

Edgar Filing: Cryoport, Inc. - Form NT 10-Q

Cryoport, Inc.  
Form NT 10-Q  
August 14, 2009

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APPROVAL  
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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 10-D   ☐ Form N-SAR  
                  ☐ Form N-CSR

For Period Ended:                      June 30, 2009

- ☐ 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: \_\_\_\_\_

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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

CryoPort, Inc.

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Full Name of Registrant

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Former Name if Applicable

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20382 Barents Sea Circle

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Address of Principal Executive Office (Street and Number)

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Lake Forest, California 92630

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City, State and Zip Code

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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 reason 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 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.

The Cryoport, Inc. (the "Company") is in process of completing the Company's Quarterly Report on Form 10-Q (the "Form 10-Q"), however, due to the recent transition of the Chief Financial Officer position, the Company requires additional time to complete the financial statements required by the Form 10-Q. As a result, the Company will not be able to timely file the Form 10-Q without unreasonable effort and expense. The Company anticipates it will be able to file the Form 10-Q within the extension period permitted by this filing.

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

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PART IV — OTHER INFORMATION

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

Catherine M. Doll  
(Name)

949  
(Area Code)

470-2300  
(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.

Due to the adoption of a new accounting pronouncement during the first quarter of fiscal 2010, the Company expects to record net income for the three months ended June 30, 2009. This significant increase from the three months ended June 30, 2008 is directly related to the change in the fair value of the derivative liabilities set up during the quarter ended June 30, 2009. Variation in the Company's common stock price impacts fair value of the derivative liabilities and the non-cash gain or loss recorded in the period. Consequently, the amount of such non-cash gain or loss may be material from period to period.

CryoPort, 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 hereunto duly authorized.

Date: August 14, 2009

By: /s/ Larry G. Stambaugh  
Larry G. Stambaugh

Chairman, Chief Executive Officer,  
President