



15c2-11 Information and Disclosure Statement

ISSUER INFORMATION AND DISCLOSURE STATEMENT

PURSUANT TO RULE

15c2-11(a)(5)

July 30, 2013

Groupe Athena, Inc.
10/234 Dadisheth Agiary Lane
Kalbadevi, Mumbai 400002
Maharashtra, India
PHONE: (877) 647-6876

The company has a corporate website at www.groupeathena.com. The reference to this website does not constitute incorporation by reference of the information contained therein.

Federal ID No.

27-1794631

CUSIP No.

399454107

ISSUER'S EQUITY SECURITIES

COMMON STOCK

\$0.01 Par Value

100,000,000 Common Shares Authorized

47,136,900 Issued and Outstanding

Groupe Athena Inc. is responsible for the content of this Information and Disclosure Statement. The information contained in this report has not been filed with or approved by the Securities and Exchange Commission, any state securities commission, the National Association of Securities Dealers, or any other regulatory body. This document contains forward-looking statements. Forward-looking statements do not represent historical facts, but rather statements about management's beliefs, plans and objectives about the future, as well as assumptions and judgments concerning such beliefs, plans, and objectives. The statements are evidenced by terms such as "anticipate," "estimate," "should," "expect," "believe," "intend," and similar expressions. Although these statements reflect management's good faith beliefs and projections, they are not guarantees of future performance and they may not prove true. These projections involve risk and uncertainties that could cause the Company's actual results to differ materially from those addressed in the forward-looking statements. These risks and uncertainties include, but are not limited to, changes in general economic, market, or business conditions; changes in laws or regulations or policies of federal and state regulators and agencies; and other circumstances beyond the Company's control. Consequently all of the forward-looking statements made in this document are qualified by these cautionary statements, and there can be no assurance that the actual results anticipated will be realized, or if substantially realized, will have the expected consequences on the Company's business or operations.



GROUPE ATHENA INC.
INFORMATION AND ANNUAL UPDATE DISCLOSURE STATEMENT
July 30, 2013

ITEM 1: Name of Issuer: Groupe Athena Inc.

ITEM 2: Address

10/234 Dadisheth Agiary Lane
 Kalbadevi, Mumbai 400019
 Maharashtra, India
 Tel: (877) 647-6876

Website: www.groupeathena.com

Email: info@groupeathena.com

Investor Relations Contact:

Corporate Shareholder Relations, Inc.
 Mr. Paul Cornell
 P O Box 204, Terra Ceia, FL 34250
 Tel: (727) 365-4216

Website: www.totalpublicrelations.com

Email: info@totalpublicrelations.com

ITEM 3: Security Information:

Trading Symbol: **GATA**

Exact Title & Class of Securities Outstanding: **Common Equity Shares - 47,136,900 shares**

CUSIP: **399454107**

Par or stated value: **\$0.01**

Total shares Authorized: **100,000,000 shares as of June 30, 2013**

Total shares outstanding: **47,136,900 shares as of June 30, 2013**

Period End Date	# of Shares Authorized	# of Shares Outstanding	Freely Tradable Shares
June 30, 2013	100,000,000	47,136,900	4,091,600
June 30, 2012	100,000,000	47,136,900	2,621,600
June 30, 2011	100,000,000	47,136,900	2,171,600
June 30, 2010	100,000,000	47,136,900	2,070,000
June 30, 2009	100,000,000	2,356,845**	-

** The company announced a 20:1 split of common shares on July 1, 2009.



ITEM 3A: Transfer Agent:

Globex Transfer LLC
280 Deltona Boulevard, Suite 202
Deltona, FL 32725
Tel: (813) 344-4490

Is the Transfer Agent Registered under the Exchange Act: **YES**

RESTRICTIONS ON TRANSFER OF SECURITY:

The company has a total of **47,136,900** shares outstanding as of June 30, 2013 of which **4,091,600** shares are freely transferable. The balance of the 43,045,300 shares is restricted and may be transferred only as per Rule 144 of the Securities Exchange Act (1934).

