

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

FORM 10-QSB

(Mark One)

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

For the quarterly period ended December 31, 2006

☐ TRANSITION REPORT UNDER SECTION 13 OR 15(d) OF THE EXCHANGE ACT

For the transition period from _____ to _____

COMMISSION FILE NUMBER: 333-101420

ANTICUS INTERNATIONAL CORPORATION

(Exact name of small business issuer as specified in its charter)

Nevada

(State or other jurisdiction of incorporation or organization)

98-0375504

(IRS Employer Identification No.)

1155 Rene-Lévesque Ouest, Suite 2500

Montreal, Quebec, Canada H3B 2K4

(Address of principal executive offices)

(514) 992-1391

(Issuer's telephone number)

(Former name, former address and former fiscal year, if changed since last report)

Check whether the issuer (1) filed all reports required to be filed by Section 13 or 15(d) of the Exchange Act during the past 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 shell company (as defined in Rule 12b-2 of the Exchange Act).

Yes ☐ No ☒

The number of shares outstanding of each of the issuer's classes of common equity as of December 31, 2006:
37,359,245 shares of common stock

Transitional Small Business Disclosure Format (check one): Yes ☐ No ☒

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ANTICUS INTERNATIONAL CORPORATION
(A DEVELOPMENT STAGE COMPANY)

BALANCE SHEETS

	(Unaudited) December 31, 2006	June 30, 2006 Audited Restated
ASSETS		
Current assets		
Cash	\$ 20,586	\$ -
Cash held in trust	-	148,335
Other assets		
Intangible assets	620,336	444,036
Website development	<u>7,503</u>	<u>-</u>
Total assets	<u>\$ 658,425</u>	<u>\$ 592,371</u>
Current liabilities		
Accounts payable and accrued expenses	68,025	85,756
Advances payable (Note 6)	-	4,320
Note payable (Note 7)	<u>-</u>	<u>5,000</u>
<i>Total liabilities</i>	<u>68,025</u>	<u>95,076</u>
Stockholders' Equity		
Authorized common stock:		
75,000,000 shares with a par value of \$0.001		
Issued and outstanding:		
37,359,245 common shares at December 31, 2006	37,359	
35,499,229 common shares at June 30, 2006		35,499
Additional paid-in capital	1,515,384	1,129,535
Deficit accumulated during the development stage	(960,653)	(667,768)
Comprehensive (gain) loss	<u>(1,690)</u>	<u>29</u>
<i>Total stockholders' equity</i>	<u>590,400</u>	<u>497,295</u>
Total Liabilities and Stockholders' Equity	<u>\$ 658,425</u>	<u>\$ 592,371</u>

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

ANTICUS INTERNATIONAL CORPORATION
(A DEVELOPMENT STAGE COMPANY)

STATEMENTS OF OPERATIONS

	Three Month Period Ended December 31,		Six Month Period Ended December 31,		Cumulative Amounts from Date of Incorporation May 1, 2002 Through December 31, 2006
	2006 (Unaudited)	2005 (Unaudited)	2006 (Unaudited)	2005 (Unaudited)	
Revenue	\$ -	\$ -	\$ -	\$ -	\$ -
General and administrative expenses	178,482	97,042	292,885	191,136	872,863
Other expenses					
Discontinued operations	-	-	-	87,790	87,790
Net loss for period	<u>\$ (178,482)</u>	<u>\$ (97,042)</u>	<u>\$ (292,885)</u>	<u>\$ (278,926)</u>	<u>\$ (960,653)</u>
Basic and diluted loss per common share	<u>\$ (0.00)</u>	<u>\$ (0.00)</u>	<u>\$ (0.01)</u>	<u>\$ (0.01)</u>	
Weighted average number of common shares outstanding	<u>37,310,332</u>	<u>31,910,554</u>	<u>36,484,812</u>	<u>31,570,705</u>	

