

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 June 30, 2015

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

For the transition period from \_\_\_\_\_ to \_\_\_\_\_

Commission File No. 000-55148

**ANPATH GROUP, INC.**

(Exact name of registrant as specified in its charter)

Delaware  
(State or other jurisdiction of  
incorporation or organization)

20-1602779  
(I.R.S. Employer Identification No.)

515 Congress Ave., Suite 1400  
Austin, Texas 78701  
(Address of principal executive offices)

(407) 373-6925  
(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. (Check one):

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

**APPLICABLE ONLY TO ISSUERS INVOLVED IN BANKRUPTCY  
PROCEEDINGS DURING THE PRECEDING FIVE YEARS**

Indicate by check mark whether the registrant has filed all documents and reports required to be filed by Sections 12, 13 or 15(d) of the Securities Exchange Act of 1934 subsequent to the distribution of securities under a plan confirmed by a court.

Not applicable.

**APPLICABLE ONLY TO CORPORATE ISSUERS**

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

July 22, 2015 - Common – 1,835,199

July 22, 2015 - Preferred – none

**PART I**

**Item 1. Financial Statements**

The financial statements of the registrant required to be filed with this Quarterly Report on Form 10-Q were prepared by management and commence below, together with related notes. In the opinion of management, the financial statements fairly present the financial condition of the registrant.

**ANPATH GROUP, INC**  
**CONSOLIDATED BALANCE SHEETS**  
**(UNAUDITED)**

	<u>June 30, 2015</u>	<u>March 31, 2015</u>
<b>ASSETS</b>		
CURRENT ASSETS		
Cash	\$ -	\$ 104
Prepaid expenses	14,350	22,456
TOTAL CURRENT ASSETS	<u>14,350</u>	<u>22,560</u>
<b>TOTAL ASSETS</b>	<b>\$ <u>14,350</u></b>	<b>\$ <u>22,560</u></b>
<b>LIABILITIES AND STOCKHOLDERS' DEFICIT</b>		
CURRENT LIABILITIES		
Accounts payable and accrued expenses	\$ 94,627	\$ 71,482
Note payable	446,640	452,529
Advance from stockholder	102,823	86,803
Derivative Liabilities	561,254	54,118
TOTAL CURRENT LIABILITIES	<u>1,205,344</u>	<u>664,932</u>
TOTAL LIABILITIES	<u>1,205,344</u>	<u>664,932</u>
<b>STOCKHOLDERS' DEFICIT</b>		
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, 1,835,199 and 1,835,199 shares issued and outstanding	183	183
Additional paid-in capital	5,578,704	5,578,704
Accumulated deficit	(6,769,881)	(6,221,259)
TOTAL STOCKHOLDERS' DEFICIT	<u>(1,190,994)</u>	<u>(642,372)</u>
<b>TOTAL LIABILITIES AND STOCKHOLDERS' DEFICIT</b>	<b>\$ <u>14,350</u></b>	<b>\$ <u>22,560</u></b>

The accompanying notes are an integral part of these unaudited consolidated financial statements.

**ANPATH GROUP, INC**  
**CONSOLIDATED STATEMENTS OF OPERATIONS**  
**(UNAUDITED)**

	Three Months Ended	
	June 30,	
	2015	2014
EXPENSES		
Payroll	\$ 3,080	\$ 51,180
Professional fees	29,305	51,900
Product development and regulatory	-	2,681
Directors and officers insurance	8,107	4,046
Occupancy and office	278	2,271
State and local taxes	474	2,896
Total Expenses	<u>41,244</u>	<u>114,974</u>
LOSS FROM OPERATIONS	<u>(41,244)</u>	<u>(114,974)</u>
OTHER INCOME (EXPENSE)		
Interest expense	(242)	(4,861)
Loss on derivative liability	<u>(507,136)</u>	<u>-</u>
Total Other Income (Expense)	<u>(507,378)</u>	<u>(4,861)</u>
LOSS BEFORE TAXES	(548,622)	(119,835)
INCOME TAX EXPENSE	<u>-</u>	<u>-</u>
NET LOSS	\$ <u><u>(548,622)</u></u>	\$ <u><u>(119,835)</u></u>
BASIC AND DILUTED NET LOSS PER SHARE	\$ <u><u>(0.30)</u></u>	\$ <u><u>(0.07)</u></u>
WEIGHTED AVERAGE NUMBER OF COMMON SHARES OUTSTANDING, BASIC AND DILUTED	<u><u>1,835,199</u></u>	<u><u>1,714,484</u></u>

The accompanying notes are an integral part of these unaudited consolidated financial statements.