TRADING SUSPENSION ORDERS ISSUED BY THE SEC IN THE PAST 12 MONTHS:

None

ITEM 4: Issuance History:

There have been no changes in total shares outstanding by the issuer in the past 2 fiscal years and any interim period thereafter. The company has not issued any shares during the past two years and shares outstanding remain the same since July 1, 2009.

ITEM 5: Financial Statements:

The audited financial statements of the issuer as of June 30, 2013 are attached to the end of this Quarterly Update, and the financial statements included therein, and where they are located, are as follows:

Auditors' Report	Page 9
Statement of Operations	Page 10
Balance Sheet	Page 11
Cash Flow Statement	Page 12
Statement of Changes to Shareholder Equity	Page 13
Notes to Financial Statements	Page 14



ITEM 6: Issuer's Business, Products & Facilities

A: Description of Issuer's Business Operations:

Serving India and South East Asia, Groupe Athena has been serving companies abroad in obtaining FDA approval for pharmaceuticals, medical products and devices for export to America. The goal is to ensure each of our clients passes FDA inspection by assisting them from concept through development, with consultation through all the regulatory requirements, filings, and processes to achieve FDA compliance and approval. Net revenues for the year ended June 30, 2013 were \$56,457,443 and net income was \$5,440,694.

B: Date & State of Incorporation

Groupe Athena, Inc was originally incorporated in the State of New Jersey in June 2008.

C: Issuer's Primary SIC Code:

The Issuer's primary SIC Code is 8999.

D: Issuer's Fiscal Year & Date:

The fiscal year end date is June 30.

E: Principal Products or Services and their markets:

Groupe Athena, Inc. presently offers the following services:

- Analytical QC
- QA Functions
- Readiness for Inspections
- Compliance
- Validation
- Clinical Trial Management
- Regulatory/Legal
- Preparation of Regulatory Filings (IND's/PMA's/NDA's/ANDA's/510Ks etc)
- Compliance Assessments (GLP, GMP, GXP)
- Risk Assessments
- Mock FDA Audits



15c2-11 Information and Disclosure Statement

- Medical Device Support
- CMC Support
- GMP Training
- Facility Layout Consulting
- Utilities, Process, IT, Computer, and Cleaning Validation
- Training

All of the services are provided from the facilities located in Mumbai, India and the clients are various pharmaceutical companies based in India.

ITEM 7: Issuer's Facilities

The Issuer leases a 35,000 square foot industrial building located in Mumbai, India. The facility is equipped with state of the art laboratory and testing equipment predominately used for the services rendered but also includes four executive offices and an administrative office for accounting, customer service and sales functions.

In April 2012, the company acquired a 37,500 square foot facility in Nashik District, Maharashtra at a total cost of \$1.68 million. The facility is approximately 85 miles from the corporate offices in Mumbai and is an existing industrial facility. The company is in the process of obtaining various approvals from state, local & federal authorities for starting renovations. These approvals are expected by this fiscal year end following which it would take another year to renovate the facility to acceptable standards. The total cost is budgeted at \$3.50 million and is expected to be met from internal accruals.

Management's Discussion and Analysis or Plan of Operation

The management is pleased with the current financial position of the company. Revenues increased 29% compared to the corresponding period in 2012 and 26.67% year on year in keeping with forecasts. Operating income increased to \$ 8.96 million from \$7 million for the year ended June 30, 2013. **Net Income after taxes increased 32%** to \$5.44 million and the company's cash position stood at \$5.07 million after additions of \$1,442,549 to the asset base.

The company's order position is also healthy and management envisages total revenues of \$67.5 to \$70 million in the current year. This is mainly due to the fact that the Indian pharmaceutical industry is currently focusing on exports to the USA and a lot of companies are looking to get their products approved by the FDA for US sales. All these are potential clients and our Company has an advantage that due to the facilities being based in India, we are able to deliver quick feedback to our clients and there is a degree of comfort resulting in order generation.