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

ANTICUS INTERNATIONAL CORPORATION
(A DEVELOPMENT STAGE COMPANY)

STATEMENTS OF CASH FLOWS

	Six Month Period Ended December 31,		Cumulative amounts from Date of Incorporation May 1, 2002 Through December 31, 2006
	2006 (Unaudited)	2005 (Unaudited)	
CASH FLOWS FROM OPERATING ACTIVITIES			
Net loss for the period	\$ (292,885)	\$ (278,926)	\$ (960,653)
Shares issued for services	48,754	31,968	266,847
Compensation recognized on option grants	28,955	1,740	55,665
Amortization	84,382	-	102,346
Shares issued on abandoned license	-	-	76,000
Contributed rent and services	-	-	13,600
Adjustments to reconcile net loss to net cash used in operating activities			
Decrease (increase) in prepaid expenses	-	600	-
Increase (decrease) in accounts payable	(17,731)	244,618	180,817
Net used in operating activities	(148,525)	-	(265,378)
CASH FLOWS FROM INVESTING ACTIVITIES			
Website development	(8,185)	-	(8,185)
Net cash used in investing activities	(8,185)	-	(8,185)
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from issuance of common stock	40,000	-	293,631
Note payable to third party	(5,000)	-	-
Advances received from third party (paid)	(4,320)	-	1,758
Net cash provided by (used in) financing activities	30,680	-	295,839
Effect of exchange rates on cash	(1,719)	-	(1,690)
Net change in cash	(127,749)	-	20,586
Cash at beginning of period	148,335	-	-
Cash at end of period	<u>\$ 20,586</u>	<u>\$ Nil</u>	<u>\$ 20,586</u>
<i>Supplemental disclosure with respect to cash flows</i>			
Cash paid for income taxes	\$ -	\$ -	\$ -
Cash paid for interest	\$ -	\$ -	\$ -
Shares issued for debt settled (note 8(b))	\$ -	\$ 189,002	\$ -
Shares issued for services (note 8(b))	\$ 48,754	\$ 31,968	\$ -
Shares issued for intangible assets (note 8(b))	\$ 270,000	\$ -	\$ -

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

ANTICUS INTERNATIONAL CORPORATION
(A DEVELOPMENT STAGE COMPANY)

NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2006

Note 1 - Basis of Presentation

a) Interim financial statements

While the information presented in the accompanying interim financial statements is unaudited, it includes all adjustments which are, in the opinion of management, necessary to present fairly the financial position, results of operations and cash flows for the interim periods presented. Except as disclosed below, these interim financial statements follow the same accounting policies and methods of their application as the Company's audited June 30, 2006 annual financial statements. It is suggested that these interim financial statements be read in conjunction with the Company's June 30, 2006 audited financial statements.

b) Restatement of June 30, 2006 financial statements

During the current quarter, the Company discovered that it had inadvertently omitted certain transactions that occurred in its attorney's trust account during the year ended June 30, 2006. The June 30, 2006 balance sheet has been restated to correct these errors, and is presented as part of the basic financial statements in this filing. Additionally, certain costs associated with the Company's termination of its merger agreement with Delacrypt (see Note 9) were not originally classified as a discontinued operating component in the September 30, 2005 quarterly financial statements. The financial statement effects of this restatement are summarized in Note 10.

Note 2 – Nature of Operations

a. Organization

The Company was incorporated in the State of Nevada, U.S.A., on May 1, 2002.

b. Development Stage Activities

The Company is a development stage company as defined in the Statements of Financial Accounting Standards No. 7. The Company is devoting substantially all of its present efforts to establish a new business and none of its planned principal operations have commenced. All losses accumulated since inception have been considered as part of the Company's development stage activities.

