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

FORM 10-K

[X] ANNUAL REPORT UNDER SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934
For the fiscal year ended **June 30, 2008**

[ ] TRANSITION REPORT UNDER SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934
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)

1155 Rene-Levesque Quest, Suite 2500
Montreal, Quebec, Canada H3B 2K4
(514) 992-1391
Address of Principal Executive Offices

Nevada	98-0375504
(State of incorporation)	(IRS Employer Identification #)

Securities registered under Section 12(b) of the Exchange Act: None

Securities registered under Section 12(g) of the Exchange Act: Common Stock, par value $.001 per share

Indicate by check mark if the registrant is a well-known seasoned issuer (as defined in Rule 405 of the Securities Act).
[ ] YES [X] NO

Indicate by check mark if the registrant is not required to file reports pursuant to section 13 or section 15(d) of the Act.
[ ] YES [X] NO

[X] 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.

[X] Check if there is no disclosure of delinquent filers in response to Item 405 of Regulation SB contained in this form, and no disclosure will be contained, to the best of registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10KSB or any amendment to this Form 10-K.

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 the Definitions of “large accelerated filer”, “accelerated filer”, and “smaller reporting company” in Rule 12b-2 of the Exchange Act.

[ ] Large accelerated filer [ ] Accelerated filer [ ] Non-accelerated filer [X] 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 [X] NO

Issuer's revenues for its most recent fiscal year: $0

The aggregate market value of the voting and non-voting common equity held by non-affiliates as of June 30, 2008, computed by reference to the bid/ask price of $.01 at September 29, 2008 is $414,627.

The number of shares outstanding of the Registrant's common stock as of June 30, 2008 was 43,644,960

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Business

Anticus International Corporation (the "Corporation", "we", "us", "our" or "Anticus") was incorporated on May 1, 2002 under the laws of the State of Nevada.

The Corporation has been in the development stage since its formation and has not realized any revenues from its planned operations. Anticus was engaged in the development of specialized educational programs for the food services industry. The Company was unsuccessful in any of the marketing efforts of its student training and sought other business opportunities.

The Company had made several attempts to acquire various operating entities without success.

Effective April 20, 2006, Anticus International Corporation ("Anticus") has acquired a 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 agreement is by and between Anticus International Corporation and: Michel Deblois Technologies Inc. (Michel Deblois, President) and Costal, Inc. (Jacques Goulet, President) and Redal, Inc. (Lucien Pomerleau, General Director).

As compensation for the license, Anticus was required to pay two million one hundred thousand (2,100,000) common shares. All shares were issued as exempted transactions under Section 4(2) of the Securities Act of 1933 and are subject to Rule 144 of the Securities Act of 1933.

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.

The Prolactis 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.)

Raw Material Required

Diverse materials are available in large quantities at a global scale but in this context, the ones judged more interesting are the under products from milk (lactoserum and derived) the beers and sparkling sodas (returns and production rejects). These raw materials which contain carbon are of a very good quality and are some of the difficult ones to dispose of economically. It is even possible to get them at no cost or to have the suppliers pay to take care of “their” problem.

On a worldwide scale, there are more than 150 billion liters of lactoserum which come from the cheese industry. Minus 25% of the volume would be transformed into powder of lactoserum. In Quebec only, the production of cheese generates 1.2 billion of liters of lactoserum. The targeted plant would be able treat 46 millions of liters annually, which represents barely 4% of the generated lactoserum.

In 2003, the world production of beer was 144 billions of liters annually. Supposing loses of 1% (returns and missed lots) we can estimate the available volumes to more than 1.4 billion of liters

The annual worldwide consumption of sparkling sodas in 2005 was more than 194 billions of liters.

Whey

Whey represents 90 % of the volume of the milk transformed into cheese.

It is very polluting: 50,000 ppm (Parts per thousands) OBD. (Oxygen biological demand).
The sweet whey is produced when producing cheese with rennet curdling (Cheddar, Suisse,). Its PH is about 5.5.
The acid whey is produced when producing cheese with acid curdling (Camembert, Brie, Cottage, Corneville,…). Its Ph is from 4.5 to 4.6

Whey permeate (ultrafiltration); is 80-85% of the volume of whey. There is no protein – 45 000 ppm OBD
Mother liquor is the whey permeate concentrated and used to produce lactose. A high quality raw material

Main whey producers in North America:

–With more than 20 cheese plants: Lactalis, Kraft, Parmalat, Saputo, Agropur…
–Some of Quebec medium cos; Chalifoux, Perron, St-Laurent, Boivin,…
–The process can be extended worldwide

The Product

Yeast is commonly used in human and animal food. Saccharomyces cervsae yeast is very well known for the production of bread and alcohol. There are also thousand of others; some have commercial applications, such as the ones used in the prolactis process (Kluyveromyces marxianus). Some varieties (generally called stocks) are considered as useful and are used to make yogurt, cheese, vinegar, etc.,

There are a few thousand different stocks of yeast and they do not all have the same nutritious requirements. Basically, they all need carbon and nitrogen to reproduce but the sources can be very different. For instance, bread yeast is made from molasses (containing sucrose) but this stock cannot digest the sugar contained in milk (lactose). The yeast stock fixed in the bioreactor has been chosen consequence.

The final product can be:

Yeast Biomass - Kluyveromyces Marxianus in a variety finished forms

Yeast Components - Autolysates / Extracts , consist of the intracellular contents of the yeast following the lysis of the cells, with (or without) the cell-wall. Traditionally, it is considered as natural flavors, due to its richness in ribonucleic acid (RNA), a natural source of 5’GMP. Yeast extracts with natural nucleotides can improve the taste and increase feed intake. Many recent studies have focused on the relationship between nucleotides and immune functions and the modulatory effects of nucleotides on immunity, has become increasingly evident. Also, Cell walls can be used as adsorbents for mycotoxins.

Probiotics - Fresh active or Dry active

The Market for Yeast Products:

Potential markets are in the following area:

- Animal feed market
- Pet food market
- Food (flavor enhancement) and ingredient Market
- Probiotic Market (in general)

Animal Feed Market:

The global market for feed additives has experienced substantial changes over the past few years.

In 2004, the world market for nutritional feed additives was valued at approximately € 6,2 billion. Major growth took place in Asia, especially in China. South America and to a lesser extent Eastern Europe contributed to further growth in the market. The huge US market however showed only marginal growth and Western Europe even had to report a downturn in market size. The latter was due to declining livestock numbers and compound feed use in Europe.

The market growth of the use of nutritional feed additives is mainly driven by the following market trends:

a) Economic Environment

A growing population along with increasing disposable income leads to significant growth in demand for meat products. This effect is especially strong in the developing regions in South America and Asia. In these regions, a rising demand for meat goes along with a huge potential for improving feed efficiency as inclusion rates of feed additives are still on a low level. Japan, Europe and the USA however have already reached a level of saturation. Here the market is shifting to more convenient and processed products. In general meat market is driven by a higher demand for food quality.

b) Trend towards pig and poultry meat:

A continuing trend towards an increasing demand for pig and poultry meat has a positive impact on market growth, as these animal categories account for the major consuming segments for feed additives.

c) Ban of antibiotic growth promoters:

The EU placed a ban on the use of antibiotics as growth promoters in animal feed and the last four antibiotics have been phased out in January 2006. Therefore feed producers have to look for suitable alternatives. Currently additive producers of probiotics, prebiotics, organic acids and enzymes seek to offer a comparable solution. Therefore the ban on antibiotics in Western Europe and the EU accession countries in Eastern Europe can be seen as the key market driver for the mentioned additive segments. Major concerns about antibiotics in animal feed also stimulated the market for alternatives in the USA.

d) Consumer preferences and concerns:

Especially in the developed regions, consumer preferences play an important role in the meat industry. Therefore changes in the demand structure of consumers constantly compel the industry to adapt. During the last years, consumers asked for a certain level of quality and guarantees of safe foods. Discussions of the safety of some ingredients have opened the market for natural additives.

Besides the above mentioned factors, there are certain market restrains that are challenging the market for feed additives:

a) Outbreak of animal diseases:

In the years under review, the meat industry was threatened by several outbreaks of animal diseases. Above all, the Asian influenza has challenged the industry the most and has become a global problem. Concerns of consumers are reflected in a reduced consumption of poultry meat and have led to a price drop in some regions. Additive producers therefore have to face a decline in additive demand and eventually a further pressure on product prices.

b) Price development:

Prices for almost all feed additives have dropped during the past few years. The reason for the dramatic price erosion can mainly be seen in an oversupply. Especially Chinese vitamin producers challenged the industry with particular low prices. In some segments volume increases could not always compensate for the heavy price drops, and thus, the market value of several additives is now less than it used to be in past years. In the future, most prices will remain on their current low level or in some segments continue to fall further.

c) Increase in raw material costs:

Apart from falling prices, additives producers were challenged by high raw material costs and therefore reported lower incomes from additive sales. In the market outlook this situation is not expected to improve much.

The animal health industry is responsible for maintaining the health and productivity of more than 3.3 billion livestock and 16 billion poultry worldwide, and ensuring the wholesomeness and abundance of the food they produce. In addition, the industry must cater to the health and well being of companion animals. Despite this, the human healthcare market is 35 times larger than the combined market for all nonhuman species.

The reality is that the global animal health market is very complex, operating under stringent and increasingly strict regulations similar to those for human health, yet the market opportunities are considerably smaller. In an increasingly risky environment for new product development, the difference between future success and failure usually lies in successfully identifying the next growth segment, developing the right product candidates and being the first to market. Despite all these risks, the industry continues to grow.

All in all, the above mentioned drivers and restrains will lead to a volume increase in nutritional feed additives, which might even outperform the market growth of compound feed. However market growth, in terms of revenue, will be on a much lower rate at about 0,6% annually. Following this market development, feed additives will account for € 6,4 million in 2010.

As well, the US government's interest in improving the health conditions of animals has increased, resulting in the animal feed additive industry becoming a fast growing market. A huge demand for phytase is predicted in the future. This is a result of the Environmental Protection Agency's (EPA) concerns about chemical emissions from the agricultural industry. Farmers are also looking to reduce phosphate content in animal wastes. Thus, the most rapid growth is expected in the area of animal feed enzymes led by phytase.

