

ASURE SOFTWARE INC
Form NT 10-K
March 19, 2019

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 12b-25

NOTIFICATION OF LATE FILING

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

For Period
Ended:

December
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

Asure Software, Inc.
Full Name of Registrant

N/A
Former Name if Applicable

3700 N. Capital of Texas Hwy, Suite 350
Address of Principal Executive Office (Street and Number)

Austin, Texas 78746
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. (Checkbox 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.

Asure Software, Inc. (the “Company”) is unable to file, without unreasonable effort and expense, its Annual Report on Form 10-K for the year ended December 31, 2018 by the due date of March 18, 2019. The principal reason for the delay is that additional time is needed to finalize management’s assessment and the audit of the effectiveness of the Company’s internal control over financial reporting as of December 31, 2018. Accordingly, the Company’s independent registered accounting firm has not yet completed its integrated audit. The Company currently does not expect to report any changes to its financial results, including those previously included in its press release furnished as Exhibit 99.1 to the Company’s Current Report on Form 8-K filed with the SEC on March 14, 2019.

PART IV — OTHER INFORMATION

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

Kelyn Brannon 512 437-2700
(Name) (Area Code) (Telephone Number)

Have all other periodic reports required under Section 13 or 15(d) of the Securities Exchange Act of 1934 or (2) 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.

Asure Software, 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 March 19, 2019 By/s/Kelyn Brannon
Kelyn Brannon
Chief Financial Officer

INSTRUCTION: The Form may be signed by an executive officer of the registrant or by any other duly authorized representative. The name and title of the person signing the Form shall be typed or printed beneath the signature. If the statement is signed on behalf of the registrant by an authorized representative (other than an executive officer), evidence of the representative's authority to sign on behalf of the registrant shall be filed with the Form.

ATTENTION

Intentional misstatements or omissions of fact constitute Federal Criminal Violations (See 18 U.S.C. 1001).