The Company was formerly engaged in the development of specialized educational programs for the food services industry. The Company discontinued its involvement in these operations during the year.

c. Going Concern

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

As shown in the accompanying financial statements, the Company has incurred a net loss of \$965,069 for the period from inception, May 1, 2002 to December 31, 2006, and has no sales. The future of the Company is dependent upon its ability to obtain financing and upon future profitable operations. Management has plans to seek additional financing through a public offering of its common stock. The financial statements do not include any adjustments relating to the recoverability and classification of recorded assets, or the amounts of and classification of liabilities that might be necessary in the event the Company cannot continue in existence.

ANTICUS INTERNATIONAL CORPORATION
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NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2006

Note 3 – Significant Accounting Policies

The financial statements of the Company have been prepared in accordance with generally accepted accounting principles in the United States. The application of Canadian generally accepted accounting principles to these financial statements would not result in material measurement or disclosure differences. Because a precise determination of many assets and liabilities is dependent upon future events, the preparation of financial statements for a period necessarily involves the use of estimates, which have been made using careful judgment.

The financial statements have, in management's opinion, been properly prepared within reasonable limits of materiality and within the framework of the significant accounting policies summarized below:

a) Organizational and Start-up Costs

Costs of start-up activities, including organizational costs, are expensed as incurred.

b) Foreign Currency Translation

Transaction amounts denominated in foreign currencies are translated at exchange rates prevailing at transaction dates. Carrying values of monetary assets and liabilities are adjusted at each balance sheet date to reflect the exchange rate at that date. Non-monetary assets and liabilities are translated at the exchange rate on the original transaction date. Gains and losses from restatement of foreign currency monetary and non-monetary assets and liabilities are included in the statement of operations. Revenues and expenses are translated at the rates of exchange prevailing on the dates such items are recognized in the statement of operations.

c) Income Taxes

The Company follows Statement of Financial Accounting Standards No. 109 – “Accounting for Income Taxes”. This standard requires the use of an asset and liability approach for financial accounting and reporting on income taxes. If it is more likely than not that some portion or all of a deferred tax asset will not be realized, a valuation allowance is recognized.

d) Basic and Diluted Loss Per Share

In accordance with Statement of Financial Accounting Standards No. 128 – “Earnings per share” (SFAS No. 128), basic loss per common share is computed by dividing net loss available to common stockholders by the weighted average number of common shares outstanding. Diluted loss per common share is computed similar to basic loss per common share except that the denominator is increased to include the number of additional common shares that would have been outstanding if the potential common shares had been issued and if the additional common shares were dilutive. In accordance with SFAS No. 128, any anti-dilutive effects on net earnings (loss) per share are excluded. If such shares were included in diluted EPS, they would have resulted in weighted-average common shares of approximately 37.1 million and 31.9 million for the three month period ended December 31, 2006 and 2005, respectively. Such amounts include shares potentially issuable under outstanding options.

e) Issuances Involving Non-cash Consideration

All issuances of the Company's stock for non-cash consideration have been assigned a dollar amount equaling either the market value of the shares issued or the value of consideration received, whichever is more readily determinable. The majority of the non-cash consideration received pertain to services rendered by consultants and others.

f) Cash and Cash Equivalents

For purposes of the statement of cash flows, the Company considers cash and cash equivalents to include all stable, highly liquid investments with maturities of three months or less.

ANTICUS INTERNATIONAL CORPORATION
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NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2006

g) Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

h) Fair Value of Financial Instruments

Pursuant to SFAS No. 107, *Disclosures About Fair Value of Financial Instruments*, the Company is required to estimate the fair value of all financial instruments included on its balance sheet as of December 31, 2006. The Company considers the carrying value of such amounts in the financial statements to approximate their fair value.

i) Long-Lived Assets

The Company accounts for its long-lived assets in accordance with SFAS No. 144, *Accounting for the Impairment or Disposal of Long-Lived Assets*. SFAS No. 144 requires that long-lived assets be reviewed for impairment whenever events or changes in circumstances indicate that the historical cost carrying value of an asset may no longer be appropriate. The Company assesses recoverability of the carrying value of an asset by estimating the future net cash flows expected to result from the asset, including eventual disposition. If the future net cash flows are less than the carrying value of the asset, an impairment loss is recorded equal to the difference between the asset's carrying value and the fair value or disposable value. As of December 31, 2006, the Company does not believe there has been any impairment of its long-lived assets.

