $113,170 and $27,145, respectively. This is an increase of $86,025. This increase is directly attributive to repeat orders from our distributors and increased market demand, particularly within the airline industry and a general concern related to pandemics. Our products initially become available for sale in September 2008.

Revenues from the sales of SurfaceTru® Cleaning & Deodorizing Wipes for the three months ended September 30, 2009 and 2008 were $320 and $5,703. Revenues from the sales of EnviroTru® and EnviroTru 1453® for the three months ended September 30, 2009 and 2008 were $108,261 and $15,622. Revenues from the sales of the Electro-Static Sprayer for the three months ended September 30, 2009 and 2008 were $4,400 and $4,800. Revenues from the sales of EquineTru® for the three months ended September 30, 2009 and 2008 were $189 and $1,020.

Revenues for the three months ended September 30, 2009 and 2008 were composed of the following:

	Three Months Ended September 30,	
Products	**2009**	**2008**
Electro-Static Sprayer	3.89%	17.68%
SurfaceTru® Cleaning & Deodorizing Wipes	0.28%	21.01%
EnviroTru® and EnviroTru 1453®	95.66%	57.55%
EquineTru®	0.17%	3.76%

Cost of Sales. Cost of sales for the three months ended September 30, 2009 and 2008 were $70,068 and $20,382, respectively, an increase of $49,686. As a percentage of revenues, for the three months ended September 30, 2009 and 2008, cost of sales represented 61.91% and 75.09% of revenues, respectively. Cost of sales for the three months ended September 30, 2008 includes an additional $5,198 in raw materials that the Company provided to our contract manufacture. This material was produced prior to our current contract manufacturing contract. Under our current contract our manufacturer is to provide all raw materials cost. Cost of sales adjusted for these additional amounts for the three months ended September 30, 2008 would be $15,184 and represents 55.94% of revenues. At September 30, 2009 the Company did not have any further raw materials on hand.

Operating Expenses. Total operating expenses for the three months ended September 30, 2009 and 2008 were $657,939 and $817,506, respectively, a decrease of $159,567 or 20%. Individual components of the change in operating expenses are as follows:

- Sales expense decrease of $28,632 or 31.12% for the three months ended September 30, 2009 and 2008
- Product development expense decrease of $31,174 or 30.11% for the three months ended September 30, 2009 and 2008
- Corporate expense decrease of $17,574 or 9.96% for the three months ended September 30, 2009 and 2008
- Finance and administrative expense increase of $9,275 or 9.28% for the three months ended September 30, 2009 and 2008
- Consultant expense increase of $153,000 or 100.00% for the three months ended September 30, 2009 and 2008
- Financing expense decrease of $244,462 or 70.74% for the three months ended September 30, 2009 and 2008

Sales. The decrease in sales expense for the three months ended September 30, 2009 compared to 2008 is attributed to a decrease of one employee and associated benefits of $10,171, a reduction of office lease cost of $3,249, and an effort to reduce and control travel, trade show and advertising expenses by the department of $11,375. Various other cost had a net decrease of $3,837 for the three months ended September 30, 2009 compared to 2008.

Product Developement. The decrease in product development expenses for the three months ended September 30, 2009 compared to 2008 is attributed to a decrease of one employee and associated benefits of $17,534 and a reduction of product testing cost of $4,969 and a decrease in compensation cost of options awards of $5,316. Various other cost had a net decrease of $3,355 for the three months ended September 30, 2009 compared to 2008.

Corporate. The decrease in corporate expense for the three months ended September 30, 2009 compared to 2008 is attributed to a decrease in legal fees of $11,457, a decrease in annual meeting cost of $8,570, a decrease in idle process depreciation of machinery of $8,522, an increase in travel and entertainment expenses of $7,406. Various other cost had a net increase of $3,569 for the three months ended September 30, 2009 compared to 2008.

Finance and Administrative. The increase in finance and administrative expenses for the three months ended September 30, 2009 compared to 2008 is attributed to an increase in professional fees of $7,179. Various other cost had a net increase of $2,096 for the three months ended September 30, 2009 compared to 2008.