Overview of the Market:
The total worldwide market for animal therapeutics and diagnostics was estimated at more than $15.6 billion in 2003 and by 2008 is likely to reach $19.6 billion, at an average annual growth rate (AAGR) of 4.7%. Animal therapeutics, e.g., vaccines, pharmaceuticals, and feed additives, are valued at $15.1 billion, and rising at an AAGR of 4.7%.
Pharmaceuticals account for the largest percentage of revenues at nearly 54%. Feed additives are the second largest market segment due to demand from the food animal producer segment. Diagnostic products account for a smaller portion of the market with $490.9 million in 2003, but are rising faster at an AAGR of 6.1%.

Companies in the Animal Feed Market

DIAMOND V

Diamond V ® is recognized throughout the animal nutrition field as an innovative, scientifically-motivated feed ingredient supplier. They have been providing natural, research-proven yeast culture products for more than 60 years and are constantly looking for practical solutions to the nutritional problems encountered in modern animal agriculture.

Diamond V provides yeast culture fermentation products and high-selenium yeast to animal feed companies, dairy milk producers, beef cattle feedlots and integrated swine and poultry operations world-wide.

Diamond V products help optimize digestibility of animal feeds and provide nutritional benefits to livestock and poultry and add palatability to specialty feeds and petfoods with no feeding restrictions or withdrawal requirements. Products of the USA.

Distribution worldwide

TURVAL FEED SUPPLEMENTS

The Turval Laboratories produce one of the most effective natural growth promoters (probiotics) present on the international market.
These are the first of their kind that are able to surpass the gastric or ruminal barrier and thus reach the intestines of the animal with maximum effect. This helps to assure a considerable improvement in the health and well-being of the animal, thus increasing productivity in all animal species.
In the field of animals raised for food production, such as cattle, sheep and pigs, the use of Turval's probiotics in the feed leads to a significant and natural increase in productivity and an improvement in the quality of the meat and milk. Turval's probiotics are added to the fodder given to cows whose milk is used to produce the famous "Parmiggiano Reggiano" (parmesan) cheese.
Subsequent to the requests of the international market, Turval has also developed significantly successful specific formulations for camels, llamas and alpacas, ostriches, pigeons, horses and domestic pets such as cats and dogs.

Pet Food Market:

Market Overview

In 2003, American pet owners spent nearly $30 billion on their small companions. Changing demographics, new lifestyle trends, and a shift in American attitudes toward pets have led to a significant increase in consumer expenditures during the past five years. The maturing pet industry has been transformed into a dynamic, highly competitive environment.

It is estimated that 62% of households own pets. The most popular categories are dogs, cats, and freshwater fish. Pet foods, growing at an annual rate of almost 4%, will remain the largest segment of this market. In 2003, total expenditures on pet food were $13.97 billion. That segment is projected to increase to $16.70 billion by the year 2008.

Pet owners are themselves more health conscious and eating healthier human foods. The American population continues to focus on fitness, dieting, counting calories or carbohydrates, and fighting the aging process. The growing number of childless couples, singles living alone, and the baby boomers now becoming “empty nesters,” will boost the demand for pets. These pets are expected be treated like children and pet food will become a source of nutrition, taste, and happiness.

The US Pet Food Industry is currently valued at approximately $14 billion and projected to reach $17 billion by 2008. It is highly concentrated with seven companies accounting for 86% of the total market. Nestle alone has a 30% market share.

Companies in the Pet Food Market

TURVAL FEED SUPPLEMENT

Operates a pet food segment

ULTRA BIO-LOGICS

Manufacturer of ingredients - Offers many products, among others pet food and pet biscuit and healthy treat, “the choice of specific dietary ingredients and logical alternatives whenever the need to stabilize and improve various physiological functions occurs”. They use yeast and probiotics in their products and operate a farm animal feed segment

Pet Naturals Quick Relief for Cats and Dogs

A fast acting liquid that provides immediate gastrointestinal support for cats and dogs with stomach and digestive problems (Contains some yeasts in the products)

NUTRIENCE (Hagen)

Offer some products containing yeast (Nutrience Kitten and Puppy Weaning Transition)

Food and Ingredient Market:

Incorporating yeast extracts into foods provides several advantages.

1. Flavor enhancement. The background flavor of yeast extracts complements savory flavors. For example, baker's yeast extracts used at levels of 0.1% to 0.5% (as consumed) are commonly used to increase the brothy, meaty character of chicken or poultry in soups. Many cheese flavored products use brewer's yeast products to increase flavor impact and to provide a sharper, more aged flavor.

2. Sodium reduction. Yeast extracts can deliver increased salt perception. In particular, products containing significant levels of 5'-nucleotides can improve the flavor of low-salt products.

3. MSG alternative. The presence of 5'-nucleotides in some yeast extracts combined with the natural glutamatic acid content found in many foods can eliminate the need for added MSG in formulations. Synergy allows for the reduction in the level of glutamic acid by the presence of 5'-nucleotides at low levels, resulting in a more intense flavor profile.

4. Natural ingredient statements. Yeast extracts fit the definition of natural flavor as described by the FDA. Recent labeling regulations will require that yeast extracts be labeled by their common and usual name "yeast extract." The labeling of an ingredient as "yeast extract" is viewed as more acceptable than MSG and/or hydrolyzed vegetable protein due to the natural association of yeast with food products.

5. Cost reduction. Levels of more expensive natural ingredients, such as natural flavors, cheeses and meat extracts can be reduced or replaced through the use of yeast extracts.

Companies in the Food and Ingredient Market:

Savoury Systems International

A specialized flavor ingredient company offering Yeast Extracts, Savory Topnotes, HVP's and Custom Products. Their product lines consist of Kosher, Halal, Non GMO, and Organic Compliant products, as well as Savorganic, a line of Certified Organic Yeast Extracts in both powder and liquid form. They have a wide variety of Yeast Extracts with counterparts to the popular types in the market, including light, flavor enhancing extracts as well as dark, roasted types.

LESAFFRE

A world leader in yeast production (flavoring production, animal feed, bakery ingredients, malt production yeast extract, yeast production…)

GANEDEN BIOTECH LAB

They are first company to use lactic acid bacteria to consistently mitigate and prevent many common diseases. The company has established patent protection on over 100 separate products.

DANISCO

Founded in 1989, Revenue: DKK 20.9 billion (2005/06), they have 10,500 employees in more than 40 countries. Danisco is one of the world's leading suppliers of food ingredients, sugar and industrial bio-products. They offer modern laboratory facilities producing a vast range of flavors for the food and beverage industries.

GIVAUDAN

They are leading company in the flavors and fragrance industry with a vision to be the Essential Source of Sensory Innovation for customers, driven by a mutual passion for excellence. They use yeast for some of their flavors

FIRMENICH

They are one of the three leading companies in the industry, Firmenich discovers and creates perfumes, flavors and aroma chemicals. Manufacturers then incorporate them into your favorite brands of perfume, cosmetics, household products and food & beverage. They have expanded yeasts flavor encapsulation potential: infusion of flavors into empty yeast cells improves stability and flavor release, compared to traditional spray dry powders.

SYMRISE

This company is a major producer of flavors and fragrances with sales of € 1,138.1 million in 2004 and one of the leading European suppliers in the flavor sector.

Probiotic Market:

Probiotics have been in existence for many years. However, it is only relatively recently that their wide-ranging potential health benefits have been properly appreciated, and that research has been undertaken to confirm their efficacy.

Within Europe, the dairy sector is the most developed segment of the market, with probiotic yoghurts and fermented milks, particularly in "daily dose" format, the most widely used. Consumer acceptance varies greatly across Europe, with Northern European and Scandinavian countries – those having a long traditional consumption of fermented dairy products – the most developed market. Probiotic dietary supplements have been slow to gain acceptance, but new applications are emerging all the time.

In the US, the situation is reversed, with dietary supplements by far the most accepted product format. It is generally established that US consumers are far more willing to take supplements than their European counterparts, thus explaining the large difference. Conversely, the US dairy probiotics market is very underdeveloped, as consumer-facing companies, such as Danone and Yakult, have invested less significantly in breaking the US market, compared with the considerable marketing spend observed in the US.

On the whole, probiotics represent a fast-growing market for functional foods manufacturers and suppliers, and producers must be sure that they do not squander their good potential by supporting a well thought-out strategy.

Anticus International Corporation has never declared bankruptcy, has never been in receivership, and has never been involved in any legal action or proceedings.

Employees

Currently, the Company has one employee, Mr. Daniel Trudeau, the Company President and CEO.

Additional information

The common stock of Anticus International Corporation is traded on the NASDAQ Bulletin Board under the symbol ATCI.OB.

The Company has a June 30th fiscal year end.

Properties

Anticus International Corporation has no properties and at this time has no agreements to acquire any properties.

The Company currently operates from the offices in Quebec, Canada.

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,

Legal Proceedings

No legal proceedings were initiated or served upon the Company in the fiscal year ending June 30, 2008.

Submission of Matters to a Vote of Security Holders

No matters were submitted to a vote of security holders during the fourth quarter of fiscal year 2008.

Market for Registrant's Common Equity and Related Stockholder Matters and Issuer Purchases of Equity Securities

Anticus International Corporation common stock is listed on the NASDAQ Bulletin Board (OTC/BB) under the symbol "ATCI.OB". The first trade in the stock of Anticus International Corporation was effected on the OTC/BB on August 12, 2004. The quotations provided are for the over the counter market which reflect interdealer prices without retail mark-up, mark-down or commissions, and may not represent actual transactions. The bid prices below have been obtained from sources believed to be reliable (YAHOO finance as of September 29, 2008):

Period Ending	High	Low	Close	Adjusted Close*
September 2008	$ 0.02	0.01	0.01	0.01
June 2008	$ 0.06	0.02	0.03	0.03
March 2008	0.04	0.02	0.03	0.03
January 2008	0.08	0.04	0.04	0.04
December 2007	$ 0.08	0.06	0.07	0.07
September 2007	0.07	0.05	0.07	0.07
June 2007	0.05	0.05	0.05	0.05
March 2007	0.10	0.05	0.05	0.05
January 2007	0.12	0.09	0.09	0.09
December 2006	$ 0.12	$ 0.06	$ 0.11	$ 0.11
September 2006	0.23	0.12	0.17	0.17
June 2006	0.25	0.18	0.20	0.20
March 2006	0.25	0.19	0.22	0.22
January 2006	0.14	0.09	0.13	0.13

* Close price adjusted for dividends and splits

Common stock

Anticus International Corporation had 43,664,960 common stock shares issued and outstanding as of October 1, 2008. The issued and outstanding consist of 10,790,715 restricted common shares and 32,854,245 free trading common shares.

