

MOTIVE INC
Form NT 10-Q
November 14, 2005
(Check One):

UNITED STATES

OMB APPROVAL
OMB Number: 3235-0058

SECURITIES AND EXCHANGE COMMISSION

Expires: March 31, 2006

Washington, D.C. 20549

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FORM 12b-25

SEC FILE NUMBER

CUSIP NUMBER

Form 10-K

Form 20-F

Form 11-K

Form 10-Q

Form 10-D

Form N-SAR

Form N-CSR

NOTIFICATION OF LATE FILING

For Period Ended: September 30, 2005

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

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

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Motive, Inc.
Full Name of Registrant

Motive Communications, Inc.
Former Name if Applicable

12515 Research Boulevard, Building 5
Address of Principal Executive Office (*Street and Number*)

Austin, Texas 78759-2220
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;
- .. (b) The subject annual report, semi-annual report, transition report on Form 10-K, Form 20-F, Form 11-K, Form N-SAR or Form N-CSR or portion thereof, will be filed on or before the fifteenth calendar day following the prescribed due date; or the subject quarterly report or transition report on Form 10-Q, or subject distribution report on Form 10-D, 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, 20-F, 11-K, 10-Q, 10-D, N-SAR, N-CSR, or the transition report or portion thereof, could not be filed within the prescribed time period.

Motive, Inc. (the Company) is unable to file its quarterly report on Form 10-Q for the quarter ended September 30, 2005 within the time period prescribed for such report.

The Audit Committee of the Company's Board of Directors is conducting a review of the Company's revenue recognition related to certain reseller transactions, and intends to engage external counsel and other advisors to assist in such review. As a result of the Audit Committee's review, the Company is unable to complete the preparation of such quarterly report without unreasonable effort or expense. The Company anticipates that it will file its quarterly report on Form 10-Q for the quarter ended September 30, 2005 upon the completion of the Audit Committee's review.

PART IV OTHER INFORMATION

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

Paul M. Baker
(Name)

(512)
(Area Code)

339-8335
(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 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.

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Motive, Inc.
(Name of Registrant as Specified in Charter)

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

Date November 14, 2005

By /s/ Paul M. Baker
Paul M. Baker

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).