Consulting. Consultants are usually compensated through the issuance of restricted stock or the issuance of common stock warrants. Consulting cost increased to $153,000 for the three months ended September 30, 2009 as compared to $-0- for the three months ended September 30, 2008, an increase of $153,000. Restricted stock was issued in the three months ended September 30, 2009 in the amounts of $153,000. All of the increase is attributed to the intrinsic cost of issuing Stock warrants which are calculated using the Black-Scholes Option pricing model. Expenses related to the Black-Scholes valuation method in the three months ended September 30, 2009.

Financing Expense. Financing cost decreased to $101,134 from $345,596 for the three months ended September 30, 2009 and 2008, a decrease of $244,462 or 70.74%. The decrease is attributed to a reduced amount of financing with convertible debt and detachable warrants.

Six Months Ended September 30, 2009 compared to Six Months Ended September 30, 2008

Revenues. Our revenues for the six months ended September 30, 2009 and 2008 were $254,570 and $45,570, respectively. This is an increase of $209,066. This increase is directly attributive to repeat orders from our distributors and increased market demand, particularly within the airline industry and a general concern related to pandemics. Our products initially become available for sale in September 2008.

Revenues from the sales of SurfaceTru® Cleaning & Deodorizing Wipes for the six months ended September 30, 2009 and 2008 were $640 and $19,511. Revenues from the sales of EnviroTru® and EnviroTru 1453® for the six months ended September 30, 2009 and 2008 were $229,214 and $19,582. Revenues from the sales of the Electro-Static Sprayer for the six months ended September 30, 2009 and 2008 were $23,600 and $4,800. Revenues from the sales of EquineTru® for the six months ended September 30, 2009 and 2008 were $1,116 and $1,611.

Revenues for the six months ended September 30, 2009 and 2008 were composed of the following:

	Six Months Ended September 30,	
Products	**2009**	**2008**
Electro-Static Sprayer	9.27%	10.55%
SurfaceTru® Cleaning & Deodorizing Wipes	0.25%	42.88%
EnviroTru® and EnviroTru 1453®	90.04%	43.03%
EquineTru®	0.44%	3.54%

Cost of Sales. Cost of sales for the six months ended September 30, 2009 and 2008 were $175,571 and $45,639, respectively, an increase of $129,932. As a percentage of revenues, for the six months ended September 30, 2009 and 2008, cost of sales represented 68.97% and 100.30% of revenues, respectively. Cost of sales for the six months ended September 30, 2009 and 2008 includes an additional $22,354 and $18,712 in raw materials that the Company provided to our contract manufacture. This additional cost included in cost of sales material was produced prior to our current contract manufacturing contract. Under our current contract our manufacturer is to provide all raw materials cost. Cost of sales adjusted for these additional amounts for the six months ended September 30, 2009 and 2008 would be $153,217 and $26,927 and would represent 60.19% and 59.18% of revenues, respectively. At September 30, 2009 the Company did not have any further raw materials on hand.

Operating Expenses. Total operating expenses for the six months ended September 30, 2009 and 2008 were $1,795,275 and $1,651,563, respectively, an increase of $143,712 or 8.7%. Individual components of the change in operating expenses are as follows:

- Sales expense decrease of $61,048 or 32.55% for the six months ended September 30, 2009 and 2008
- Product development expense decrease of $71,259 or 33.91% for the six months ended September 30, 2009 and 2008
- Corporate expense decrease of $66,637 or 18.15% for the six months ended September 30, 2009 and 2008
- Consultant expense increase of $212,125 or 272.97% for the six months ended September 30, 2009 and 2008
- Compensation cost for re-pricing warrants increase of $265,383 for the six months ended September 30, 2009 and 2008
- Financing expense decrease of $135,025 or 22.67% for the six months ended September 30, 2009 and 2008

Sales. The decrease in sales expense for the six months ended September 30, 2009 compared to 2008 is attributed to a decrease of one employee and associated benefits of $23,474, a reduction of office lease cost of $9,065, and an effort to reduce and control travel, trade show and advertising expenses by the department of $16,138. Various other cost had a net decrease of $12,371 for the six months ended September 30, 2009 compared to 2008.