15c2-11 Information and Disclosure Statement

The management is working aggressively to get all the permits and licenses to commence renovation of the facility in Nashik, Maharashtra. The time frame for completion of this project is 14 months from the time of getting all the permits required. The total estimate for the project is \$3.5 million and the management anticipates completing this with internal accruals without any need for dilution or debt.

As mentioned in previous updates, additions to equipment continue to result in savings and cost of revenues, as a percentage of revenues decreased to 66.7% from 67.51% in the previous year. As a result, operating margins increased to 15.86% from 15.71%. The management's focus remains to cap this cost at 60% of revenues after completion of the expansion project.

In the Board of Directors meeting held on 29th July, 2013, the management amended Article II, Section 5 of the Corporate By-laws to read as “ **Groupe Athena Inc. will have a minimum of 3 Directors**”

There are no off balance sheet arrangements at this time and all events have been duly recorded in the books.

ITEM 8A: Names of Officers, Directors and Control Persons

The following list sets forth the name, address, and position of each executive officer and director of the Issuer as of the date hereof:

<u>Name</u>	<u>Position</u>	<u>Shares</u>	<u>%</u>
Dipika Purohit 111 Remsen Avenue Avenel, NJ 07001	CEO	2,500,000	5.3%
Pooja Rajpurohit 111 Remsen Avenue Avenel, NJ 07001	Director	1,500,000	3.2%
Prakash Iyer 327 Makharia House Sardar V.P. Road, Khetwadi Mumbai 400004, India	Director	7,034,900	14.9%
Kalpathy Parameswaran 16 Foote Lane Morris Plains NJ 07950	Director	30,823,480	65.4%



ITEM 8B: Legal / Disciplinary History

1. A conviction in a criminal proceeding or named as a defendant in a pending criminal proceeding (excluding traffic violations and other minor offenses).

None

2. The entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, or banking activities.

None

3. A finding or judgment by a court of competent jurisdiction (in a civil action), the SEC, the CFTC, or a state securities regulator of a violation of federal or state securities or commodities law, which finding or judgment has not been reversed, or vacated.

None

4. The entry of an order by a self-regulatory organization that permanently or temporarily barred suspended or otherwise limited such person's involvement in any type of business or securities activities.

None

ITEM 8C: Beneficial Shareholders

The Issuer has only one beneficial shareholder owning more than 10% of the Issuer's equity securities:

Allianz Atlantis Partners LLC
16 Foote Lane
Morris Plains, NJ 07950
Managing Member: Kalpathy Parameswaran
Equity Ownership: 30,972,600 shares (65.7%)



ITEM 9: Third Party Providers

Legal Counsel:

Mr. Anthony Sarsano
4500 Cottage Place
Union City, NJ 07087
Tel: (201) 864-5825

Investor Relations Consultant:

Mr. Paul Cornell
Corporate Shareholder Relations, Inc
P O Box 204, Terra Ceia, FL 34250
Tel: (727) 365-4216
Website: www.totalpublicrelations.com
Email: info@totalpublicrelations.com

ITEM 10: ISSUER CERTIFICATION:

I, D. Purohit, certify that:

1. I have reviewed this quarterly disclosure statement dated April 9, 2013 of Groupe Athena Inc.,
2. Based on my knowledge, this disclosure statement does not contain any untrue statements of material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which the such statements were made, not misleading with respect to the period covered by this disclosure statement; and
3. Based on my knowledge, the financial statements, other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure document.

Dated: July 30, 2013

Certified by: /s/ D. Purohit
D. Purohit, Chief Executive Officer



Groupe Athena Inc.

AUDITED FINANCIAL STATEMENT

YEAR ENDED: JUNE 30, 2013

SALGIA & CO.

CHARTERED ACCOUNTANTS

1, Shankar Sambhu, Daulat Nagar,
Road No. 9, Borivli (E), Mumbai - 400 066.
Phone : 28918689 • Fax : 28915169
E-mail : mail@salgia.in / salgia@vsnl.net
Website : www.salgia.in



**The Board of Directors & Shareholders
Groupe Athena Inc.,
Mumbai, India.**

We have audited the accompanying balance sheet of **Groupe Athena Inc.** as of June 30, 2013 and the related statements of income, retained earnings & cash flows for the year then ended. 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 audit.