**ANPATH GROUP, INC**  
**CONSOLIDATED STATEMENTS OF CASH**  
**FLows (UNAUDITED)**

	Three Months Ended	
	June 30,	
	2015	2014
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Net loss	\$ (548,622)	\$ (119,835)
Loss on derivative security	(507,136)	-
Adjustments to reconcile net loss to net cash used by operations:		
Decrease (increase) in prepaid expenses	8,106	6,616
Increase (decrease) in accounts payable & accrued expenses	23,145	113,159
Net cash used in operating activities	<u>(10,235)</u>	<u>(60)</u>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>		
Payments on notes payable	(5,889)	-
Proceeds from the sale of common stock	-	-
Advances from stockholder	16,020	-
Net cash provided by financing activities	<u>10,131</u>	<u>-</u>
NET INCREASE (DECREASE) IN CASH	(104)	(60)
CASH - Beginning of period	<u>104</u>	<u>395</u>
CASH - End of period	\$ <u><u>-</u></u>	\$ <u><u>335</u></u>
<b>SUPPLEMENTAL CASH FLOW DISCLOSURES:</b>		
Interest paid	\$ <u>112</u>	\$ <u>-</u>
Income taxes	<u>-</u>	<u>-</u>

The accompanying notes are an integral part of these unaudited consolidated financial statements.

**ANPATH GROUP, INC.**  
**NOTES TO THE UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS**  
**June 30, 2015 AND March 31, 2015**

**NOTE 1 - ORGANIZATION AND DESCRIPTION OF BUSINESS**

The accompanying unaudited financial statements of Anpath Group, Inc. ("Anpath" or "the Company") for the three months ended June 30, 2015 have been prepared in accordance with generally accepted accounting principles in the United States of America, pursuant to the rules and regulations of the U.S. Securities and Exchange Commission for interim financial information. Accordingly, the financial statements do not include all information and footnotes required by generally accepted accounting principles in the United States for complete annual financial statements. In the opinion of management, the accompanying unaudited condensed interim financial statements reflect all adjustments, consisting of normal recurring adjustments, considered necessary for a fair presentation. The accompanying financial statements should be read in conjunction with the financial statements and notes thereto included in the Company's March 31, 2015 Annual Report on Form 10-K. The principal business of Anpath Group, Inc. (hereinafter "the Company") is a holding company. The Company's sole subsidiary is EnviroSystems, Inc. (hereinafter "ESI").

The Company through its subsidiary, ESI, plans to begin producing disinfecting, biocidal, sanitizing, and cleaning products designed to help prevent the spread of infectious microorganisms and control the growth of these disease-causing microbes, while minimizing the harmful effects to people, animals, surfaces and the environment. ESI intends to exploit its technology platform through the development and licensing/private labeling of its technology in several product categories. The Company's chemical emulsion technology will permit ESI to offer a wide range of disinfectant/biocides/sanitizer/cleaner/antiseptic products for a variety of applications and markets. The Company's primary focus is the market introduction of GeoTru™ Geobiocide, for use in the oil and gas industry, specifically for hydraulic fracturing and microbial control in fracking fluids. ESI will also opportunistically seek to license/private label its technology/products for surface disinfection.

**NOTE 2 – GOING CONCERN**

As shown in the accompanying financial statements, we have incurred net losses of \$548,622 and \$119,835 for the three months ended June 30, 2015 and 2014, respectively. In addition, we have an accumulated deficit of \$6,769,881 and a working capital deficit of \$1,190,994 as of June 30, 2015. These conditions raise substantial doubt as to our ability to continue as a going concern. In response to these conditions, we may raise additional capital through the sale of equity securities, through an offering of debt securities or through borrowings from financial institutions or individuals. The financial statements do not include any adjustments that might be necessary if we are unable to continue as a going concern.