Note 4 – Intangible Assets

In December 2005, the Company signed a Letter of Intent with MD Technologies Inc., Costal Inc., and Redal Inc. to acquire the worldwide exclusive license to the microbiological process known as “Prolactis”. The process provides for the bioconversion of lactose and other sugar into high proteins biomass, literally transforming waste and by-products into water and yeast to be used in animal feed.

The license was issued to the Company effective April 20, 2006. As compensation for the license, the Company issued two million one hundred thousand (2,100,000) shares of its common stock valued at \$0.20 per share. These shares were issued as an exempted transaction under Section 4(2) of the Securities Act of 1933. In and subject to Rule 144 of the Securities Act of 1933 and in conjunction with the acquisition of the license, the Company paid a finder's fee of two hundred and ten thousand (210,000) shares also valued at \$0.20 per share. On October 3, 2006, the Company issued 1.5 million (1,500,000) shares at \$0.18 per share to the licensor to waive any and all conditions contained in the license agreement and obtain a clear license to *Prolactis*. The cost of the license of \$732,000 is being amortized over five years. Amortization expense for the three-months and six-months ended December 31, 2006 were \$60,600 and \$83,700, respectively. The balance of the intangible asset as of December 31, 2006 and June 30, 2006 was \$630,336 and \$444,036, respectively.

Amortization expense for each of the next five years is as follows:

September 30,

2007	\$ 73,200
2008	\$ 146,400
2009	\$ 146,400
2010	\$ 146,400
2011	\$ 117,936

ANTICUS INTERNATIONAL CORPORATION
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NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2006

Note 5 – Website Development

The Company incurred costs totaling \$8,185 to develop its website during the six months ended December 31, 2006. These costs were capitalized and are being amortized over three years. Amortization expense for the three-months and six-months ended December 31, 2006 were \$341 and \$682, respectively. The balance of website development as of December 31, 2006 was \$7,503.

Note 6 - Advances payable

	<i>December 31,</i> 2006	<i>June 30,</i> 2006
Due to Premier National Studios Inc., non-interest bearing and repayable on demand	\$ Nil	\$ 4,320
	<hr/>	<hr/>

Note 7 - Note payable

	<i>December 31,</i> 2006	<i>June 30,</i> 2006
Promissory note payable to Premier National Studios Inc., non-interest bearing and repayable on demand	\$ Nil	\$ 5,000
	<hr/>	<hr/>

ANTICUS INTERNATIONAL CORPORATION
(A DEVELOPMENT STAGE COMPANY)

NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2006

Note 8 – Capital Stock

a) Stock Split

On August 19, 2004, the Company effected a 3:1 forward stock split. The issued and outstanding common stock after split became 10,050,000. On November 18, 2004, the Company effected a 3:1 forward stock split; the issued and outstanding common stock after the split became 30,150,000. The authorized capital stock remained at 75,000,000 shares.

All references in the accompanying financial statements to the number of common shares and per-share amounts have been restated to reflect the forward stock split.

b) Common Stock Issuances

On July 1, 2005, the Company issued 799,265 shares of its common stock to two of its attorneys and 125,000 shares of its common stock to a consultant. The 924,265 shares were valued at \$23,309.

On July 12, 2005, the Company issued 50,000 shares of its common stock for legal services valued at \$6,000.

On July 19, 2005, the Company issued 66,286 shares of its common stock for legal services valued at \$13,257.

On July 27, 2005, the Company issued 52,669 shares of its common stock for consulting services valued at \$13,168.

