

Edgar Filing: 9278 COMMUNICATIONS INC - Form NT 10-K

9278 COMMUNICATIONS INC  
Form NT 10-K  
March 30, 2001

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

FORM 12B-25

SEC FILE NUMBER: 333-37654

CUSIP NUMBER: 65440W 10 0

NOTIFICATION OF LATE FILING

(Check One):  Form 10-K and Form 10-KSB     Form 11-K     Form 20-F  
 Form 10-Q and Form 10-QSB     Form N-SAR

For Period Ended: December 31, 2000

Transition Report on Form 10-K and Form 10-KSB     Transition Report on Form 10-Q and Form  
 Transition Report on Form 20-F     Transition Report on Form N-SAR  
 Transition Report on Form 11-K

For the Transition Period Ended: \_\_\_\_\_

Read Attached Instruction Sheet Before Preparing Form. Please Print or Type.

Nothing in this form shall be construed to imply that the Commission has verified any information contained herein.

If the notification relates to a portion of the filing checked above, identify the Item(s) to which notification relates: \_\_\_\_\_

PART I. REGISTRANT INFORMATION

Full Name of Registrant: 9278 COMMUNICATIONS, INC.  
\_\_\_\_\_

Former Name If Applicable: N/A  
\_\_\_\_\_

Address of Principal Executive Office (Street and Number): 1942 Williamsbridge Road  
\_\_\_\_\_

City, State and Zip Code: Bronx, New York 10461  
\_\_\_\_\_

PART II. RULE 12B-25 (B) AND (C)

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If the subject report could not be filed without unreasonable effort or expense and the Registrant seeks relief pursuant to Rule 12b-25(b), the following should be completed. (Check box if appropriate.)

- (a) The reasons described in reasonable detail in Part III of this form could not be eliminated without unreasonable effort or expense;
- (b) The subject annual report, semi-annual report, transition report on Forms 10-K, 10-KSB, 20-F, 11-K or Form N-SAR, or portion thereof will be filed on or before the 15th calendar day following the prescribed due date; or the subject quarterly report or transition report on Form 10-Q, or 10-QSB, or portion thereof will be filed on or before the fifth calendar day following the prescribed due date; and
- (c) The accountant's statement or other exhibit required by Rule 12b-25(c) has been attached if applicable.

PART III. NARRATIVE

State below in reasonable detail the reasons why Forms 10-K, 10-KSB, 11-K, 20-F, 10-Q, 10-QSB, N-SAR or the transition report or portion thereof could not be filed within the prescribed time period. (Attach extra sheets if needed.)

9278 Communications, Inc. (the "Company") is not able to file its Annual Report on Form 10-KSB for the year ended December 31, 2000 on or prior to March 31, 2001 because a substantial acquisition completed by the Company in December 2000 and the recent resignation of the Company's Chief Financial Officer have made it impossible to compile the necessary financial information on a timely basis and without unreasonable effort or expense.

PART IV. OTHER INFORMATION

(1) Name and telephone number of person to contact in regard to this notification.

|               |             |                    |
|---------------|-------------|--------------------|
| Sajid Kapadia | (718)       | 887-9278           |
| -----         |             |                    |
| (Name)        | (Area code) | (Telephone number) |

(2) Have all other periodic reports required under Section 13 or 15(d) of the Securities Exchange Act of 1934 or Section 30 of the Investment Company Act of 1940 during the preceding 12 months or for such shorter period that the registrant was required to file such report(s) been filed? If the answer is no, identify report(s).

Yes       No

(3) Is it anticipated that any significant change in results of operations from the corresponding period for the last fiscal year will be reflected by the earnings statements to be included in the subject report or portion thereof?

Yes       No

If so: attach an explanation of the anticipated change, both narratively and quantitatively, and, if appropriate, state the reasons why a reasonable estimate of the results cannot be made.

It is anticipated that the Company will have a significant net loss for

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2000, approximating \$3,000,000, based upon the Company's recognition of significant expense for certain non-cash compensation to third parties and the recognition of significant expenses due to write-offs of goodwill and other non-operating expenses, substantially all of which are expected to be non-recurring.

9278 COMMUNICATIONS, INC.

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(Name of Registrant as specified in charter)

has caused this notification to be signed on its behalf by the undersigned thereunto duly authorized.

Date: March 30, 2001

By: /s/ Sajid Kapadia

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Name: Sajid Kapadia

Title: Chairman and Chief Executive Officer

ATTENTION

Intentional misstatements or omissions of fact constitute Federal criminal violations (see 18 U.S.C. 1001).