Holders

Anticus International Corporation's shares of outstanding common stock are held by approximately 72 shareholders of record. Our outstanding common stock is held by an undetermined number of holders in street name which account for 25,264,850 of the outstanding shares.

Dividend Policy

Anticus International Corporation has not paid a cash dividend on its common stock in the past 12 months. The Company does not anticipate paying any cash dividends on its common stock in the next 12 month period. The payment of any dividends is at the discretion of the Board of Directors.

Recent Sales of Unregistered Securities

During the three month period ending June 30, 2008.

Convertible debentures

On January 17, 2008 the Company authorized a private placement to raise Six Hundred Thousand Dollars ($600 000 USD) through the issuance of non guaranteed convertible debentures (the "Debentures") in tranches of $1,000 each, bearing interest at the rate of 8% per year and maturing on the second anniversary of their issuance date, such Debentures to be convertible at the option of the holder into common shares of the Corporation at a price of $0.08 per common share, subject to the right of the Corporation to force conversion if the common shares trade at a minimum price of $0.16 per common share for fifteen consecutive trading days. The company will pay a 6 percent commission.

On February 14, 2008 the company sold $100,000 of the debentures to a single entity. The Company was late in paying the accrued interest that was due on June 30, 2008

On April 29, 2008 the company sold $100,000 of the debentures to a different single entity. The Company was late in paying the accrued interest that was due on June 30, 2008

As of June 30, 2008, none of the amounts owed by the debentures have been converted to equity and no additional placements are being accepted on this offering.

On June 18, 2008 the Company authorized a private placement to raise Eight Hundred Thousand Dollars ($800 000 USD) through the issuance of a maximum of Thirteen Million Three Hundred Thirty-three Thousand and Three Hundred Thirty-four common shares (13,333,334) at $0.06 USD each. Each unit consists of one share of common stock at $0.06 USD per share, as well as one warrant exercisable at $0.12 USD per share no later than July 01, 2009;

In July 2008, the company sold 1,666,667 units of this offering for $100,000 USD to a single investor.

All sales were issued as exempted transactions under Section 4(2) of the Securities Act of 1933, Regulation S and are subject to Rule 144 of the Securities Act of 1933. The recipient(s) of our securities took them for investment purposes without a view to distribution. Furthermore, they had access to information concerning our Company and our business prospects; there was no general solicitation or advertising for the purchase of our securities; and the securities are restricted pursuant to Rule 144.

Management's Discussion and Analysis of Financial Condition and Results of Operations

Forward-Looking Statements

Certain statements concerning the Company's plans and intentions included herein may constitute forward-looking statements for purposes of the Securities Litigation Reform Act of 1995 for which the Company claims a safe harbor under that Act. There are a number of factors that may affect the future results of the Company, including, but not limited to, (a) the ability of the Company to obtain additional funding for operations, (b) the continued availability of management to develop the business plan and (c) successful development and market acceptance of the Company's products.

This annual report may contain both historical facts and forward-looking statements. Any forward-looking statements involve risks and uncertainties, including, but not limited to, those mentioned above. Moreover, future revenue and margin trends cannot be reliably predicted.

Results of Operations

The Company continues to pursue its goals of commercializing the Prolactis™ microbiological process.

On Oct 16, 2007, the company announced that the demonstration and operating unit of the Quebec science complex has started production of lactic yeast (Kluyveromyces marxianus) samples. Green Yeast began distributing these yeast samples to its potential customers and partners, so that they can analyze this yeast themselves, suggest adjustments specific to their needs (e.g., live or inactive yeast, dried or not, according to different drying methods (spray, drum, fluidized bed), suggest adjustments to the nutrient content, etc.), and recognize the product's quality. The objective of this sampling campaign was to show with certainty our ability to produce a quality yeast strain that meets the market's expectations. This phase also had the aim of refining the process to achieve production efficiency.

The demonstration stage has indicated that potential customers being satisfied with the analysis of the small samples provided; require larger samples of up to 500 kilograms to further evaluate the product. The demonstration unit lacked this production capacity.

Anticus is expanding this production capacity by building an expandable production line which will have a bioreactor capable of producing the small 500 kilogram evaluation orders. This line will have all the supporting separators and drying systems and can be expanded by adding additional bioreactors as order levels increase.

The company has recently reevaluated the capital required to bring a suitable facility into operation and is estimating an additional $1,400,000 may be required. We are looking into ways to reduce this cost by trying to acquire used equipment suitable for our needs and potentially leasing new or used equipment if available.

On January 17, 2008 the Company authorized a private placement to raise Six Hundred Thousand Dollars ($600 000 USD) through the issuance of non guaranteed convertible debentures (the "Debentures") in tranches of $1,000 each, bearing interest at the rate of 8% per year and maturing on the second anniversary of their issuance date, such Debentures to be convertible at the option of the holder into common shares of the Corporation at a price of $0.08 per common share, subject to the right of the Corporation to force conversion if the common shares trade at a minimum price of $0.16 per common share for fifteen consecutive trading days. The company may pay a 6 percent commission.

The company, as of the date of this report, has sold $200,000 through this convertible debt financing. The Company was late in paying the accrued interest that was due on June 30, 2008. As of June 30, 2008, none of the amounts owed by the debentures have been converted to equity and no additional placements are being accepted on this offering.

On May 9, 2008 the company announced that its common shares are again trading on the Over the Counter Bulletin Board under the symbol ATCI.OB.

On June 25, 2008, the Company entered into an agreement with Redal, Inc, to construct a bioreactor capable of the larger sample quantities required. The cost is approximately, $30,000.

On June 18, 2008 the Company authorized a private placement to raise Eight Hundred Thousand Dollars ($800 000 USD) through the issuance of a maximum of Thirteen Million Three Hundred Thirty-three Thousand and Three Hundred Thirty-four common shares (13,333,334) at $0.06 USD each. Each unit consists of one share of common stock at $0.06 USD per share, as well as one warrant exercisable at $0.12 USD per share no later than July 01, 2009;

In July 2008, the company sold 1,666,667 units of this offering for $100,000 USD to a single investor.

Contingent upon our financing requirements, we look forward to bringing our pilot plant into operation as soon as we are possible.

Financial Condition and Results of Operations

During the fiscal year ending June 30, 2008 the Company had no revenues and experienced a net loss for the period of $704,501; comprised of general and administrative expenses totaling $416,333. Research and development expense was 116,653; compensation for option grants totaled $170,313.

During the fiscal year ending June 30, 2007 the Company had no revenues and experienced a net loss for the period of $529,227. General and administrative expenses totaled $414,815.

Liquidity and Capital Resources

During the fiscal year ending June 30, 2008 net cash used in operating activities totaled $404,378; cash flows from financing activities provided $199,450. The resulting change in cash for the period ending June 30, 2008 was a decrease of $221,714; which includes $3,190 from the effect of exchange rates. Cash at the beginning of the period totaled $240,952 resulting in $19,238 cash at the end of the period ending June 30, 2008.

During the fiscal year ending June 30, 2007 net cash used in operating activities totaled $300,846; cash flows from financing activities provided $400,247; and, cash used in investing activities totaled $8,185. The resulting change in cash for the period ending June 30, 2007 was an increase of $92,617; which includes $1,401 from the effect of exchange rates. Cash at the beginning of the period totaled $148,335 resulting in $240,952 cash at the end of the period ending June 30, 2007.

Critical Accounting Policies

1. 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.

2. Research and development

The Company expenses its research and development costs to operations as incurred.

Going Concern

Our continuation as a going concern is dependent upon obtaining the additional working capital necessary to sustain our operations. As shown in the accompanying financial statements, the Company has incurred a net loss of $1,901,496 for the period from inception, May 1, 2002 to June 30, 2008, and has not generated any revenue since its inception. The future of the Company is dependent upon its ability to obtain financing and upon future profitable operations. Management plans to seek additional financing through the sale of its common stock through private placements. There is no assurance that the Company's current operations will be profitable or the Company will raise sufficient funds to continue operating. 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

Financial Statements

Contents

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Board of Directors and Stockholders
Anticus International Corporation
Montreal, Quebec, Canada

We have audited the accompanying balance sheets of Anticus International Corporation (A Development Stage Company) as of June 30, 2008 and 2007 and the related statements of operations, comprehensive loss, stockholders' equity and cash flows for the two years then ended, and for the period from the Company's inception (May 1, 2002) through June 30, 2008. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the consolidated financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Anticus International Corporation as of June 30, 2008 and 2007 and the results of its operations and its cash flows for the two years then ended in conformity with accounting principles generally accepted in the United States of America.

The accompanying financial statements have been prepared assuming that the Company will continue as a going concern. As discussed in Note 1 to the financial statements, the Company has incurred recurring losses and has yet to be successful in establishing profitable operations. These factors, among others, raise substantial doubt about its ability to continue as a going concern. Management's plans regarding those matters are also described in Note 1. The financial statements do not include any adjustments that might result from the outcome of these uncertainties.