On July 28, 2005, the Company issued 100,000 shares of its common stock in connection with the development of encryption software to be utilized on movies. The shares were valued at \$24,000. The software project subsequently was abandoned.

On September 2, 2005, the Company issued 200,000 shares of its common stock in connection with the development of encryption software to be utilized on movies. The shares were valued at \$52,000. The software project subsequently was abandoned.

On September 7, 2005, the Company issued 195,692 shares of its common stock for legal services valued at \$50,880. Also on September 7, 2005, the Company issued 33,180 shares for consulting services valued at \$8,627.

On October 11, 2005, the Company issued 171,872 shares of its common stock for legal services valued at \$29,218.

On January 27, 2006, the Company issued 172,765 shares of its common stock for legal services valued at \$14,685.

On January 30, 2006, the Company issued 200,000 shares of its common stock for legal services valued at \$18,000.

On April 18, 2006, the Company issued 227,500 shares of its common stock for legal services valued at \$40,950.

On April 20, 2006, the Company issued a total of 2,310,000 shares of its common stock for the worldwide exclusive license to the microbiological process known as “Prolactis”. The license was valued at \$462,000.

On May 31, June 12 and June 15, 2006, the Company issued 645,000 shares of its common stock in a private offering for \$161,631.

On August 14, 2006, the Company issued 75,016 shares of its common stock for legal services valued at \$18,754.

On August 17, 2006, the Company issued 100,000 shares of its common stock in a private offering for \$25,000.

On August 21, 2006, the Company issued 125,000 shares of its common stock for legal services valued at \$30,000.

On August 31, 2006, the Company issued 60,000 shares of its common stock in a private offering for \$15,000.

On October 3, 2006 the Company issued a total of 1,500,000 shares of its common stock for the waiving of all conditions in the license agreement, giving a clear title to *Prolactis*.

ANTICUS INTERNATIONAL CORPORATION
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NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2006

c) Stock Options

The Company has a stock option plan under which directors are authorized to grant incentive stock options, to a maximum of three million (3,000,000) of the issued and outstanding shares, to directors, employees and consultants of the Company entitling them to purchase common shares.

Compensation costs attributable to share options granted to employees, directors or consultants is measured at fair value at the grant date and expensed with a corresponding increase to additional paid-up capital.

During the year ended June 30, 2006, a total of 300,000 options were granted to two (2) directors of which 100,000 was cancelled and reissued under modified terms as follows:

On October 12, 2005, the board approved compensation to PH Vincent consisting of 100,000 options expiring December 31, 2007 at a price of \$0.17 per share; these options were re-priced and reissued to be consistent with the 100,000 options granted at a price of \$0.085 per share to Gilles Varin on January 23, 2006 and expiring on December 31, 2007. On April 19, 2006 each director received an additional 50,000 options at a price of \$0.19 per share expiring December 31, 2007.

On August 30, 2006, the Company agreed to pay Mr. Trudeau compensation of five hundred thousand (500,000) options expiring June 30, 2008, exercisable at 0.24 USD, said options to be vested according to the following schedule:

125,000 December 15, 2006
125,000 March 15, 2007
125,000 June 15, 2007
125,000 September 15, 2007

In October 2006, the board approved compensation to PH Vincent consisting of 50,000 options expiring December 31, 2007 at a price of \$0.18 per share. In December 2006, the board approved the issuance of the 125,000 options to Mr. Trudeau pursuant to his employment agreement. During the three-months and six-months ended December 31, 2006, the recognized compensation expense associated with these 175,000 options of \$28,955, which was charged to operations.

