

Steel Connect, Inc.  
Form NT 10-K  
October 16, 2018

SEC FILE NUMBER  
001-35319  
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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 10D  
Form N-SAR Form N-CSR

For Period Ended: July 31, 2018

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**

Steel Connect, Inc.  
Full Name of Registrant

Former Name if Applicable

1601 Trapelo Road, Suite 170  
Address of Principal Executive Office (*Street and Number*)

**Waltham, Massachusetts 02451**  
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 reason 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, 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
- (b) 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.

**Steel Connect, Inc. (the "Company") is unable to file its Annual Report on Form 10-K for the period ended July 31, 2018 (the "Report") without unreasonable effort or expense due to delays in finalizing its Accrued Pricing liability which has remained unadjusted since the fiscal period ending July 31, 2015. The Company expects to be able to file the Report on or before the 15th calendar day following its original prescribed due date.**

PART IV  
OTHER INFORMATION

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

**Louis J. Belardi (781) 663-5093**  
(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).  
 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.

**Response to (3):**

**The changes in results of operations from the corresponding period for the last fiscal year will reflect a significant increase in Net Revenues and significant reduction in Operating Loss, which is primarily due to the Company's acquisition of IWCO Direct Holdings, Inc. in December 2017.**

**Steel Connect, 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 October 16, 2018 By /s/ Louis J. Belardi  
Name: Louis J. Belardi  
Title: Chief Financial Officer