Product Developement. The decrease in product development expenses for the six months ended September 30, 2009 compared to 2008 is attributed to a decrease of one employee and associated benefits of $40,754 and a reduction of product testing cost of $17,919 and a decrease in compensation cost of options awards of $10,632. Various other cost had a net decrease of $1,954 for the six months ended September 30, 2009 compared to 2008.

Corporate. The decrease in corporate expense for the six months ended September 30, 2009 compared to 2008 is attributed to a decrease in legal fees of $19,704, a decrease in annual meeting cost of $8,570, a decrease in idle process depreciation of machinery of $17,044, an increase in travel and entertainment expenses of $13,614 and a decrease in office lease cost of $10,223. Various other cost had a net increase of $24,710 for the six months ended September 30, 2009 compared to 2008.

Consulting. Consultants are usually compensated through the issuance of restricted stock or the issuance of common stock warrants. Consulting cost increased to $269,000 for the six months ended September 30, 2009 as compared to $56,875 for the six months ended September 30, 2008, an increase of $212,125. Restricted stock was issued in the six months ended September 30, 2009 and 2008 in the amounts of $239,000 and 56,875. A portion of the increase is attributed to the intrinsic cost of issuing Stock warrants which are calculated using the Black-Scholes Option pricing model. Expenses related to the Black-Scholes valuation method in the six months ended September 30, 2009 and 2008 amounted to $239,000 and $56,875, respectively. In the six months ended September 30, 2009 and 2008 we paid cash compensation of $30,000 and $-0-, respectively.

Compensation Cost for Re-Pricing Warrants. Compensation Cost for Re-Pricing Warrants increased to $$265,383 for the six months ended September 30, 2009 as compared to $-0- for six months ended September 30, 2008, an increase of $265,383. We did not re-price warrants in the six months ended September 30, 2008.

Financing Expense. Financing cost decreased to $460,571 from $595,596 for the six months ended September 30, 2009 and 2008, a decrease of $135,025 or 22.67%. The decrease is attributed to a reduced amount of financing with convertible debt and detachable warrants.

Liquidity and Capital Resources

For the six months ended September 30, 2009, we used net cash of $1,010,563 in operating activities, compared with $670,919 of net cash used in operating activities for the six months ended September 30, 2008, in comparison to the same period in the prior year, this is an increase in net cash used in operating activities of $339,644 from the prior.

We had net cash provided by financing activities of $1,024,805 for the six months ended September 30, 2009 compared with $328,000 provided by financing activities for the six months ended September 30, 2008. Cash provided by financing activities for the six months ended September 30, 2009, includes $1,114,334 from the issuance of note payables and the payment of notes payables of $89,529. Cash provided by financing activities for the six months ended September 30, 2008 includes $100,000 from the exercise of warrants and $228,000 from the issuance of note payables.

At September 30, 2009 and March 31, 2009, we had cash and cash equivalents available in the amounts of $25,473 and $11,231, an increase of $11,231.

Subsequent to September 30, 2009 we are actively seeking to raise up to $4,000,000 in a private placement of our common stock.

Contractual Obligations

We have entered into a lease agreement for an office lease beginning October 1, 2009. The office lease requires us to pay $99,960 over a three year period beginning. We have an option to extend this lease for an additional year. The office is located in Mooresville, NC.

Effective August 1, 2006, EnviroSystems, Inc., our wholly owned subsidiary, which we refer to as ESI, entered into a manufacturing agreement with Minntech Corporation, a Minnesota corporation pursuant to which Minntech has agreed to be the exclusive U.S. manufacturer of EnviroSystems' liquid products.

The Manufacturing Agreement provides the terms and conditions pursuant to which Minntech will manufacture and supply to ESI all of ESI's requirements for its products. Manufacturing of products commenced in September 2008. The Manufacturing Agreement has a term of three years commencing after the first shipment of commercial quantities of the Product by Minntech to ESI, provides for automatic one year renewals if not terminated by one of the parties. The Manufacturing Agreement may be terminated by either party upon 90 days prior written notice.