We conducted our audit in accordance with auditing standards generally accepted by the International Financial Reporting Standards (IFRS). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on test basis, evidence supporting the amounts and disclosures in the 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 audit provides 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 Groupe Athena Inc., as of June 30, 2013, and the result of its operations and its cash flows for the year then ended in conformity with accounting principles generally accepted by the International Financial Reporting Standards (IFRS).

For **Salgia & Co.**
Chartered Accountants

Salgia
(A. R. Salgia) Proprietor
M. No. 40565
FRN 108991W
29.07.2013





Groupe Athena Inc.

Statement of Operations	April 1 to June 30, 2013	April 1 to June 30, 2012	June 30 2013	June 30 2012	June 30 2011
Revenues	12,900,511	10,012,826	56,457,443	44,571,386	25,112,636
Operating Expenses					
Cost of Revenue	8,595,890	6,733,483	37,651,211	30,090,361	17,242,930
Sales & Marketing Expenses	1,705,316	1,283,990	7,656,405	6,009,906	3,228,573
General & Administrative Expenses	435,455	361,297	2,193,101	1,470,022	997,987
Total Operating Expenses	10,736,661	8,378,770	47,500,717	37,570,289	21,469,490
Operating Income / (Loss)	2,163,850	1,634,056	8,956,726	7,001,097	3,643,146
Depreciation & Amortization	663,597	503,676	2,491,080	1,778,480	1,209,785
Interest Expenses	-	-	-	-	1,178
Net Income / (Loss) before Income Taxes	1,500,253	1,130,380	6,465,646	5,222,617	2,432,183
Provision for Taxes	236,654	178,598	1,024,952	805,570	385,954
Net Income / (Loss) after Income Taxes	1,263,599	951,782	5,440,694	4,417,047	2,046,229
Weighted Average Shares Outstanding, basic & diluted	47,136,900	47,136,900	47,136,900	47,136,900	47,136,900
Net Earnings per Share, basic & diluted	0.03	0.02	0.12	0.09	0.04



Groupe Athena Inc.

Balance Sheet	June 30 2013	June 30 2012	June 30 2011
Current Assets			
Cash & Equivalents	225,871	192,675	172,892
Short Term Investments	4,846,334	610,925	516,529
Accounts Receivables	752,901	488,329	462,905
Inventories	29,536	28,902	24,780
Prepaid Expenses	905	1,275	902
Deposits	4,431,641	2,481,266	1,091,218
Total Current Assets	10,287,188	3,803,372	2,269,226
Fixed Assets			
Property, Plant & Equipments - Gross	12,938,721	11,496,172	6,839,730
Less: Accumulated Depreciation	(7,477,228)	(4,986,148)	(3,207,668)
Property, Plant & Equipments - Net	5,461,493	6,510,024	3,632,062
Long Term Investments	25,000	25,000	25,000
Total Fixed Assets	5,486,493	6,535,024	3,657,062
Total Assets	15,773,681	10,338,396	5,926,288
Current Liabilities			
Accounts Payable	2,141	5,194	8,665
Accrued Expenses	584	723	629
Customer Advances	75,329	77,561	78,376
Other Current Liabilities	627	612	1,359
Total Current Liabilities	78,681	84,090	89,029
Total Liabilities	78,681	84,090	89,029
Common Stock	471,369	471,369	471,369
Additional Paid In Capital	1,885,476	1,885,476	1,885,476
Retained Earnings / (Deficit)	13,338,155	7,897,461	3,480,414
Total Equity	15,695,000	10,254,306	5,837,259
Total Liabilities & Shareholders' Equity	15,773,681	10,338,396	5,926,288
Common Shares Outstanding (Nos)	47,136,900	47,136,900	47,136,900



Groupe Athena Inc.