/s/ Jonathon Reuben CPA
Jonathon P. Reuben CPA
An Accountancy Corporation
Torrance, California
September 26, 2008

ANTICUS INTERNATIONAL CORPORATION
(A Development Stage Company)

BALANCE SHEETS

	June 30, 2008	June 30, 2007
ASSETS		
Current Assets:		
Cash	$ 19,238	$ 240,952
Prepaid expenses	27,909	27,605
Receivable from taxing authorities	23,867	5,077
	71,014	273,634
Property and equipment – net	3,125	-
Deferred loan fees, net	10,366	-
Intangible assets	410,736	557,136
Website development	13,010	6,139
	434,112	563,275
Total Assets	$ 508,251	$ 836,909
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current liabilities:		
Accounts payable and accrued expenses	$ 34,010	$ 63,926
Advances payable	-	550
	34,010	64,476
Long term liabilities:		
Convertible debenture including accrued interest	204,362	-
Total liabilities	$ 238,372	64,476
Stockholder's Equity		
Authorized common stock:		
75,000,000 shares, par value $0.001 per share		
Issued and outstanding:		
43,644,960 common shares at June 30, 2008 and 43,073,531 at June 30, 2007	43,645	43,074
Additional paid-in capital	2,128,615	1,923,667
Deficit accumulated during development stage	(1,901,496)	(1,196,995)
Other comprehensive income	(885)	2,687
Total stockholders' equity	269,879	772,433
Total Liabilities and stockholders' equity	$ 508,251	$ 836,909

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

ANTICUS INTERNATIONAL CORPORATION
(A Development Stage Company)

STATEMENTS OF OPERATIONS

	Years Ended June 30, 2008	Years Ended June 30, 2007	Cumulative amounts From date of Incorporation (May 1, 2002) Through June 30, 2008
Revenue:	$ -	$ -	$ -
Operating expenses:			
Research and development	116,653	$ 59,744	$ 176,397
Compensation on option grants	170,313	74,055	244,368
General and administrative expenses	416,333	414,815	1,361,226
(Gain) on settlement of indebtedness	(4,794)	(17,000)	(21,794)
	(698,505)	(531,614)	(1,760,197)
Other income (expenses)			
Interest income	-	2,387	2,387
Interest expense	(5,996)	-	(5,996)
Loss from continuing operations	(704,501)	(529.227)	(1,763,806)
Discontinued operations	-	-	(137,690)
Net loss for the period	$ (704,501)	$ (529,227)	$ (1,901,496)
Basic and diluted loss per share	$ (0.02)	$ (0.01)	
Weighted average number of shares outstanding	43,573,141	37,435,069	

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

ANTICUS INTERNATIONAL CORPORATION
(A Development Stage Company)

STATEMENTS OF COMPREHENSIVE LOSS

	Years Ended June 30, 2008	2007	Cumulative amounts From date of Incorporation (May 1, 2002) Through June 30, 2008
Net loss	$ (704,501)	$ (529.227)	$ (1,901,496)
Other comprehensive income (loss):			
Foreign currency translation adjustment	(3,572)	2,658	(885)
Net comprehensive loss	$ (708,073)	$ (526,569)	$ (1,902,381)

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

ANTICUS INTERNATIONAL CORPORATION
(A Development Stage Company)

STATEMENTS OF CASH FLOWS

	Years Ended June 30, 2008	Years Ended June 30, 2007	Cumulative amounts From date of Incorporation (May 1, 2002) Through June 30, 2008
Cash flows from operating activities			
Net loss for the period	$ (704,501)	$ (529,227)	$ (1,901,496)
Shares issued for services	-	48,754	381,848
Shares issued for abandoned license	-	-	76,000
Contributed rent and services	-	-	13,600
Gain on settlement of indebtedness	(4,794)	(17,000)	(21,794)
Compensation recognized on option grants	170,313	74,055	271,078
Amortization expense	149,498	158,946	326,408
Depreciation expense	288	-	288
Adjustments to reconcile net loss to net cash used in operating activities			
Decrease (increase) in receivables	(18,970)	(5,077)	(25,476)
Decrease (increase) in prepaid expenses and other assets	1,048	(8,405)	(7,357)
Increase (decrease) in accounts payable and accrued expenses	(1,802)	(22,892)	61,621
Increase (decrease) in convertible debentures	4,362	-	4,362
Net cash used in operating activities	(404,378)	(300,846)	(820,918)
Cash flows from investing activities			
Website development	(10,152)	(8,185)	(18,337)
Laboratory equipment	(3,444)	-	(3,444)
Net cash used in investing activities	(8,185)	-	(8,185)
Cash flows from financing activities			
Proceeds from issuance of common stock	-	445,551	699,682
Payments in connection with private offering	-	(35,984)	(35,984)
Proceeds on issuance of convertible debt	200,000	-	200,000
Payments on indebtedness	-	(5,000)	-
Advances received from third party (paid)	(550)	(4,320)	-
Net cash provided by financing activities	199,450	400,247	863,698
Effect of exchange rates on cash	(3,190)	1,401	(1,761)
Net change in cash	(221,714)	92,617	19,238
Cash, beginning of period	240,952	148,335	-
Cash, end of period	$ 19,238	$ 240,952	$ 19,238
Supplemental disclosure with respect to cash flows:			
Interest expense	$ -	$ -	$ -
Income taxes	$ -	$ -	$ -

Supplemental schedule of non-cash investing and financing activities:

During the year ended June 30, 2008, the Company issued 571,429 shares of its common stock as part consideration for the cancellation of $40,000 of indebtedness.

During the year ended June 30, 2007, the Company issued 200,016 shares of its common stock for consulting services valued at $48,754

During the year ended June 30, 207, the Company issued 1,500,000 shares of its common stock in consideration for modifying terms of its licensing agreement (See Note 3). The shares were valued at $270,000, which was added to the cost of the license.

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

ANTICUS INTERNATIONAL CORPORATION
(A Development Stage Company)

STATEMENT OF STOCKHOLDERS' EQUITY
FROM MAY 1, 2002 (INCEPTION), TO JUNE 30, 2008

	Price Per Share	Common Stock Shares	Common Stock Amount	Additional Paid-In Capital	Deficit Accumulated During Development Stage	Comprehensive Gain (Loss)	Total Stockholders' Equity (Deficit)
Inception, May 1, 2002	-	-	$ -	$ -	$ -	$ -	$ -
Shares issued for cash at $0.001	$ 0.0001	9,000,000	9,000	(8,000)	-	-	1,000
Net loss for the period		-	-	-	(1,013)	-	(1,013)
Balance June 30, 2002		9,000,000	9,000	(8,000)	(1,013)	-	(13)
July 15, 2002 Shares issued for cash at $0.01	0.0011	14,400,000	14,400	1,600	-	-	16,000
Net loss for the year		-	-	-	(17,250)	-	(17,250)
Balance June 30, 2003		23,400,000	23,400	(6,400)	(18,263)	-	(1,263)
March 31, 2004 Shares issued for cash at $0.01	0.0111	450,000	450	4,550	-	-	5,000
May 31, 2004 Shares issued for cash at $0.01	0.0111	6,300,000	6,300	63,700	-	-	70,000
Net loss for the year		-	-	-	(38,587)	-	(38,587)
Balance June 30, 2004		30,150,000	30,150	61,850	(56,850)	-	35,150
Cancellation of debt		-	-	115,000	-	-	115,000
Net loss for the year		-	-	-	(198,374)	-	(198,374)
Balance June 30, 2005		30,150,000	30,150	176,850	(255,224)	-	(48,224)
July 1, 2005 Shares issued for services	0.0252	924,265	924	22,385	-	-	23,309
July 12, 2005 Shares issued for services	0.1200	50,000	50	5,950	-	-	6,000
July 19, 2005 Shares issued for services	0.2000	66,286	66	13,191	-	-	13,257
July 27, 2005 Shares issued for services	0.2500	52,669	53	13,115	-	-	13,168
July 28, 2005 Shares issued for license agreement	0.2400	100,000	100	23,900	-	-	24,000
September 2, 2005 Shares issued for license agreement	0.2600	200,000	200	51,800	-	-	52,000
September 7, 2005 Shares issued for services	0.2600	228,872	229	59,278	-	-	59,507
October 18, 2005 Shares issued for services	0.1700	171,872	172	29,046	-	-	29,218
October 25, 2005 Recognition of compensation on option grants		-	-	4,850	-	-	4,850
January 23, 2006 Recognition of compensation on option grants		-	-	7,830	-	-	7,830
January 27, 2006 Shares issued for services	0.0850	172,765	173	14,512	-	-	14,685
January 30, 2006 Shares issued for services	0.0900	200,000	200	17,800	-	-	18,000

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

ANTICUS INTERNATIONAL CORPORATION
(A Development Stage Company)

STATEMENT OF STOCKHOLDERS' EQUITY
FROM MAY 1, 2002 (INCEPTION), TO JUNE 30, 2008

	Price Per Share	Common Stock Shares	Common Stock Amount	Additional Paid-In Capital	Deficit Accumulated During Development Stage	Comprehensive Gain (Loss)	Total Stockholders' Equity (Deficit)
April 18, 2006 Shares issued for services	0.18	227,500	228	40,722	-	-	40,950
April 19, 2006 Recognition of compensation on option grants		-	-	14,030	-	-	14,030
April 20, 2006 Shares issued for license agreement	0.20	2,310,000	2,310	459,690	-	-	462,000
May 31, 2006 Shares issued for cash	0.25	500,000	500	124,500	-	-	125,000
June 12, 2006 Shares issued for cash	0.25	100,000	100	25,900	-	-	25,000
June 15, 2006 Shares issued for cash	0.25	45,000	45	11,586	-	-	11,631
Estimated value of rent charged to operations		-	-	3,600	-	-	3,600
Estimated value of services charged to operations		-	-	10,000	-	-	10,000
Comprehensive gain		-	-	-	-	29	29
Net loss for the year		-	-	-	(412,544)	-	(412,544)
Balance, June 30, 2006		35,499,229	$ 35,499	$ 1,129,535	$ (667,768)	$ 29	$ 497,295
August 14, 2006 Shares issued for services	0.23	75,016	75	18,679	-	-	18,754
August 17, 2006 Shares issued for cash	0.25	100,000	100	24,900	-	-	25,000
August 21, 2006 Shares issued for services	0.24	125,000	125	29,875	-	-	30,000
August 31, 2006 Shares issued for cash	0.25	60,000	60	14,940	-	-	55,000
October 3, 2006 Shares issued for license agreement	0.18	1,500,000	1,500	268,500	-	-	270,000
May 28, 2007 Shares issued for cash	0.07	5,714,286	5,715	399,336	-	-	405,051
Offering costs			-	(36,153)			(36,153)
Recognition of compensation on option grants							
October 3, 2006		-	-	6,405	-	-	6,405
December 15, 2006		-	-	22,550	-	-	22,550
March 15, 2007		-	-	22,550	-	-	22,550
June 15, 2007		-	-	22,550	-	-	22,550
Comprehensive gain		-	-	-	-	2,658	2,658
Net loss for the period		-	-	-	(529,227)	-	(529.227)
Balance, June 30, 2007		43,073,531	$ 43,074	$ 1,923,667	$ (1,196,995)	$ 2,687	$ 772,433

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

ANTICUS INTERNATIONAL CORPORATION
(A Development Stage Company)

STATEMENT OF STOCKHOLDERS' EQUITY
FROM MAY 1, 2002 (INCEPTION), TO JUNE 30, 2008

	Price Per Share	Common Stock Shares	Common Stock Amount	Additional Paid-In Capital	Deficit Accumulated During Development Stage	Comprehensive Gain (Loss)	Total Stockholders' Equity (Deficit)
August 15, 2007							
Shares issued for settlement of indebtedness	0.04	571,429	571	22,286	-	-	22,857
Recognition of value of warrants in settlement of indebtedness				12,349			12,349
Recognition of compensation on option grants							
July 1, 2007		-	-	22,549	-	-	22,549
August 24, 2007		-	-	1,041	-	-	1,041
September 15, 2007		-	-	22,550	-	-	22,550
November 24, 2007		-	-	1,041	-	-	1,041
January 17, 2008		-	-	105,850	-	-	105,850
February 14, 2008		-	-	15,200	-	-	15,200
February 24, 2008		-	-	1,041	-	-	1,041
May 24, 2008		-	-	1,041	-	-	1,041
Comprehensive gain (loss)		-	-	-	-	(3,572)	(3,572)
Net loss for the period		-	-	-	(704,501)	-	(704,501)
Balance, June 30, 2008		43,644,960	$ 43,645	$ 2,128,615	$ (1,901,496)	$ (885)	$ 269,879

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

NOTES TO FINANCIAL STATEMENTS
June 30, 2007 and 2008

Note 1 - Nature of Operations

(a) Organization

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

On August 19, 2004, the Company effected a 3:1 forward stock split. On November 18, 2004, the Company effected a 3:1 forward stock split. . 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) 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 continues to develop its business pursuant to its exclusive world-wide license to convert waste materials from beer, soft drinks and cheese manufacturers into yeast.