	Payments Due by Period				
Contractual Obligations	**Total**	**Less than 1 year**	**1-3 years**	**4-5 years**	**After 5 years**
Office Lease	$ 99,960	$ 32,340	$ 67,620	$ -	$ -
Total Contractual Cash Obligations	$ 99,960	$ 32,340	$ 67,620	$ -	$ -

CRITICAL ACCOUNTING POLICIES AND ESTIMATES

Management's discussion and analysis of financial condition and results of operations are based upon our consolidated financial statements. These statements have been prepared in accordance with generally accepted accounting principles in the United States of America. All inter-company balances and transactions have been eliminated in consolidation.

Use of estimates in preparation of financial statements

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make certain estimates, judgments and assumptions that affect the reported amounts of assets, liabilities, revenues and expenses, and related disclosure of contingent assets and liabilities. On an on-going basis, we evaluate our estimates, based on historical experience, and various other assumptions that are believed to be reasonable under the circumstances, the results of which form the basis for making judgments about the carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates under different assumptions or conditions. The following critical accounting policies rely upon assumptions, judgments and estimates and were used in the preparation of our consolidated financial statements:

Trade Secret

The recorded value of the Company's trade secret relating to the formula/formulation of ESI's products at the time acquired by the Company was based upon the valuation of an independent appraiser. In accordance with SFAS No. 142, the Company has determined that its trade secret has an indefinite life. Accordingly, it is not subject to amortization, but is subject to the Company's annual assessment of prospective impairment. As of September 30, 2009 and March 31, 2009 no impairment of this trade secret was deemed necessary.

Impairment of Long Lived Assets

We assess potential impairment of our long lived assets, which include our property and equipment and our identifiable intangibles such as our trade secrets under the guidance of Statement of Financial Standards No. 144 *Accounting for the Impairment or Disposal of Long Lived Assets.* Once annually, or as events and circumstances indicate that an asset may be impaired, we assess potential impairment of our long lived assets. We determine impairment by measuring the undisclosed future cash flows generated by the assets, comparing the results to the assets' carrying value and adjusting the assets to the lower of the carrying value to fair value and charging currant operations for any measured impairment.

Revenue Recognition

Revenue is generally recognized and earned when all of the following criteria are satisfied: a) persuasive evidence of sales arrangements exists; b) delivery has occurred; c) the sales price is fixed or determinable, and d) collectibility is reasonably assured.

Persuasive evidence of an arrangement is demonstrated via a purchase order from our customers. Delivery occurs when title and all risks of ownership are transferred to the purchaser which generally occurs when the products are shipped to the customer. No right of return exists on sales of product except for defective or damaged products. The sales price to the customer is fixed upon acceptance of purchase order. To assure that collectibility is reasonably assured we perform ongoing credit evaluations of all of our customers.

Contingent Liability

In accordance with Statement of Financial Accounting Standards Interpretation No. 14, we may have certain contingent liabilities with respect to material existing or potential claims, lawsuits and other proceedings. We accrue liabilities when it is probable that future cost will be incurred and such cost can be measured.

ITEM 3. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK

As a "smaller reporting company" as defined by Item 10 of Regulation S-K, we are not required to provide information required by this Item.

ITEM 4T. CONTROLS AND PROCEDURES

(a) Disclosure Controls and Procedures.

In connection with the preparation of this Form 10-Q, an evaluation was carried out by the Company's management, with the participation of the Company's Chief Executive Officer and Chief Financial Officer, of the effectiveness of the Company's disclosure controls and procedures (as defined in Rules 13a-15(e) and 15d-15(e) under the Securities Exchange Act of 1934 (Exchange Act)). Disclosure controls and procedures are designed to ensure that information required to be disclosed in reports filed or submitted under the Exchange Act is recorded, processed, summarized, and reported within the time periods specified in SEC rules and forms and that such information is accumulated and communicated to management, including the Chief Executive Officer and Chief Financial Officer, to allow timely decisions regarding required disclosures. Based on such evaluation, and in light of the previously identified material weakness in internal control over financial reporting, as of March 31, 2009, relating to the lack of appropriate accounting policies and related procedures described in the Company's annual report on Form 10-K for the fiscal year ended March 31, 2009, the Company's Chief Executive Officer and Chief Financial Officer concluded that, as of September 30, 2009, the Company's disclosure controls and procedures were ineffective.