Statement of Cash Flows

	June 30 2013	June 30 2012
Net Income	5,440,694	4,417,047
Adjustments to reconcile net income to cash provided from operations		
Accounts Receivable	(264,572)	(25,424)
Inventories	(634)	(4,122)
Prepaid Expenses	370	(373)
Accounts Payable	(3,053)	(3,471)
Accrued Expenses	(139)	94
Customer Advances	(2,232)	(815)
Other Current Liabilities	15	(747)
Net Cash Provided by Operating Activities	5,170,449	4,382,189
Investing Activities		
Machinery & Equipment	(1,442,549)	(4,656,442)
Depreciation	2,491,080	1,778,480
Long Term Investments	-	-
Short Term Investments	(4,235,409)	(94,396)
Deposits	(1,950,375)	(1,390,048)
Net Cash Provided by Investing Activities	(5,137,253)	(4,362,406)
Financing Activities		
Short Term Debt	-	-
Common Stock	-	-
Net Cash Provided by Financing Activities	-	-
Net Cash Increase for the year	33,196	19,783
Cash at Beginning of year	192,675	172,892
Cash at end of year	225,871	192,675



Groupe Athena, Inc.

Statements of Changes to Shareholder Equity

	<u>Amount (\$)</u>
Balance as at March 31, 2013	14,431,401
Net Income	<u>1,263,599</u>
Ending Balance as at June 30, 2013	<u>15,695,000</u>



**Groupe Athena Inc.
Notes to Financial Statements**

NOTE A - ORGANIZATION AND NATURE OF ACTIVITIES

Groupe Athena Inc. was incorporated in June 2008 and began operations on July 1, 2008. Groupe Athena Inc. (the “Company”) is a research and testing organization and helps various pharmaceutical companies in India to get regulatory approvals and facilitate exports of pharmaceuticals to the United States.

The company has a research and marketing facility in India, employing 18 consultants and marketing personnel. The company is working towards aggressively expanding its presence in the Indian pharmaceutical industry and has various contracts on hand currently.

The Company is currently engaged in and devotes considerable time to financial planning, recruiting and training sales personnel and establishing a market presence for its services. Though revenues are increasing at a brisk pace, the management believes that a significant market presence and sales account base has yet to be achieved.

The board of directors has the authority, without action by the Company's stockholders, to provide for the issuance of preferred stock in one or more classes or series and to designate the rights, preferences and privileges of each class or series, which may be greater than the rights of the common stock.

NOTE B -SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation

The Company has prepared the financial statements in accordance with the International Financial Reporting Standards (IFRS). **The company has changed its accounting method from GAAP to IFRS in June 2012 and has restated its accounts for the years ending 2009, 2010, 2011 & 2012. Accordingly, the figures for June 2012 have been restated as per the IFRS though no reconciliation statement has been presented hereto for that period.**

Cash, Equivalents & Short Term Investments

These assets consist of highly liquid investments, which are readily convertible into cash and have maturities of three months or less. The Company places its temporary cash investments with financial institutions and limits the amount of credit exposure to any one financial institution. Interest Income for the period ending June 30, 2013 was \$10,191 and has been included in revenues. Interest earned for the year ending June 30, 2013 was \$30,010.



15c2-11 Information and Disclosure Statement

Accounts Receivable

Allowance for Doubtful Accounts --The Company maintains reserves on customer accounts where estimated losses may result from the inability of its customers to make required payments. These reserves are determined based on a number of factors, including the current financial condition of specific customers, the age of accounts receivable balances and historical loss rate.

Inventory

Inventories are stated at the lower of cost or market, cost being determined under the first-in, first-out method. The Company periodically reviews inventories and items considered outdated or obsolete are reduced to their estimated net realizable value.

Share capital

On July 1, 2009 the company announced a forward split of 20 shares for every share held. This increased the number of shares outstanding from 2,356.845 shares to 47,136,900 shares outstanding.

The management is pleased to announce that the company has complied with all the requirements of the various regulatory agencies and the shares of the company were listed on pinksheets.com in April, 2010. The ticker symbol of the company is "GATA". On April 4, 2011 the company got eligibility from the Depository Trust Company to allow electronic quotes and trading.