**NOTE 3 – FAIR VALUE MEASURE AND DERIVATIVE LIABILITIES**

The Company measures fair value in accordance with a fair value hierarchy that prioritizes the inputs to valuation techniques 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 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy are described below:

**Level 1**

Unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities;

**Level 2**

Quoted prices in markets that are not active, or inputs that are observable, either directly or indirectly, for substantially the full term of the asset or liability; and

**Level 3**

Prices or valuation techniques that require inputs that are both significant to the fair value measurement and unobservable (supported by little or no market activity).

The following table sets forth the Company's consolidated financial assets and liabilities measured at fair value by level within the fair value hierarchy. Assets and liabilities are classified in their entirety based on the lowest level of input that is significant to the fair value measurement.

	<u>Total</u>	<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>
<b>LIABILITIES:</b>				
Derivative Liabilities	\$561,254	-	-	\$561,254

On July 2, 2014, the Company issued debentures that were convertible into shares of common stock. The debentures conversion price will be adjusted depending on various circumstances. The conversion options embedded in these instruments contain no explicit limit to the number of shares to be issued upon settlement and as a result are classified as liabilities under ASC 815. Additionally, the company issued in connection with the debentures 2,905,000 warrants to purchase the company common stock. The conversion price will be adjusted depending on various circumstances, and as there is no explicit limit to the number of shares to be issued upon settlement they are classified as liabilities under ASC 815. The conversion option and warrants had a fair value of \$1,088,839 of which \$386,706 was classified as a debt discount on the debentures and \$340,978 was recorded as a day 1 loss on the fair value of the derivative liability as the total discount is capped at the fair value of the debt. The change in fair value from the grant date to the year ended March 31, 2015 was recorded as a gain in the income statement \$693,743. The change in fair value for the three months ended June 30, 2015 was recorded as a loss in the income statement of \$507,136.

The following is a reconciliation of the conversion option liability and embedded warrant liability for which Level 3 inputs were used in determining fair value

Beginning balance March 31, 2015	\$	54,118
Additions due to new convertible debt and warrants		-
Mark to market of debt derivative		(507,136)
Debt derivative as of June 30, 2015	\$	561,254

The Company's conversion option liabilities are valued using pricing models and the Company generally uses similar models to value similar instruments. Where possible, the Company verifies the values produced by its pricing models to market prices. Valuation models require a variety of inputs, including contractual terms, market prices, yield curves, credit spreads, measures of volatility and correlations of such inputs. These consolidated financial liabilities do not trade in liquid markets, and as such, model inputs cannot generally be verified and do involve significant management judgment. Such instruments are typically classified within Level 3 of the fair value hierarchy. The Company uses the Black Scholes Option Pricing Model to value its derivatives based upon the following assumptions: dividend yield of 0%, volatility of 363 to 442%, risk free rate of 0.0257% and an expected term of .75 years to 4.50 years.

#### NOTE 4 – STOCK WARRANTS

A summary of the status of the Company's stock warrants as of June 30, 2015 is presented below:

	<u>June 30, 2015</u>
Warrants outstanding at beginning of year	2,905,000
Warrants granted	-
Warrants exercised	-
Warrants canceled	-
Warrants outstanding at end of year	<u>2,905,000</u>

The following table summarizes the information about the stock Warrants as of June 30, 2015:

Range of Exercise Price	Number Outstanding	Weighted Average Remaining Contractual Life Years	Weighted Average Exercise Price (Total shares)	Number Exercisable	Weighted Average Exercise Price (Exercisable shares)
\$ .35	2,905,000	4.00	\$ .35	2,905,000	\$ .35

**NOTE 4 – CORRECTION OF PRIOR PERIOD ACCOUNTING ERROR**

The Company has corrected an over-accrual of interest expense and of a current liability for the period ending March 31, 2015 in the amount of \$29,729.

