

MPHASE TECHNOLOGIES INC
Form NT 10-K
September 29, 2015

OMB APPROVAL
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UNITED STATES

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SECURITIES AND EXCHANGE COMMISSION

SEC FILE NUMBER
000-30202

Washington, D.C. 20549

CUSIP NUMBER

FORM 12b-25

NOTIFICATION OF LATE FILING

(Check one):
 Form 10-K Form 20-F
 Form 11-K Form 10-Q
 Form 10-D Form N-SAR
 Form N-CSR

For Period Ended: June 30, 2015

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

mPhase Technologies, Inc.

Full Name of Registrant

Former Name if Applicable

777 Passaic Avenue, Suite 375

Address of Principal Executive Office (*Street and Number*)

Clifton, New Jersey, 07012

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;

The subject annual report, semi-annual report, transition report on Form 10-K, Form 20-F, 11-K, Form N-SAR, or N-CSR, or portion thereof, will be filed on or before the fifteenth calendar day following the prescribed due date;

(b) or the subject quarterly report of 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 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 portion thereof, could not be filed within the prescribed time period.

The Company and its Registered Accounting Firm need additional time to review all the information contained in the filing and allow for an orderly completion of the document.

SEC 1344 **Persons who are to respond to the collection of information contained in this form are not**
(03-05) **required to respond unless the form displays a currently valid OMB control number.**

(Attach extra Sheets if Needed)

PART IV — OTHER INFORMATION

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

Martin Smiley, CFO 973 256-3737
(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 answer is no, identify report(s).

(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?

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.

mPhase 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.

Date: September 29, 2015 By: /s/ Martin Smiley

Name: Martin Smiley

Title: Chief Financial Officer