(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 $1,901,496 for the period from inception, May 1, 2002 to June 30, 2008, 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.

Note 2 – Summary of Significant Accounting Policies

Stock based compensation

The Company accounts for stock-based compensation under SFAS No. 123R, "Share- based Payment" and SFAS No. 148, "Accounting for Stock-Based Compensation--Transition and Disclosure--An amendment to SFAS No. 123." These standards define a fair value based method of accounting for stock-based compensation. In accordance with SFAS No's. 123R and 148, the cost of stock-based employee compensation is measured at the grant date based on the value of the award and is recognized over the vesting period. The value of the stock-based award is determined using the Black-Scholes option-pricing model, whereby compensation cost is the excess of the fair value of the award as determined by the pricing model at the grant date or other measurement date over the amount an employee must pay to acquire the stock. The resulting amount is charged to expense on the straight-line basis over the period in which the Company expects to receive the benefit, which is generally the vesting period. During the years ended June 30, 2008 and 2007, the Company recognized $170,313 and $74,055, respectively, through the granting of stock options to its management (See Note 7).

Issuance of stock for non cash consideration

All issuances of the Company's stock for non-cash consideration have been assigned a per share amount equaling either the market value of the shares issued or the value of consideration received, whichever is more readily determinable.

NOTES TO FINANCIAL STATEMENTS
June 30, 2007 and 2008

The Company's accounting policy for equity instruments issued to consultants and vendors in exchange for goods and services follows the provisions of EITF 96-18, "Accounting for Equity Instruments That are Issued to Other Than Employees for Acquiring, or in Conjunction with Selling, Goods or Services" and EITF 00-18, "Accounting Recognition for Certain Transactions Involving Equity Instruments Granted to Other Than Employees." The measurement date for the fair value of the equity instruments issued is determined at the earlier of (i) the date at which a commitment for performance by the consultant or vendor is reached or (ii) the date at which the consultant or vendor's performance is complete. In the case of equity instruments issued to consultants, the fair value of the equity instrument is recognized over the term of the consulting agreement. In accordance with EITF 00-18, an asset acquired in exchange for the issuance of fully vested, nonforfeitable equity instruments should not be presented or classified as an offset to equity on the grantor's balance sheet once the equity instrument is granted for accounting purposes. Accordingly, the Company records the fair value of the fully vested non-forfeitable common stock issued for future consulting services as prepaid services in its consolidated balance sheet.

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 disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting periods. Actual results could differ from these estimates.

Fair value of financial instruments

The Company's financial instruments consist of cash and cash equivalents, accounts payable, accrued expenses and notes payable, 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 at the balance sheet date. The Company considers the carrying values of its financial instruments in the financial statements to approximate their fair values.

Cash and cash equivalents

For purposes of the statements of cash flows, the Company defines cash equivalents as all highly liquid debt instruments purchased with a maturity of three months or less, plus all certificates of deposit.

Property and equipment

Property and equipment are stated at cost less accumulated depreciation and amortization. Depreciation and amortization are calculated using the straight-line method over the estimated useful lives of the related assets. When property and equipment are retired or otherwise disposed of, the related cost and accumulated depreciation are removed from the respective accounts, and any gain or loss is included in operations. Expenditures for maintenance and repairs are charged to operations as incurred; additions, renewals and betterments are capitalized.

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 fair value or disposable value. As of June 30, 2008, the Company did not deem any of its long-term assets to be impaired.

NOTES TO FINANCIAL STATEMENTS
June 30, 2007 and 2008

Concentration of credit risk

Financial instruments, which potentially subject the Company to concentrations of credit risk, consist of cash. Currently, the Company maintains its cash in bank accounts which are not insured.

Revenue recognition

The Company recognizes revenue in accordance with Staff Accounting Bulletin ("SAB") No. 101, "Revenue Recognition in Financial Statements," as revised by SAB No. 104. As such, the Company recognizes revenue when persuasive evidence of an arrangement exists, title transfer has occurred, the price is fixed or readily determinable and collectibility is probable. Sales are recorded net of sales discounts. For the year ended June 30, 2007, the Company did not generate any revenue. For the year ended June 30, 2008, the Company generated $139,441 from its ownership of overriding royalties which it owns in the Centurion and Hobart Properties as discussed in Note 3.

Website development costs

Under FASB Emerging Issues Task Force Statement 00-2, Accounting for Web Site Development Costs ("EITF 00-2"), costs and expenses incurred during the planning and operating stages of the Company's web site development are expensed as incurred. Under EITF 00-2, costs incurred in the web site application and infrastructure development stages are capitalized by the Company and amortized to expense over the web site's estimated useful life or period of benefit.

Research and development

The Company expenses research and development costs as incurred.

Income taxes

The Company accounts for income taxes under the provisions of SFAS No. 109, "Accounting for Income Taxes." Under SFAS No. 109, deferred tax assets and liabilities are recognized for future tax benefits or consequences attributable to temporary differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. A valuation allowance is provided for significant deferred tax assets when it is more likely than not that the asset will not be realized through future operations.

The Company has total net operating tax loss carry forwards at June 30, 2008 of approximately $1,900,000 for federal income tax purposes. These net operating losses have generated a deferred tax asset of approximately $646,000 on which a valuation allowance equaling the total tax benefit has been provided due to the uncertain nature of it being realized. Net operating loss carryforwards expire in various years through June 30, 2028 for federal tax purposes.

Loss per share

In accordance with Statement of Financial Accounting Standards No. 128 – "Earnings Per Share", 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. At June 30, 2007, the Company had 725,000 stock options and 5,714,286 stock warrants outstanding that would be included in the computation of diluted loss per share. The weighted average shares outstanding for the diluted loss per share computation is 38,397,936 for the year ended June 30, 2007. At June 30, 2008, the Company had 571,429 stock warrants and 4,300,000 stock options outstanding that would be included in the computation of diluted loss per share. The weighted average shares outstanding for the diluted loss per share computation is 46,240,579 for the year ended June 30, 2008.

NOTES TO FINANCIAL STATEMENTS
June 30, 2007 and 2008

Recent accounting pronouncements

FAS 157, Fair Value Measurements. In September, 2007, the FASB issued Statement of Financial Accounting Standards No. 157, Fair Value Measurements ("SFAS 157"). SFAS 157 defines fair value, establishes a framework and gives guidance regarding the methods used for measuring fair value, and expands disclosures about fair value measurements. SFAS 157 is effective for financial statements issued for fiscal years beginning after November 15, 2008, and interim periods within those fiscal years. We are currently assessing the impact that SFAS 157 will have on our results of operations and financial position.

SFAS 159, "The Fair Value Option for Financial Assets and Financial Liabilities—Including an Amendment of FASB Statement No. 115." In November 2007, the FASB issued Statement of Financial Accounting Standards No. 159, The Fair Value Option for Financial Assets and Financial Liabilities—Including an Amendment of FASB Statement No. 115 ("SFAS 159"). SFAS 159 is effective for fiscal years beginning after November 15, 2007. SFAS 159 permits an entity to choose to measure many financial instruments and certain other items at fair value at specified election dates. Subsequent unrealized gains and losses on items for which the fair value option has been elected will be reported in earnings. We do not believe that the adoption of SFAS 159 will have a material impact on our consolidated financial statements.

SFAS 141, "Business Combinations." In November 2007, the FASB issued SFAS No. 141 (revised 2007), Business Combination (FAS 141(R)) and SFAS No. 160, Noncontrolling Interests in Consolidated Financial Statements, an amendment of ARB No. 51 (FAS 160). FAS 141(R) will change how business acquisitions are accounted for and will impact financial statements both on the acquisition date and in subsequent periods. FAS 160 will change the accounting and reporting for minority interests, which will be recharacterized as noncontrolling interests and classified as a component of equity. FAS 141(R) and FAS 160 are effective for both public and private companies for fiscal years beginning on or after December 15, 2008 (fiscal 2010 for the Company). FAS 141(R) will be applied prospectively. FAS 160 requires retroactive adoption of the presentation and disclosure requirements for existing minority interests. All other requirements of FAS 160 will be applied prospectively. Early adoption is prohibited for both standards. We do not believe that the adoption of SFAS 141 (R) or FAS 160 will have a material impact on our consolidated financial statements.

SFAS No. 161 - In March 2008, the FASB issued Statement No. 161, Disclosures about Derivative Instruments and Hedging Activities—an amendment of FASB Statement No. 133. This Statement changes the disclosure requirements for derivative instruments and hedging activities. Entities are required to provide enhanced disclosures about (a) how and why an entity uses derivative instruments, (b) how derivative instruments and related hedged items are accounted for under Statement 133 and its related interpretations, and (c) how derivative instruments and related hedged items affect an entity's financial position, financial performance, and cash flows.

