

Edgar Filing: BIOENVISION INC - Form NT 10-K

BIOENVISION INC  
Form NT 10-K  
September 28, 2005

SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

FORM 12b-25  
Notification of Late Filing

Commission File Number 001-31787

(Check One)

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

For period ended June 30, 2005

- ☐ Transition Report on Form 10-K and Form 10-KSB  
☐ Transition Report on Form 20-F  
☐ Transition Report on Form 11-K  
☐ Transition Report on Form 10-Q and Form 10-QSB  
☐ Transition Report on Form N-SAR

For the transition period ended:

Not Applicable

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:

Not Applicable

REGISTRANT INFORMATION

|                                        |                             |
|----------------------------------------|-----------------------------|
| Full name of registrant:               | Bioenvision, Inc.           |
| Address of principal executive office: | 345 Park Avenue, 41st Floor |
| City, State and Zip Code:              | New York, NY 10154          |

PART II  
RULE 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 appropriate box.)

- ☒ (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 Forms 10-K, 10-KSB, 20-F, 11-K, or Form N-SAR, or portion thereof will be filed on or before the 15th calendar day following the prescribed due date;

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or the subject quarterly report or transition report on Form 10-Q, 10-QSB, 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 reason why Forms 10-K, 10-KSB, 11-K, 20-F, 10-Q, 10-QSB, N-SAR, or the transition report portion thereof could not be filed within the prescribed time period. (Attach extra sheets if needed.)

The Company requires additional time to complete its financial statements for the fiscal year ended June 30, 2005 to be included in its annual report on form 10-KSB which was due to be filed on September 28, 2005, due to the fact that the Company recently received information which has caused it to focus upon the manner in which it has recorded revenues and accounts receivables related to one of the Company's co-development partners. The Company continues to dedicate significant resources to the completion of these activities and the Form 10-KSB and expects to file the Form 10-KSB by October 13, 2005.

### PART IV OTHER INFORMATION

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

David P. Luci, CFO and General Counsel (212) 750-6700

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(Name) (Area Code) (Telephone Number)

(2) Have all other periodic reports required under Section 13 or 15(d) or 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 the 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 reason why a reasonable estimate of the results cannot be made.

Bioenvision, 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 thereunto duly authorized.

Date: September 28, 2005

By: /s/ David P. Luci

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David P. Luci, CFO and General Counsel