The following is a summary of the outstanding options:

	Number Of Shares	Weighted Average Exercise Price
Outstanding – June 30, 2005	-	-
Granted	400,000	.13
Exercised	-	-
Cancelled	<u>(100,000)</u>	<u>(.17)</u>
Outstanding – June 30, 2006	300,000	.12
Granted	175,000	.22
Exercised	-	-
Cancelled	<u>-</u>	<u>-</u>
Outstanding – December 31, 2006	<u>475,000</u>	<u>.16</u>

All of the outstanding options can be exercised through June 30, 2008 at a price per share ranging from \$.085 to \$.24. The fair value of each option granted is estimated at the respective grant date using the Black-Scholes Option Module. Options granted during the year ended June 30, 2006 were valued at \$26,710, which was charged to operations. The following assumptions were made in estimating fair value:

Dividend Yield	0%
Expected life	Approximately 2 years
Risk Free Interest Rate	Ranging from 4.34% - 4.90%
Expected Volatility	Ranging from 101% - 187%

ANTICUS INTERNATIONAL CORPORATION
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NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2006

Note 9 – Contingencies

The Company acquired the rights to enter into a merger agreement with Deltacrypt Technologies Inc. (“Delta”), a Canadian-based technology developer and provider of versatile encryption technology. Anticus acquired the rights to merge with Delta from 610051 N.B. Inc. (a private Canadian Corporation) which entered into an agreement with Delta regarding the merger of Delta into a public company (the “Agreement”). The rights were acquired through the issuance of 300,000 shares of the Company’s common stock valued at \$76,000.

The agreement was contingent upon Anticus providing a minimum of \$750,000 of additional capital.

The Company’s agreement to acquire Deltacrypt was modified on September 8, 2005, and under the modified terms, the Company agreed to make advances to Deltacrypt estimated at \$23,000 per month from August 1, 2005 to fund Deltacrypt’s operations until full completion of the merger. All funds advanced are to be applied to the condition requiring Anticus to provide a minimum of \$750,000 of available capital to Deltacrypt at the close of the merger. The Company terminated this agreement with Deltacrypt and has only paid \$10,000 towards this obligation. The Company has not established any reserve for any amounts which may be due to Deltacrypt under the agreement.

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NOTES TO THE FINANCIAL STATEMENTS
DECEMBER 31, 2006

Note 10 – Restatement of Prior Periods

The Company discovered that it had inadvertently omitted certain transactions that occurred in its attorney's trust account during the year ended June 30, 2006. The June 30, 2006 balance sheet has been restated to correct these errors, and is presented as part of the basic financial statements in this filing. Additionally, certain costs associated with the Company's termination of its merger agreement with Delacrypt (see Note 9) were not originally classified as a discontinued operating component in the December 31, 2005 quarterly financial statements. A summary of the restatements follows:

	June 30, 2006 as originally stated	June 30, 2006 as restated	Change
Balance sheet			
Cash held in Trust	\$ -	\$ 148,335	\$ 148,335
Accounts payable	(89,081)	(85,756)	3,325
Common stock	(34,854)	(35,499)	(645)
Additional paid-in capital	(968,549)	(1,129,535)	(160,986)
Deficit accumulated during the development stage	657,768	667,768	10,000
Comprehensive (gain) loss	-	(29)	(29)
	<u>\$ (434,716)</u>	<u>\$ (434,716)</u>	<u>\$ Nil</u>
	Three month period ended December 31, 2005	Three month period ended December 31, 2005 as restated	Change
Statement of operations			
Loss from continuing operations	\$ (97,042)	\$ 107,042	\$ (10,000)
Net loss for the period	<u>\$ (97,042)</u>	<u>\$ 107,042</u>	<u>\$ (10,000)</u>
	Six month period ended December 31, 2005	Six month period ended December 31, 2005 as restated	Change
Statement of operations			
Loss from continuing operations	\$ (268,926)	\$ (191,136)	\$ 77,790
Loss from operations of discontinued component	-	(87,790)	(87,790)
Net loss for the period	<u>\$ (278,926)</u>	<u>\$ (278,926)</u>	<u>\$ (10,000)</u>

ANTICUS INTERNATIONAL CORPORATION
(A DEVELOPMENT STAGE COMPANY)

Item 2. Management's Discussion and Analysis of Financial Condition and Plan of Operations

This statement may include projections of future results and “forward looking statements” as that term is defined in Section 27A of the Securities Act of 1933 as amended (the “Securities Act”), and Section 21E of the Securities Exchange Act of 1934 as amended (the “Exchange Act”). All statements that are included in this Quarterly Report, other than statements of historical fact, are forward looking statements. Although management believes that the expectations reflected in these forward looking statements are reasonable, it can give no assurance that such expectations will prove to have been correct.