This Statement is intended to enhance the current disclosure framework in Statement 133. The Statement requires that objectives for using derivative instruments be disclosed in terms of underlying risk and accounting designation. This disclosure better conveys the purpose of derivative use in terms of the risks that the entity is intending to manage. Disclosing the fair values of derivative instruments and their gains and losses in a tabular format should provide a more complete picture of the location in an entity's financial statements of both the derivative positions existing at period end and the effect of using derivatives during the reporting period. Disclosing information about credit-risk-related contingent features should provide information on the potential effect on an entity's liquidity from using derivatives. Finally, this Statement requires cross-referencing within the footnotes, which should help users of financial statements locate important information about derivative instruments.

This Statement is effective for financial statements issued for fiscal years and interim periods beginning after November 15, 2008, with early application encouraged. This Statement encourages, but does not require, comparative disclosures for earlier periods at initial adoption.

The Company is currently evaluating SFAS 161 and has not yet determined its potential impact on its future results of operations or financial position.

NOTES TO FINANCIAL STATEMENTS
June 30, 2007 and 2008

Note 3 - 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 at $0.20 per share, that 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 title to Prolactis. The cost of the license of $732,000 is being amortized over five years. Amortization expense for the years ended June 30, 2008 and 2007 were $146,400 and $156,900, respectively. The balance of the intangible asset as of June 30, 2008 was $410,736.

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

June 30,	
2009	$146,400
2010	$146,400
2011	$117,936

Note 4 - Website Development

Website cost and accumulated depreciation as of June 30, 2007 and 2008 are as follows:

	June 30,	
	2007	2008
Website development	$ 8,185	$ 18,102
Accumulated amortization	(2,046)	(5,092)
	$ 6,139	$ 13,011

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

June 30,	
2009	$6,034
2010	6,034
2011	943

Note 5 - Property and Equipment

During the year ended June 30, 2008, the Company acquired laboratory equipment which is being depreciated over three years. Depreciation expense for the year ended June 30, 2008 was $258. The balance of equipment at June 30, 2008 is as follows:

Laboratory equipment	$ 3,410
Accumulated depreciation	(285)
	$ 3,125

Note 6 - Convertible Debt Payable

On February 14, 2008, the Company borrowed $100,000 an unrelated third party. The loan is evidenced by a convertible debenture. The debenture accrues interest at a rate of 8% per annum. Accrued interest is due payable on June 30, and December 31, with the first payment due on June 30, 2008. The debenture matures on February 14, 2010, when principal and any accrued and unpaid interest becomes fully due and payable. Until maturity, the debenture holder has the right to convert all or a portion of the principal balance in shares of the Company stock at a conversion price of $.08 per share. In the event that the closing price of the Company's common stock has been a minimum of $0.16 per share for a any period of 15 consecutive days, the Company has the right to force conversion of any or all of the principal outstanding balance. The Company was late in paying the accrued interest that was due on June 30, 2008

On April 29, 2008, the Company borrowed $100,000 from an unrelated third party. The loan is evidenced by a convertible debenture. The debenture accrues interest at a rate of 8% per annum. Accrued interest is due payable on June 30, and December 31, with the first payment due on June 30, 2008. The debenture matures on April 29, 2010, when principal and any accrued and unpaid interest becomes fully due and payable. Until maturity, the debenture holder has the right to convert all or a portion of the principal balance in shares of the Company stock at a conversion price of $.08 per share. In the event that the closing price of the Company's common stock has been a minimum of $0.16 per share for a any period of 15 consecutive days, the Company has the right to force conversion of any or all of the principal outstanding balance. The Company was late in paying the accrued interest that was due on June 30, 2008

A summary of the amounts due under these debentures as of June 30, 2008 is as follows:

Principal	$ 200,000
Accrued interest	4,362
	$ 204,362

Interest expense on these debentures charged to operations during the year ended June 30, 2008 totaled $4,362.

In connection with the above financing, the Company accrued at June 30, 2008, $12,000 in loan fees that it plans to pay during the subsequent year. The loan fees are being amortized over the term of the respective debt. For the year ended June 30, 2008, loan fees amortized and charged to operations totaled $1,634.

Maturities of long-term debt over the term of the debt is as follows:

June 30,	
2009	$ -
2010	$ 200,000

Note 7 – Capital Stock

(a) Stock Split

On August 19, 2004, the Company affected a 3:1 forward stock split. The issued and outstanding common stock after split became 10,050,000. On November 18, 2004, the Company affected 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 18, 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 (see Note 3).

On May 31, June 12, and June 15, 2006, the Company issued 645,000 shares of its common stock in 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,* valued at $270,000. On May 28, 2007, the Company issued a total of 5,714,286 shares of its common stock in a private offering for $400,000 less issue cost of $12,105.

On August 3, 2007, the Company agreed to issue a total of 571,429 shares of its common stock in settlement of debt totaling $40,000. The issuance was made on August 15, 2007. The shares were valued at $22,857. In addition to the issuance of the shares, the Company also granted to the creditor Class A Warrants to purchase 571,429 shares of common stock at a purchase price of $.12 per share. The warrants expire one year from date of grant. For every warrant exercised, the Company will grant the creditor a Class B Warrant to purchase one share of the Company's common stock at an exercise price of $.20 per share. The Class B Warrants expire one year from date of grant. The warrants were valued at $12,349. The Company realized a net gain on the settlement of the debt in the amount of $4,794.

(c) Stock Options

The Company adopted its 2005 Employee/Consultants Stock Option Plan on June 14, 2005. Under the plan, a committee of the Company's board of directors is authorized to issue shares and grant incentive stock options, to a maximum of 3,000,000 shares of the issued and outstanding shares, to directors, employees and consultants of the Company entitling them to purchase common share at a price per share determined by the committee. The plan expires on June 14, 2015. As of March 31, 2008, all of the 3,000,000 shares under the plan have been either issued or committed for issuance through the granting of stock options.

On January 17, 2008, the Company adopted its Stock Option Plan 2008, Under the plan, the Board of Directors or a committee appointed by the Board is authorized to issue shares and grant incentive stock options, to a maximum of 4,364,496 shares of the issued and outstanding shares, to directors, employees and consultants of the Company entitling them to purchase common share at a price per share determined by the committee. Options issued under the plan expire five years from date of grant.

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-in capital.

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 US$0.24, 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

On October 3, 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.

On October 16, 2007, the Company agreed, retroactively to August 24, 2007, to pay Mr. Trudeau compensation of five hundred thousand (500,000) options expiring June 30, 2009, exercisable at US$0.07, said options to be vested according to the following schedule:

125,000 November 24, 2007
125,000 February 24, 2008
125,000 May 24, 2008
125,000 August 24, 2008

On January 17, 2008, the Company granted options to its directors and key personnel to purchase 2,900,000 shares of its common stock at price of $.07 per share. The options expire on January 17, 2013.

On February 14, 2008, the Company granted options to two consultants to purchase 400,000 shares of its common stock at a price $.12 per share. The options expire on February 28, 2011.

During the years ended June 30, 2008 and 2007, the Company recognized $170,313 and $74,055, respectively, through the granting of stock options to its management.

NOTES TO FINANCIAL STATEMENTS
June 30, 2007 and 2008

The following is a summary of the outstanding options:

	Number of shares	Weighted average exercise price
Outstanding – June 30, 2006	300,000	$ 0.12
Granted	425,000	0.24
Exercised	-	-
Cancelled	-	-
Outstanding – June 30, 2007	725,000	$ 0.19
Granted	3,800,000	0.08
Exercised	-	-
Cancelled	(725,000)	(0.19)
Outstanding – June 30, 2008	3,800,000	$ 0.09

The options granted expire on various dates through June 30, 2009 and can be exercised at a price per share ranging from $0.07 to $0.24. The fair value of each option granted is estimated at the respective grant date using the Black-Scholes Option Module based upon the following assumptions.

Dividend yield	0%
Expected life	1.5 yrs to 5 yrs
Risk free interest rate	2.13% to 4.88%
Expected volatility	151% to 181%

(d) Warrants

In connection with our private placement of common stock, on May 28, 2007, the Company has issued 5,714,286 Class A common share purchase warrants. The warrants expired on May 1, 2008.

As discussed above, the Company granted a creditor pursuant to a settlement agreement Class A common share purchase warrants to purchase 571,429 shares of common stock at an exercise price of $.12 per share. These warrants expired on August 15, 2008.

Note 8 – Related Party Transactions

On June 25, 2008, the Company entered into an agreement with Redal, Inc, to construct a bioreactor for the Company at a price of approximately, $30,000.

NOTES TO FINANCIAL STATEMENTS
June 30, 2007 and 2008

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. The Company 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 CDN$27,000 (or approximately $23,000 in US dollars) per month from August 1, 2005 to fund Deltacrypt 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.

Changes In and Disagreements with Accountants on Accounting/Financial Disclosure

There have been no disagreements between the Company and its independent accountants on any matter of accounting principles or practices or financial statement disclosure.

Controls and Procedures

We carried out an evaluation of the effectiveness of the design and operation of our disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) as of June 30, 2008. This evaluation was carried out under the supervision and with the participation of our Chief Executive Officer and Chief Financial Officer, Daniel Trudeau and with the assistance of our outside accountant. Based upon that evaluation, our Chief Executive Officer and Chief Financial Officer concluded that, as of June 30, 2008, our disclosure controls and procedures have been identified utilizing the guidance provided by the PCAOB preliminary staff views published October 17, 2007 and the COSO publication “internal control over financial reporting – guidance for smaller public companies” published in June of 2006.

We have indentified and tested the internal control procedures based on the referenced guidance. We have indentified weaknesses regarding the fact that the company has only one employee, which performs all accounting and bookkeeping for the company through our outside accounting firm. To mitigate this weakness all transactions are approved by the Chief Financial Officer and the outside accountant as to how they are to be reported in the books and records to assure proper reporting in the financial statements. There have been no significant changes in our internal controls over financial reporting during the period ended June 30, 2008 that have materially affected or are reasonably likely to materially affect such controls.

Disclosure controls and procedures are controls and other procedures that are designed to ensure that information required to be disclosed in our reports filed or submitted under the Exchange Act are recorded, processed, summarized and reported, within the time periods specified in the SEC's rules and forms. Disclosure controls and procedures include, without limitation, controls and procedures designed to ensure that information required to be disclosed in our reports filed under the Exchange Act is accumulated and communicated to management, including our Chief Executive Officer and Chief Financial Officer, to allow timely decisions regarding required disclosure.

The Company has established disclosure controls and procedures to ensure that information disclosed in this MD&A and the related financial statements was properly recorded, processed, summarized and reported to the Company‘s Board of Directors. A control system, no matter how well conceived or operated, can provide only reasonable, not absolute, assurance that the objectives of the control system are met.