The over-accrual of interest expense and the current liability in the previous year's financial statements represents a prior period accounting error which must be accounted for retrospectively in the financial statements. Consequently, the Company shall adjust all comparative amounts presented in the current period's financial statements affected by the accounting error.

The following are extracts from the Company's most recent financial statements before and after the application of the correction:

	March 31, 2015	
	As Corrected	As Previously Reported
<b>Consolidated Balance Sheet</b>		
Current Liabilities		
Accounts payable and accrued expenses	\$ 71,482	\$ 101,211
<b>CONSOLIDATED STATEMENT OF STOCKHOLDERS' EQUITY (DEFICIT)</b>		
Accumulated (deficit)	\$ (6,221,259)	\$ (6,250,988)
<b>Consolidated Statement of Operations</b>		
Other Income (Expense)		
Interest expense	\$ 408,741	\$ 438,470

**NOTE 5 – RELATED PARTY TRANSACTIONS**

At June 30, 2015 and March 31, 2015 a stockholder controlling 52.3% of the outstanding common stock had advances to the Company totaling \$71,270.

During the three months ended June 30, 2015 the Chairman of the Board of Directors, made advances to the Company totaling \$31,553.

The balance of all advances from related parties at June 30, 2015 and March 31, 2015 was \$102,823 and \$86,803.

**NOTE 6 – SUBSEQUENT EVENTS**

On July 22, 2015, the Board of Directors authorized that the Company effectuate a reverse split of its issued and outstanding Common Stock in the ratio of one (1) post-split share of Common Stock for every seven (7) shares of pre-split Common Stock, while retaining the current par value of \$0.0001 per share, with appropriate adjustments being made in the additional paid-in capital and stated capital accounts of the Company, with all fractional shares that would otherwise result from such reverse split being rounded up to the nearest whole share. The reverse stock split has been retroactively adjusted throughout the financial statements.



## Item 2. Management's Discussions and Analysis of Financial Condition and Results of Operations.

### Forward-looking Statements

Statements made in this Quarterly Report which are not purely historical are forward-looking statements with respect to the goals, plan objectives, intentions, expectations, financial condition, results of operations, future performance and our business, including, without limitation, (i) our ability to raise capital, and (ii) statements preceded by, followed by or that include the words "may," "would," "could," "should," "expects," "projects," "anticipates," "believes," "estimates," "plans," "intends," "targets" or similar expressions.

Forward-looking statements involve inherent risks and uncertainties, and important factors (many of which are beyond our control) that could cause actual results to differ materially from those set forth in the forward-looking statements, including the following, general economic or industry conditions, nationally and/or in the communities in which we may conduct business, changes in the interest rate environment, legislation or regulatory requirements, conditions of the securities markets, our ability to raise capital, changes in accounting principles, policies or guidelines, financial or political instability, acts of war or terrorism, other economic, competitive, governmental, regulatory and technical factors affecting our current or potential business and related matters.

Accordingly, results actually achieved may differ materially from expected results in these statements. Forward-looking statements speak only as of the date they are made. We do not undertake, and specifically disclaim, any obligation to update any forward-looking statements to reflect events or circumstances occurring after the date of such statements.