Machinery and Equipment

Machinery and equipment is stated at cost, net of accumulated depreciation and amortization, which is computed using the straight-line method over the estimated useful lives of the related assets of three to five years. Expenditures for maintenance and repairs are charged to expense as incurred. Major improvements that extend the lives of assets are capitalized. Any gain or loss on disposition of assets is recognized currently. Accumulated Depreciation was \$7,477,228 as at June 30, 2013.

Impairment of Long-Lived Assets

The Company reviews long-lived assets for impairments whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. Recoverability of assets to be held and used is measured by a comparison of the carrying amount of an asset to future undiscounted cash flows expected to be generated by the asset. If such assets are considered to be impaired, the impairment to be recognized is measured by the amount by which the asset exceeds the fair value. Assets to be disposed of are reported at the lower of the carrying amount or fair value less costs to sell. The Company has not recognized any impairment losses through June 30, 2013.



15c2-11 Information and Disclosure Statement

Income Taxes

The Company accounts for income taxes in accordance with the provisions of the IFRS. Income tax expense is based on pretax financial accounting income. Deferred tax assets and liabilities are recognized for the expected tax consequences of temporary differences between the tax basis of assets and liabilities and their reported amounts using enacted rates in effect for the year in which the differences are expected to reverse. A valuation allowance is recorded for deferred tax assets if it is more likely than not that some portion or all of the deferred tax assets will not be realized.

Revenue Recognition

The Company sells its services to pharmaceutical manufacturers. The Company recognizes revenue when the evidence of an arrangement exists, pricing is fixed and determinable, collection is reasonably assured, and the rendering of the services has commenced. Payment is due as per the contracts the company has entered into and no service is rendered until the client has given an advance.

Deferred Financing Costs

Costs incurred to obtain financing have been written off as expenses in the year they were incurred.

Advertising

Advertising costs are charged to expense as incurred, and are included in selling and marketing expenses. Advertising expense for the period ending June 30, 2013 was \$265,148 and for the fiscal year ending June 30, 2013 was \$1,209,059.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted by the IFRS requires management to make estimates and assumptions that affect the amounts reported in its financial statements and accompanying notes. Actual results could differ from those estimates.

Fair Value of Financial Instruments

The Company's financial instruments consist primarily of cash, accounts receivable, accounts payable, accrued liabilities and loans and notes payable. The carrying amounts of such financial instruments approximate their respective estimated fair value due to the short-term maturities and approximate market interest rates of these instruments. The estimated fair value is not necessarily indicative of the amounts the Company would realize in a current market exchange or from future earnings or cash flows.



15c2-11 Information and Disclosure Statement

Compensated Absences

The Company does not accrue for compensated absences and recognizes the costs of compensated absences when paid to employees. Accordingly, no liability for such absences has been recorded in the accompanying consolidated financial statements. Management believes the effect of this policy is not material to the accompanying financial statements.

NOTE C - INVENTORY

The components of inventory as of June 30, 2013

Supplies & Consumables	\$29,536
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NOTE D – SHORT TERM DEBT

As of June 30, 2013 the company had no debt outstanding.

NOTE E- COMMITMENTS AND CONTINGENCIES

Operating Lease Commitments

The Company leases office space under operating leases expiring at various dates through 2014. In the normal course of business, operating leases are generally renewed or replaced by other leases. Rent expense for the period ending June 30, 2013 was \$60,161 and for the fiscal year ending June 30, 2013 was \$242,487.

CERTIFICATION

I, D. Purohit, Chairman of the Board and President of Groupe Athena Inc., hereby certify that the financial statements filed herewith and the attached notes, fairly present, in all material respects, the financial position as of June 30, 2013 and the results of operations and cash flows for the year ending June 30, 2013 in conformity with accounting principles generally accepted by the IFRS, as consistently applied.

Dated this 29th day of July, 2013

-sd-

D. Purohit,
CEO