

Edgar Filing: NEOMEDIA TECHNOLOGIES INC - Form NT 10-Q

NEOMEDIA TECHNOLOGIES INC
Form NT 10-Q
May 17, 2004

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

FORM 12b-25

NOTIFICATION OF LATE FILING

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

For Period Ended: March 31, 2004

| | |
|--|-----------------|
| <input type="checkbox"/> Transition Report on Form 10-K | SEC FILE NUMBER |
| <input type="checkbox"/> Transition Report on Form 20-F | 0-21743 |
| <input type="checkbox"/> Transition Report on Form 11-K | |
| <input type="checkbox"/> Transition Report on Form 10-Q | CUSIP NUMBER |
| <input type="checkbox"/> Transition Report on Form N-SAR | 640505103 |

For the Transition Period Ended:

Read Instruction (on back page) 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 the notification relates:

PART I - REGISTRANT INFORMATION

NEOMEDIA TECHNOLOGIES, INC.

Full Name of Registrant

Former Name if Applicable

2201 Second Street, Suite 402

Address of Principal Executive Office (Street and Number)

Fort Myers, FL 33901

City, State and Zip Code

PART II - RULES 12B-25(B) AND (C)

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;

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- (b) The subject annual report, semi-annual report, transition report on Form 10-K, Form 20-F, I I-K, Form N-SAR, or portion thereof, will be filed on or before the fifteenth calendar day following the prescribed due date; or the subject quarterly report of transition report on Form 10-Q, 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 the Form 10-K, 11-K, 10-Q, N-SAR, or the transition report or portion thereof, could not be filed within the prescribed time period. (Attach Extra Sheets if Needed)

Due to unforeseen circumstances, we require additional time to complete the preparation of our financial information and respectfully request an extension.

PART IV - OTHER INFORMATION

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

| | | |
|----------------|-------------|--------------------|
| David A. Dodge | 239 | 337-3434 |
| ----- | ----- | ----- |
| (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 reports) been filed? If 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.

NEOMEDIA TECHNOLOGIES, INC.
(Name of Registrant as Specified in Charter)

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

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Date: May 17, 2004

By: /s/ David A. Dodge

David A. Dodge, Chief Financial Officer

INSTRUCTION: The form may be signed by an executive officer of the registrant or by any other duly authorized representative. The name and title of the person signing the form shall be typed or printed beneath the signature. If the statement is signed on behalf of the registrant by an authorized representative (other than an executive officer), evidence of the representative's authority to sign on behalf of the registrant shall be filed with the form.

ATTENTION

Intentional misstatements or omissions of fact constitute Federal Criminal Violations (See 18 U.S.C. 1001).

PART IV - ITEM (3) - EXPLANATION OF RESPONSE

The Company is currently evaluating the accounting treatment of a debt-related financing entered into during the three months ended March 31, 2004. The treatment could have a potential impact of \$1.6 million increase to the Company's net loss for the three months ended March 31, 2004. In the absence of this adjustment, net loss would not differ materially from the three months ended March 31, 2003. The Company has not yet determined whether the adjustment will be made.