Financial Summary

Results of Operations for the Three-Months Ended December 31, 2006

The Company reports a net loss of \$178,482 for the three-months ended December 31, 2006 versus a net loss of \$97,042 for the three-months ended December 31, 2005. The net loss for the three-months ended December 31, 2006 is entirely comprised of loss from general and administrative expenses.

Liquidity and Capital Resources

During the three-months ended December 31, 2006 the Company's cash position decreased \$127,749. Net cash used in operating activities totaled \$148,525; \$8,185 was used in investing activities; and \$30,680 was provided by financing activities, primarily from the issuance of common stock.

Going Concern

The Company has incurred a net loss of \$965,069 for the period from inception, May 1, 2002 to December 31, 2006, and has no sales. The future of the Company is dependent upon its ability to obtain financing and upon future profitable operations. Management has plans to seek additional financing through a private or public offering of its common stock. There is substantial doubt as to our ability to continue as a going concern. Our auditors have made reference to the substantial doubt about our ability to continue as a going concern in their audit report on our audited financial statements for the year ended June 30, 2006.

Management Plan of Operations

In December 2005, the Company signed a Letter of Intent with MD Technologies Inc., Costal Inc., and Redal Inc. to acquire the worldwide exclusive license to the microbiological process known as “Prolactis”. The process provides for the bioconversion of lactose and other sugar into high proteins biomass, literally transforming waste and by-products into water and yeast to be used in animal feed.

The license was issued to the Company effective April 20, 2006. As compensation for the license, the Company issued two million one hundred thousand (2,100,000) shares of its common stock valued at \$0.20 per share.

On October 3, 2006, the Company issued 1.5 million (1,500,000) shares at \$0.18 per share to the licensor to waive any and all conditions contained in the license agreement and obtain a clear license to *Prolactis*. The cost of the license of \$732,000 is being amortized over five years. .

The *Prolactis* process provides, through the use of a bioreactor, for the bioconversion of lactose and other sugar, into high proteins biomass, literally transforming waste and by products into water and yeast to be used in animal feed. The Process has been developed by Jacques Goulet, Ph.D., agr., professor at Laval University in Quebec City, Quebec, Michel Deblois, engineer, and Lucien Pomerleau, M.Sc., agr. Worldwide patents are pending.

Anticus is now obligated to pay Redal, Inc. a royalty of four percent (4%) of all gross sales. Redal, Inc. holds the exclusive right to supply the proprietary components of the systems, at fair values to be agreed between the parties.

Daniel Trudeau, our president has been working to develop a comprehensive business plan to commercialize our exclusive license to the microbiological process known as "Prolactis." He has engaged a research firm to evaluate the potential markets for our yeast product and is working with our Chairman to develop a financing plan to facilitate the commercialization of our proprietary process.

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Our New Process

The process relies on the capacity of yeast to absorb and digest components of polluting elements dissolved in liquids. Main elements researched are carbon and nitrogen under a special form which allow yeast to reproduce. Multiple agricultural food rejects contain either nitrogen or carbon or even both. These food by-products have no value and create problems for disposal. Yeast produced from the waste materials can be sold based on grade and composition at various pricing. This value is variable and can be ranged, for example, from animal food to pharmaceutical applications.