### Plan of Operation

Subject to raising a sufficient amount of working capital either through equity offerings, debt offerings or a combination thereof, estimated to be \$2 million, the Company, through its wholly-owned subsidiary, ESI, plans to begin producing disinfecting, biocidal, disinfecting and cleaning products designed to help prevent the spread of infectious microorganisms and control the growth of these disease-causing microbes, while minimizing the harmful effects to people, animals, surfaces and the environment. In furtherance of this goal, on May 14, 2013, we issued to one accredited investor a Secured Promissory Note in the principal amount of \$205,000, and in June 2013, a note holder converted \$25,000 of his note payable into 31,250 "unregistered" and "restricted" shares of our common stock. In addition, in August, 2013, we sold to an accredited investor a total of 31,250 "unregistered" and "restricted" shares of our common stock at a price of \$0.80 per share, for aggregate gross proceeds of \$25,000. On July 2, 2014, we closed a financing by which one accredited investor purchased two Original Issue Discount Senior Secured Convertible Debentures due March 31, 2015 (the "Debentures") and a Common Stock Purchase Warrant to purchase a total of 2,905,000 shares of the Company's common stock at a price of \$0.35 per share, exercisable for a period of five years (the "Warrant"). The first Debenture, in the principal amount of \$215,250 was issued in exchange for the Company's Secured Promissory Note in the principal amount of \$205,000 in reliance on Sections 3(a)(9) and 4(a)(2) of the Securities Act of 1933, as amended, and the second Debenture, in the principal amount of \$220,500, was issued in consideration of the sum of \$210,000. See our Current Report on Form 8-K dated June 27, 2014, and filed with the SEC on July 2, 2014, and the subheading "Recent Sales of Unregistered Securities," Part II, Item 5 of our Annual Report for the year ended March 31, 2014 and filed with the SEC on July 14, 2015. We have not yet entered into any arrangements for the manufacture of our products.

### Results of Operation

#### For The Three Months Ended June 30, 2015 Compared to The Three Months Ended June 30, 2014.

During the quarter ended June 30, 2015 and 2014, Anpath recorded no revenues. Cost of sales during these periods were \$0 and \$0, respectively.

Our operating expenses decreased to \$41,244 during the quarterly period ended June 30, 2015, from \$114,974 in the year-ago period. This decrease was driven principally by a decrease in payroll of \$48,100 and a decrease in professional fees of \$22,595 in the June quarter as compared to the year-ago period. Product development and regulatory expenses decreased to \$0 from \$2,681; directors' and officers' insurance increased to \$8,107 from \$4,046; office expense decreased to \$278 from \$2,271; and taxes decreased to \$474, from \$2,896. We had interest expense of \$242 for the June 30, 2015 quarter compared to \$4,861 in the quarter ended June 30, 2014, and loss on derivative liability was \$507,136 in 2015 compared to \$0 in 2014.

Anpath incurred a net loss of \$548,622 or \$0.30 per share, for the quarter ended June 30, 2015, as compared to net loss of \$119,835, or \$0.07 per share, for the quarter ended June 30, 2014.

#### **Liquidity**

We had \$0 cash on hand at June 30, 2015, a decrease of \$104 from cash on hand of \$104 at March 31, 2015. In order to proceed with our business plan, we will be required to raise substantial additional funds through debt and/or equity financings.

#### **Item 3. Quantitative and Qualitative Disclosures About Market Risk.**

Not required.

#### **Item 4. Controls and Procedures.**

##### **Evaluation of disclosure controls and procedures**

Our management, with the participation of our chief executive officer and chief financial officer, evaluated the effectiveness of our disclosure controls and procedures as defined in Rule 13a-15(e) under the Exchange Act as of the end of the period covered by this Quarterly Report on Form 10-Q. In designing and evaluating the disclosure controls and procedures, our management recognized that any controls and procedures, no matter how well designed and operated, can provide only reasonable assurance of achieving the desired control objectives. In addition, the design of disclosure controls and procedures must reflect the fact that there are resource constraints and that management is required to apply its judgment in evaluating the benefits of possible controls and procedures relative to their costs. The design of any disclosure controls and procedures also is based in part upon certain assumptions about the likelihood of future events and there can be no assurance that any design will succeed in achieving its stated goals under all potential future conditions.

Based on that evaluation, our chief executive officer and chief financial officer concluded that, as of June 30, 2015, our disclosure controls and procedures were not effective to provide reasonable assurance that information we are required to disclose in reports that we file or submit under the Exchange Act is recorded, processed, summarized and reported within the time periods specified in Securities and Exchange Commission rules, regulations and forms, and that such information is accumulated and communicated to our management, including our chief executive officer and chief financial officer, as appropriate, to allow timely decisions regarding required disclosure. This material weakness is due to a lack of adequate internal controls and the absence of an audit committee.

##### **Changes in internal control over financial reporting**

There were no changes in our internal controls over financial reporting that occurred during our last fiscal quarter that have materially affected, or are reasonably likely to affect, our internal control over financial reporting.