(b) Changes to Internal Control Over Financial Reporting.

There have been no changes in the Company's internal control over financial reporting (as defined in Rule 13a-15(f) and 15d-15(f) under the Exchange Act) that occurred during the quarter ended September 30, 2009, that have materially affected, or are reasonably likely to materially affect, the Company's internal control over financial reporting.

PART II. OTHER INFORMATION

Item 1A. Risk Factors

There have been no material changes to the Risk Factors described in Part I, Item 1A-Risk Factors in our annual report on Form 10-K for the fiscal year ended March 31, 2009.

Item 6. Exhibits

Exhibit 31.1 Certification of the CEO Pursuant to Rule 15d-14(a) under the Securities Exchange Act of 1934, as amended, as Adopted Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.

Exhibit 31.2 Certificate of the CFO Pursuant to Rule 15d-14(a) under the Securities Exchange Act of 1934, as amended, as Adopted Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.

Exhibit 32.1 Certification of the CEO and CFO Pursuant to 18 U.S.C. Section 1350, as Adopted Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Anpath Group, Inc.

November 16, 2009

By: /s/ J. Lloyd Breedlove
J. Lloyd Breedlove
President, Chief Executive Officer (Principal Executive Officer)

EXHIBIT INDEX

Exhibit 31.1	Certification of the CEO Pursuant to Rule 15d-14(a) under the Securities Exchange Act of 1934, as amended, as Adopted Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.
Exhibit 31.2	Certificate of the CFO Pursuant to Rule 15d-14(a) under the Securities Exchange Act of 1934, as amended, as Adopted Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.
Exhibit 32.1	Certification of the CEO and CFO Pursuant to 18 U.S.C. Section 1350, as Adopted Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.

Exhibit 31.1

Rule 13a-14(a) Certification of the Principal Executive Officer

I, J. Lloyd Breedlove, Principal Executive Officer, certify that:

1. I have reviewed this quarterly report on Form 10-Q of Anpath Group, Inc.;

2. Based on my knowledge, this report 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 report;

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;

4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:

(a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

(b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;

(c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

(d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and

5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):

(a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and

(b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: November 16, 2009

By: /s/ J. Lloyd Breedlove
J. Lloyd Breedlove, President and C.E.O.
(Principal Executive Officer)

Exhibit 31.2

Rule 13a-14(a) Certification of the Principal Financial Officer

I, Stephen Hoelscher, Principal Financial Officer, certify that:

1. I have reviewed this quarterly report on Form 10-Q of Anpath Group, Inc.;

2. Based on my knowledge, this report 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 report;

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;

4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:

(a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

(b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;

(c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and

(d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and

5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):

(a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and

(b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: November 16, 2009

By: /s/ Stephen Hoelscher
Stephen Hoelscher, Chief Financial Officer
(Principal Financial Officer)

Exhibit 32

CERTIFICATION PURSUANT TO 18 U.S.C. SECTION 1350,
AS ADOPTED PURSUANT TO
SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002

The undersigned, the Chief Executive Officer and the Chief Financial Officer of Anpath Group, Inc. (the “Company”), each certify that, to his knowledge on the date of this certification:

1. The quarterly report of the Company for the period ended September 30, 2009 as filed with the Securities and Exchange Commission on this date (the “Report”) fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and

2. The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

/s/ J. Lloyd Breedlove
J. Lloyd Breedlove
Chief Executive Officer
November 16, 2009

/s/ Stephen Hoelscher
Stephen Hoelscher
Chief Financial Officer
November 16, 2009