A very high amount of yeast organisms (Billions by square Meters) are placed in the bioreactor of the ProLactis process. They are called Mother cells. The bioreactor is fed continuously (24h/day, 7 days a week) from the top with the liquid to be treated which has been mixed with nutritive complements. This mixture provides the yeast a balanced nutrition necessary for an optimal production. The daughter cells resulting from the growth and subdivision of the mother cells placed in the bioreactor free themselves and are transported by the flowing liquid. As a result, the liquid exiting from the bioreactor is less pollutant and contains a great number of new yeast cells. These are then recuperated, concentrated and dried according to customer requirements.

The bioreactor has been developed by Jacques Goulet et Michel DeBlois. It is under international patent pending. The other equipment required for the entire process is commercially used by yeast makers (funnels, pumps, drier, centrifugal etc.)

Licenses/Patents

Anticus holds an exclusive license to the microbiological process known as “Prolactis”. The process provides for the bioconversion of lactose and other sugar into high proteins biomass, literally transforming waste and by-products into water and yeast to be used in animal feed. The underlying patent application is identified as United States Patent application # US 2005/0037452 published February 17, 2005,

Item 3. Controls and Procedures

Under the supervision and with the participation of our management, including our principal executive officer and principal financial officer, we conducted an evaluation of our disclosure controls and procedures, as such term is defined under Rule 13a-15(e) promulgated under the Securities Exchange Act of 1934, as amended (the “Exchange Act”). Based on this evaluation, our principal executive officer and our principal financial officer concluded that our disclosure controls and procedures were effective as the end of the period covered by this report. There were no changes in our internal control over financial reporting during the period covered by this report that have materially affected, or are reasonably likely to materially affect, our internal controls over financial reporting.

ANTICUS INTERNATIONAL CORPORATION
(A DEVELOPMENT STAGE COMPANY)

Part II. OTHER INFORMATION

Item 1. Legal Proceedings

None, for the three month period ended December 31, 2006.

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

Unregistered sales of equity securities for the three month period ended December 31, 2006 were as follows:

On October 3, 2006 the board approved to issue 1,500,000 shares to Michel Deblois Technologies Inc., Costal Inc. and Redal Inc. as consideration for the cancellation of certain minimum purchase requirements that the Company was previously obligated to make. These shares were valued at the market price of \$0.18 per share for a total valuation of \$270,000.

These transactions we believe to be exempt from registration under Regulation D promulgated under Section 4(2) of the Securities Act. We also believe this private offering to be exempt from registration under Regulation S, as the purchasers are domiciled and transaction occurred outside the United States. The transactions were strictly limited to individuals and entities, each of whom was an accredited investor, as that term is defined in Rule 501 of Regulation D promulgated under Section 4(2) of the Securities Act and had adequate access to information pertaining to our Company. Furthermore, no advertisements were made, no commissions were paid and the securities are restricted pursuant to Rule 144.

Common stock options

In October 2006, the board approved compensation to PH Vincent consisting of 50,000 options expiring December 31, 2007 at a price of \$0.18 per share. In December 2006, the board approved the issuance of the 125,000 options to Mr. Trudeau pursuant to his employment agreement.

Item 3. Defaults Upon Senior Securities

None

Item 4. Submission of Matters to a Vote of Security Holders

None, for the period ending December 31, 2006.

Item 5. Other Information

None

Item 6. Exhibits and Reports on Form 8-K

Exhibits

Anticus International Corporation includes herewith the following exhibits:

- 31.1 Certification of Principal Executive Officer (Rule 13a-14(a)/15(d)-14(a))
- 32.1 Certification of Principal Executive Officer (18 U.S.C. 1350)

Reports on Form 8-K

October 25, 2006

Report on Form 8-K; Section 8; Other Events - NASD Notification

ANTICUS INTERNATIONAL CORPORATION
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SIGNATURES

In accordance with the requirements of the Exchange Act, the registrant caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Anticus International Corporation

Date: February 14, 2007

By: /s/ Daniel Trudeau, President
Daniel Trudeau, President
Principal Executive Officer
Principal Accounting Officer