There has been no change in the Company’s disclosure controls during 2008 that has materially affected or is likely to materially affect its control over financial reporting.

Management's Report on Internal Control over Financial Reporting

The CEO and CFO of the Company acknowledge that they are responsible for designing internal controls over financial reporting or causing them to be designed under their supervision in order to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with Rule 240.13a-15(f) or Rule 240.15d-15(f) . This report shall not be deemed to be filed for purposes of Section 18 of the Exchange Act or otherwise subject to the liabilities of that section.

Management and the Board of Directors work to mitigate the risk of a material misstatement in financial reporting, however, there can be no assurance that this risk can be reduced to less than a remote likelihood of a material misstatement.

Management has identified the critical disclosure controls and procedures associated with the Company’s internal control over financial reporting using the above guidance for the period ended June 30, 2008 and we have tested the effectiveness of these disclosure controls and procedures. The Company has indentified weaknesses regarding the fact that the company has only one employee, which performs all accounting and bookkeeping for the company through our outside accounting firm. This material weakness could materially affect the Company’s control over financial reporting. To mitigate this weakness all transactions are approved by the Chief Financial Officer and outside accountant as to how they are to be reported in the books and records to assure proper reporting in the financial statements. We will not be able to eliminate this weakness until such time as we expand our staff to enable additional controls to be implemented.

Limitations on the Effectiveness of Internal Controls

Our management does not expect that our disclosure controls and procedures or our internal control over financial reporting will necessarily prevent all fraud and material error.

Jonathan Reuben CPA, the Company's independent registered public accounting firm, was not required to and has not issued a report concerning the effectiveness of the Company's internal control over financial reporting as of June 30, 2008.

Other Information

None.

Directors, Executive Officers and Corporate Governance

The directors and officers are as follows:

NAME	POSITION(S)	TENURE
Daniel Trudeau	President and CEO	September 19, 2006 to present
Pierre H. Vincent	Director	April 28, 2005 to present
Henri Baudet	Director	April 21, 2006 to present
Gerrit Bres	Director	April 21, 2006 to present
Michel Plante	Director	July 3, 2007 to present
Xin Zhao	Director	April 21, 2006 to present

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Montreal, Quebec, Canada H3B 2K4
Telephone: (514) 992-1391

Mr. Daniel Trudeau, Mr. Trudeau cumulates 26 years of experience acquired within the consulting engineering sector. Since his beginning Mr. Trudeau has had a passion for start-ups companies, having inter-alia, active participations from the early stages in the following companies; Telegescom Inc.(Microcell Inc.), Spectra Telecommunication Inc., and Look Communications, until the said companies became fully operational. Mr. Trudeau has also occupied the position of Vice President Operations for a company listed on the NASDAQ, as well as President and Chief of Operations of Technology Evaluation.Com.

More recently, Mr. Trudeau occupied the position of general manager of AVW-Telav Audio Visual Solutions, being responsible, in this position, for the national management of sales and operations of one of the division of the company.

Mr. Trudeau obtained a Bachelor Degree in Applied science and Mechanical Engeneering from The Polythecnique School of Montreal in 1980. In 1992, he received his Master Degree in Business Administration from the H.E.C of Montreal.

Education:

1976-1980 Bachelor of Science, Mechanical Engineer, Polytechnique School of Montreal

1985-1992 Master Degree in Business Administration (MBA) at, Hautes Etudes Commercials of Montreal.

Recent Employment:

BTC Experts- Conseils Inc. — February 2004 - August 2006
VP Operations

BTC Experts- Conseils inc is a society that provides consultations services for enterprises to help them reach their goals in the area of development, expansion and profitability. The society regroups experience administrators who offer their expertise in various subject areas to diverse businesses of all sizes.

AVW-Telav, Audio Visual Solutions — January 2001 - February 2004
General Manager, System Design and Integration

AVW-Telav, Audio Visual Solution offers services and solutions in technological visual presentations for meetings, events and commercial fairs in more than 33 cities situated all around North America. The company also makes available the systems design and integration in the frame of permanent audio-visual applications.

Responsible, of the management of sales, and operations in the Canadian Division of System Design and Integration. In that capacity, Mr. Trudeau managed a budgetary control of 16 million $, with control of 40 employees located in 4 cities.

Mr. Pierre H. Vincent has been the Vice-President of Group Lachance, a portfolio management company located in Montreal, Quebec, since May 2004. Mr. Vincent has also been operating since December 1994 his own investment company that focuses on forestry-type real estate, Immeubles Eau-Bois Inc. Mr. Vincent received a law degree from Laval University in May 1976 and was admitted to the Bar of Quebec in May 1977. In May 1980 he received a Masters in Taxation from the University of Sherbrooke.

Henri Baudet began his career in the banking industry in 1970 in Geneva , Switzerland , with Banque Pariente (now Banca del Gottardo) where he held different management positions in several fields such as administration, stocks and bonds , financial management. In 1973, he moved to Keyser Ullmann, a British merchant bank where he was responsible for the securities division. In 1986, He was appointed vice president at Banque de Dépot (a Latsis Group bank) as head of the private customers division. In 1989, he became Director of JP Jordan & Cie SA, a renown portfolio management company in Geneva . In 1997, with some partners, he founded his own company, AS-B & Cie SA , dedicated to assets management for private clients. Over the years, Mr. Baudet has developed a great knowledge in financial mechanisms as well as an impressive list of contacts in the financial community.

Gerrit Bres, born in Holland, spent most of his career in the food industry, including 25 years for Mc Cain, a Canadian multinational food processor. His last position held was president of one of their divisions. He has been involved with the Canadian Meat Council from 1978 to 1998; acting as a Director from 1996 to 1997. Recently, he has worked as a consultant, more specifically as special project manager for projects like continuous quality improvement system and new plant planning.

Michel Plante is a Chartered Accountant who worked for Coopers & Lybrand, Chartered Accountants, for ten years, and then held several financial management positions with various technological organizations. Recently, from 2003 to 2007, he was Vice-President Finance, Chief Financial Officer and Corporate Secretary at Rocktest Limited, a company listed on the stock exchange. He is currently Deputy Chairman of Groupe Cabico Inc. Mr. Plante is also administrator of Collège Laval (a privately-held secondary education institution) and of Maniwaki Capital Inc. (TSX-Venture).

Dr. Xin Zhao, is professor and Chair at the Department of Animal Science at McGill University, Montreal, Quebec. In 1989, Cr. Zhao obtained a PHD from Cornell University in animal science, minors in physiology and nutrition.

Education

1985-1989	Ph.D., Cornell University, Animal Science, Minors: Physiology and Nutrition
1982-1985	Masters of Science, Nutritional Physiology and Nutritional Biochemistry Nanjing Agricultural University
1978-1982	Bachelor of Science, Animal Science, Nanjing Agricultural College

Employment

2006 -	Professor, Dept. of Animal Science Macdonald Campus, McGill University
June 2004-	Chair (second term), Department of Animal Science Macdonald Campus, McGill University
June 1999-May 2004	Chair, Department of Animal Science Macdonald Campus, McGill University
1997 - 2005	Associate Professor, Dept. of Animal Science Macdonald Campus, McGill University

The directors shall be elected at an annual meeting of the stockholders and except as otherwise provided within the Bylaws of Anticus International Corporation, as pertaining to vacancies, shall hold office until his successor is elected and qualified.

The directors of Anticus International Corporation are aware of no petitions or receivership actions having been filed or court appointed as to the business activities, officers, directors, or key personnel of Anticus International Corporation.

There are no familial relationships among the officers and directors, nor are there any arrangements or understanding between any of our directors or officers or any other person pursuant to which any officer or director was or is to be selected as an officer or director.

No non-compete or non-disclosure agreements exist between the management of Anticus International Corporation and any prior or current employer.

Anticus International Corporation has not, nor proposes to do so in the future, make loans to any of its officers, directors, key personnel, 10% stockholders, relatives thereof, or controllable entities.

Section 16(a) Beneficial Ownership Reporting Compliance

Section 16(a) of the Securities Exchange Act of 1934 requires the company's directors and officers, and persons who own more than ten-percent (10%) of the company's common stock, to file with the Securities and Exchange Commission reports of ownership on Form 3 and reports of change in ownership on Forms 4 and 5. Such officers, directors and ten-percent stockholders are also required to furnish the company with copies of all Section 16(a) reports they file. Based solely on its review of the copies of such forms received by the company and on written representations from certain reporting persons, the company believes that all Section 16(a) reports applicable to its officers, directors and ten-percent stockholders with respect to the fiscal year ended June 30, 2008 were filed.

Code of Ethics

The Company has always encouraged its employees, including officers and directors to conduct business in an honest and ethical manner. Additionally, it has always been the Company's policy to comply with all applicable laws and provide accurate and timely disclosure. Despite the foregoing, we currently do not have a formal written code of ethics for either our directors or employees. We do not have a formal written code of ethics because we currently only have one employee, our president/CEO. Our president/CEO is held to the highest degree of ethical standards. Once we expand the executive and management beyond a single executive officer, we will adopt a written code of ethics for all of our directors, executive officers and employees.

Board of Director Meetings and Committees

The Board of Directors held 4 meetings during the year ended June 30, 2008.

Anticus does not have a designated Audit, Nominating or Compensation Committee and relies on the board of directors to perform those functions.

The board of directors of Anticus International Corporation has determined that for the purpose of and pursuant to the instructions of item 407(d) of regulation S-K titled Audit Committee Financial Expert, Mr. Pierre H. Vincent possesses the attributes of an Audit committee financial expert. Mr. Pierre H. Vincent is a Director of Anticus. Anticus does not have a designated Audit Committee and relies on the board of directors to perform those functions. Mr. Pierre H. Vincent is believed to be independent as defined by item 407(a) of regulation S-K. He receives compensation only through his service as a director and is a stockholder with less than a 5% holding position.

