

Edgar Filing: REUNION INDUSTRIES INC - Form NT 10-K

REUNION INDUSTRIES INC
Form NT 10-K
April 01, 2002

U.S. SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 12b-25

NOTIFICATION OF LATE FILING

(Check One):

☒ Form 10-K and Form 10-KSB ☐ Form 20-F ☐ Form 11-K ☐ Form 10-Q and
Form 10-QSB ☐ Form N-SAR

For Period Ended:

December 31, 2001

☐ 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 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 the notification relates:

PART I - REGISTRANT INFORMATION

Full Name of Registrant:

Reunion Industries, Inc.

Address of Principal Executive Office (Street and Number):

11 Stanwix Street, Suite 1400

City, State and Zip Code:

Pittsburgh, PA 15222

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

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following should be completed.

(Check box if appropriate)

- ☒ (a) The reasons described in reasonable detail in Part III of this Form 12b-25 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, 11-K or 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 or 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 Form 10-K and Form 10-KSB, 20-F, 11-K, 10-Q and Form 10-QSB, N-SAR or the transition report or portion thereof could not be filed within the prescribed period.

As part of the Company's plan to restructure its continuing operations and address its current liquidity problems, the Company's management has been negotiating several transactions, including sales of assets and businesses and an extension of its overadvance availability under its financing arrangement with Bank of America. The outcomes of these negotiations, which are expected to be known within days following the April 1, 2002 due date of the Company's annual report on Form 10-K for the year ended December 31, 2001, will likely significantly impact the disclosures in such report. Additionally, these negotiations have resulted in a reallocation of resources that has caused the Company to experience delays in assembling data and finalizing accounting matters for its annual report on Form 10-K. As a result, the Company is unable to complete and file its annual report on Form 10-K by the prescribed date without unreasonable effort or expense. Pursuant to Rule 12b-25 of the Securities Exchange Act of 1934, the Company respectfully requests a fifteen-day extension to file its annual report on Form 10-K for year ended December 31, 2001.

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PART IV - OTHER INFORMATION

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

John M. Froehlich, Executive V.P., Chief Financial Officer,
Treasurer and Assistant Secretary
(412) 281-2111

- (2) Have all other periodic reports required under section 13 or 15(d) of the Securities and Exchange Act of 1934 or section 30 of the Investment Company Act of 1940 during the preceding 12 months or for

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such shorter period that the registrant was required to file such report(s) been filed? If the answer is no, identify reports.

☒ 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.

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

Date April 1, 2002

By /s/ John M. Froehlich

John M. Froehlich
Executive V.P., Chief Financial Officer,
Treasurer and Assistant Secretary
(chief financial and
accounting officer)