## **PART II - OTHER INFORMATION**

#### **Item 1. Legal Proceedings.**

On September 27, 2013, Susan Ladeau filed a Complaint against the Company and ESI in the Superior Court of the County of Iredell, North Carolina, seeking payment of wages of approximately \$25,000, together with vacation pay, the value of health insurance benefits and medical expenses collectively totaling approximately \$12,000, and the issuance of 40,000 shares of the Company's common stock. The case was designated Case No. 13CV 02277. On April 10, 2015, the Superior Court of the County of Iredell, North Carolina, in the case designated Case No. 13CV 02277, entered judgment in favor of plaintiff Susan Ladeau in the sum of \$29,634, together with interest at the rate of 8% on that sum, compounded annually until paid in full. The Company has recorded the liability for this judgement, but has not made any payment towards it.

#### **Item 1A. Risk Factors.**

Not required.

**Item 2. Unregistered Sales of Equity Securities and Use of Proceeds.**

During the quarterly period ended June 30, 2015, we did not issue any unregistered securities that have not already been disclosed in a Current Report on Form 8-K.

**Item 3. Defaults Upon Senior Securities.**

None; not applicable.

**Item 4. Mine Safety Disclosures.**

Not applicable.

**Item 5. Other Information.**

None; not applicable.

**Item 6. Exhibits.**

<b>Exhibit No.</b>	<b>Identification of Exhibit</b>
31.1	Certification Pursuant to Section 302 of the Sarbanes-Oxley Act provided by Arthur R. Batson, Chief Executive Officer.
31.2	Certification Pursuant to Section 302 of the Sarbanes-Oxley Act provided by Stephen J. Hoelscher, Chief Financial Officer.
32	Certification Pursuant to 18 U.S.C. Section 1350, as Adopted Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 provided by Arthur R. Batson, Chief Executive Officer and Stephen J. Hoelscher, Chief Financial Officer.
101.INS	XBRL Instance Document
101.PRE	XBRL Taxonomy Extension Presentation Linkbase
101.LAB	XBRL Taxonomy Extension Label Linkbase
101.DEF	XBRL Taxonomy Extension Definition Linkbase
101.CAL	XBRL Taxonomy Extension Calculation Linkbase
101.SCH	XBRL Taxonomy Extension Schema

**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 thereunto duly authorized

**ANPATH GROUP, INC.**

Date: August 5, 2015 By: /s/Arthur R. Batson  
*Arthur R. Batson, Chief Executive Officer and President*

Date: August 5, 2015 By: /s/ Stephen J. Hoelscher  
*Stephen J. Hoelscher, Chief Financial Officer and Secretary*



**CERTIFICATION PURSUANT TO  
SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002**

I, Arthur R. Batson, 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(s) 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 Rule 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 (the registrant's fourth fiscal quarter in the case of an annual report) 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(s) 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: August 5, 2015

By: /s/ Arthur R. Batson  
*Arthur R. Batson, Chief Executive  
Officer and President*

**CERTIFICATION PURSUANT TO  
SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002**

I, Stephen J. Hoelscher, 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(s) 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 Rule 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 (the registrant's fourth fiscal quarter in the case of an annual report) 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(s) 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: August 5, 2015

By: /s/Stephen J. Hoelscher  
*Stephen J. Hoelscher, Chief Financial  
Officer and Secretary*

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

In connection with the Quarterly Report of Anpath Group, Inc. (the "Registrant") on Form 10-Q for the quarter ending June 30, 2015, as filed with the Securities and Exchange Commission on the date hereof (the "Quarterly Report"), we, Arthur R. Batson, Chief Executive Officer and Stephen J. Hoelscher, Chief Financial Officer of the Registrant, certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that:

- (1) The Quarterly 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 Quarterly Report fairly presents, in all material respects, the financial condition and result of operations of the Registrant.

Date: August 5, 2015

By: /s/Arthur R. Batson  
Arthur R. Batson, Chief Executive  
Officer and President

Date: August 5, 2015

By: /s/Stephen J. Hoelscher  
Stephen J. Hoelscher, Chief Financial  
Officer and Secretary