Executive Compensation

SUMMARY COMPENSATION TABLE

Position	Year	Salary ($)	Bonus ($)	Stock Awards ($)	Option Awards ($)	Non-Equity Incentive Plan Compensation ($)	All Other Compensation ($)	Total ($)
Current Officers/Directors								
Daniel Trudeau	2008	$70,000	0	0	18,250	0	0	88,250
President and CEO	2007	$40,000	0	0	22,550	0	0	62,550
(September 19, 2006)	2006	0	0	0	0	0	0	0
Henri Baudet	2008	0	0	0	18,250	0	0	18,250
Director	2007	0	0	0	0	0	0	0
(April 21, 2006)	2006	0	0	0	0	0	0	0
Gerrit Bres	2008	0	0	0	10,950	0	0	10,950
Director	2007	0	0	0	0	0	0	0
(April 21, 2006)	2006	0	0	0	0	0	0	0
Michel Plante	2008	0	0	0	10,950	0	0	10,950
Director	2007	0	0	0	0	0	0	0
(July 3, 2006)								
Lucien Pomerleau	2008	0	0	0	10,950	0	0	10,950
Former Director	2007	0	0	0	0	0	0	0
(April 21, 2006 – February 29, 2008)	2006	0	0	0	0	0	0	0
Pierre H. Vincent	2008	0	0	0	10,950	0	0	10,950
Director	2007	0	0	0	6,405	0	0	6,405
(November 28, 2005)	2006	0	0	0	7,012	0	0	7,012
Xin Zhao	2008	0	0	0	10,950	0	0	10,950
Director	2007	0	0	0	0	0	0	0
(April 21, 2006)	2006	0	0	0	0	0	0	0

Notes:

As of June 30, 2007, Anticus International Corporation had no group life, health, hospitalization, medical reimbursement or relocation plans in effect.

We had no pension plans or plans or agreements which provide compensation on the event of termination of employment or change in control of us and have therefore eliminated a column specified by Item 402 (c)(2) titled “Change in Pension Value and Nonqualified Deferred Compensation Earnings (h)” in the above Summary Compensation Table

No family relationships exist among any directors, executive officers, or persons nominated or chosen to become directors or executive officers.

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-in capital.

Employment Agreements

The Company has signed a renewable twelve (12) month agreement with Mr. Daniel Trudeau, President and CEO, whereby the Company agrees to pay Mr. Trudeau compensation of $70,000 CDN per year, as well as five hundred thousand (500,000) options, exercisable at 0.08 USD The agreement expires August 31, 2008. As of the date of this report the Board has not formally renewed this agreement.

Compensation of Directors

On January 17, 2008, the Company granted options to its directors and key personnel to purchase 2,900,000 shares of its common stock at price of $.07 per share. The options expire on January 17, 2013. The value of the option awards is indicated in the above Summary Compensation Table. The Number of options awarded is as follows:

Henri Baudet, Director received 500,000 options.
Gerrit Bres, Director received 300,000 options.
Michel Plante, Director received 300,000 options.
Lucien Pomerleau, Director received 300,000 options.
Pierre H. Vincent, Director received 300,000 options.
Xin Zhao, Director received 300,000 options.

Anticus does not have a designated Audit, Nominating or Compensation Committee and relies on the board of directors to perform those functions. The entire board participates in the deliberations concerning executive officer compensation.

Security Ownership of Certain Beneficial Owners and Management and Related Stockholder Matters

Beneficial Ownership Table

The following table sets forth, as of June 30, 2008; the beneficial ownership of Anticus International Corporation common stock by each person known to the company to beneficially own more than five percent (5%) of the company's common stock, including options, outstanding as of such date and by the officers and directors of the company as a group. Except as otherwise indicated, all shares are owned directly**:**

Common Stock

Name and Address of Beneficial Owner	Amount and Nature of Beneficial Ownership	Acquirable	Percentage [3] of Class
Daniel Trudeau President and CEO	0	500,000	1.1
Pierre H. Vincent Director	0	300,000	.7
Henri Baudet Director	0	500,000	1.1
Gerrit Bres Director	0	300,000	.7
Michel Plante Director	0	300,000	.7
Xin Zhao Director	0	300,000	.7
Officers and Directors as a Group	0	2,200,000	5.0
Total	0	2,200,000	5.0

Notes:
1. Each beneficial owner's percentage ownership assumes the exercise or conversion of all options, warrants and other convertible securities held by such person and that are exercisable or convertible within 60 days after June 30, 2008.

Total shares outstanding as of June 30, 2008 were 43,664,960 held by approximately 72 shareholders of record and an undetermined number of holders in street name.

All ownership is beneficial and of record except as specifically indicated otherwise. Beneficial owners listed above have sole voting and investment power with respect to the shares shown unless otherwise indicated.

Equity Compensation Plan Information

On January 17, 2008, the Company adopted its Stock Option Plan 2008, Under the plan, the Board of Directors or a committee appointed by the Board is authorized to issue shares and grant incentive stock options, to a maximum of 4,364,496 shares of the issued and outstanding shares, to directors, employees and consultants of the Company entitling them to purchase common share at a price per share determined by the committee. Options issued under the plan expire five years from date of grant.

The following table provides information as of September 29, 2008 regarding compensation plans (including individual compensation arrangements) under which equity securities are authorized for issuance:

Plan Category	Number of securities to be issued upon exercise of outstanding options, warrants and rights	Weighted-average exercise price of outstanding options, warrants and rights	Number of securities available for future issuance under equity compensation plans (excluding securities shown in first column)
Equity compensation plans approved by shareholders[(1)(2)]	0	$ 0.00	0
Equity compensation plans not approved by shareholders[(1)(3)]	3,800,000	$ 0.08	564,496
Total	3,800,000	$ 0.08	564,496

(1) Consists of shares of our common stock issued or remaining available for issuance under our stock compensation plan.

(2) Approved by shareholders of Anticus International Corporation.

(3) The total common stock issued from the maximum 4,364,496 shares authorized under the stock compensation plan as of January 17, 2008 was 564,496 shares.

The following is a summary of the outstanding options:

	Number of shares	Weighted average exercise price
Outstanding – June 30, 2006	300,000	$ 0.12
Granted	425,000	0.24
Exercised	-	-
Cancelled	-	-
Outstanding – June 30, 2007	725,000	$ 0.19
Granted	3,800,000	0.08
Exercised	-	-
Cancelled	(725,000)	(0.19)
Outstanding – June 30, 2008	3,800,000	$ 0.09

Certain Relationships and Related Transactions

Effective April 20, 2006, Anticus International Corporation ("Anticus") has acquired a 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 agreement is by and between Anticus International Corporation and: Michel Deblois Technologies Inc. (Michel Deblois, President) and Costal, Inc. (Jacques Goulet, President) and Redal, Inc. (Lucien Pomerleau, General Director).

As compensation for the license, Anticus was required to pay two million one hundred thousand (2,100,000) common shares. All shares were issued as exempted transactions under Section 4(2) of the Securities Act of 1933 and are subject to Rule 144 of the Securities Act of 1933.

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.

On June 25, 2008, the Company entered into an agreement with Redal, Inc, to construct a bioreactor for the Company at a price of approximately, $30,000.

Principal Accountant Fees and Services

(1) Audit Fees

The aggregate fees billed for each of the last two fiscal years for professional services rendered by the principal accountant for the audit of the registrant's annual financial statements and review of financial statements included in the registrant's Form 10-K or services that are normally provided by the accountant in connection with statutory and regulatory filings or engagements for the fiscal years ending June 30, 2008 and 2007 were: $18,619 and $24,269, respectively.

(2) Audit-Related Fees

No aggregate fees were billed in each of the last two fiscal years for assurance and related services by the principal accountant that are reasonably related to the performance of the audit or review of the registrant's financial statements and are not reported under item (1) for the fiscal years ending June 30, 2008 and 2007.

(3) Tax Fees

No aggregate fees were billed for professional services rendered by the principal accountant for tax compliance, tax advice, and tax planning for the fiscal years ending June 30, 2008 and 2007.

(4) All Other Fees

No aggregate fees were billed for professional services provided by the principal accountant, other than the services reported in items (1) through (3) for the fiscal years ending June 30, 2008 and 2007.

(5) Audit Committee

The registrant's Audit Committee, or officers performing such functions of the Audit Committee, have approved the principal accountant's performance of services for the audit of the registrant's annual financial statements and review of financial statements included in the registrant's Form 10-K or services that are normally provided by the accountant in connection with statutory and regulatory filings or engagements for the fiscal year ending June 30, 2008. Audit-related fees, tax fees, and all other fees, if any, were approved by the Audit Committee or officers performing such functions of the Audit Committee.

(6) Work Performance by others

The percentage of hours expended on the principal accountant's engagement to audit the registrant's financial statements for the most recent fiscal year that were attributed to work performed by persons other than the principal accountant's full-time, permanent employees was less than 50 percent.

Exhibits, Financial Statement Schedules

Anticus International Corporation includes by reference the following exhibits:

3.1.1 Articles of Incorporation, exhibit 3.1.1 filed with the registrant's Registration Statement on Form SB-2, as amended; filed with the Securities and Exchange Commission on December 18, 2003.

3.1.2 Amendment to Articles of Incorporation, exhibit 3.1.2 filed with the registrant's Registration Statement on Form SB-2, as amended; filed with the Securities and Exchange Commission on December 18, 2003.

3.2 Bylaws, filed as exhibit 3.2 with the registrant's Registration Statement on Form SB-2, as amended; filed with the Securities and Exchange Commission on December 18, 2003.

Anticus International Corporation includes herewith the following exhibits:

31.1 Certification of Principal Executive Officer and Principal Accounting Officer (Rule 13a-14(a)/15d-14(a))

32.1 Certification of Principal Executive Officer and Principal Accounting Officer (18 U.S.C. 1350)

Anticus International Corporation includes herein the following financial statements:

SIGNATURES

In accordance with Section 13 or 15(d) of the Exchange Act, the registrant caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Anticus International Corporation
Registrant

Date: October 10, 2008 By: \s\ Daniel Trudeau, President
Daniel Trudeau, President
Principal Executive Officer and Principal Accounting Officer

Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the dates indicated.

Date: October 10, 2008 By: \s\ Daniel Trudeau, President
Daniel Trudeau, President
Principal Executive Officer and Principal Accounting Officer

Date: October 10, 2008 By: \s\ Pierre H. Vincent, Director
Pierre H. Vincent, Director

Date: October 10, 2008 By: \s\ Henri Baudet, Director
Henri Baudet, Director

Date: October 10, 2008 By: \s\ Gerrit Bres, Director
Gerrit Bres, Director

Date: October 10, 2008 By: \s\ Michel Plante, Director
Michel Plante, Director

Date: October 10, 2008 By: \s\ Xin Zhao, Director
Xin Zhao, Director