# Edgar Filing: I TRAX INC - Form NT 10-K

I TRAX INC Form NT 10-K April 02, 2002

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 FORM 12b-25

SEC File No. 0-30275CUSIP No. 45069D 10 4

	NOTIFICATION	I OF LATE FILING	
(Check One):	[ ] Form N-SAR	Form 20-F [ ] Form 11-K [ ] Form 10-Q  December 31, 2001	
	[ ] Transition Report For the Transition Pe	on Form 20-F on Form 11-K on Form 10-Q on Form N-SAR	
Read Insti		e Preparing Form. Please Print or Type.	
		l to imply that the Commission has	
the Item(s)	to which the notification r	on of the filing checked above, identify relates:	
PART I RE	GISTRANT INFORMATION		
Full Name of Registrant:		I-TRAX, INC.	
	if Applicable		
(Street and	·	One Logan Square, 130 N. 18th Street, Suite 2615	
	_	Philadelphia, PA 19103	
If the subject and the region	strant seeks relief pursuand. (Check box if appropriate  (a) The reasons described if form could not be eliminate	n reasonable detail in Part III of this ed without unreasonable effort or expense;	
	on Form 10-K, Form 20-F,11-be filed on or before the f prescribed due date; or the	ert, semi-annual report, transition report K or Form N-SAR, or portion thereof, will differenth calendar day following the subject quarterly report of transition thereof will be filed on or before	

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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.

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PART III -- NARRATIVE

State below in reasonable detail the reasons why Forms 10-K, 20-F, 11-K, 10-Q, N-SAR, or the transition report portion thereof, could not be filed within the prescribed time period.

The registrant requires additional time to complete pro-forma financial statements reflecting the acquisition of WellComm Group, Inc. closed on February 6, 2002, which pro-forma financial statements will be disclosed as a subsequent event in the Registrant's financial statement included in the Form 10-KSB.

PART IV-- OTHER INFORMATION

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

Anthony Tomaro	(215)	557-7488 x 108
(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). [X] 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?
[X] 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.

For the year ended December 31, 2001, the Registrant expects to report a net loss of approximately \$14.3 million as compared to a net loss of approximately \$6.4 million for the year ended December 31, 2000. The material increase in the net loss is primarily attributable to non-cash expenses incurred by the Registrant as a result of stock and warrant issuances in exchange for services.

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#### I-TRAX, 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: April 2, 2002 By: /s/ Anthony Tomaro

Chief Financial Officer

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INSTRUCTION: The form may be signed by an executive officer of the registrant of 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

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

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#### General Instructions

1. This form is required by Rule 12b-25 (17 CFR 240.12b-25) of the General Rules and Regulations under the Securities Exchange Act of 1934.

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- 2. One signed original and four conformed copies of this form and amendments thereto must be completed and filed with the Securities and Exchange Commission, Washington, D.C. 20549, in accordance with Rule 0-3 of the General Rules and Regulations under the Act. The information contained in or filed with the form will be made a matter of public record in the Commission files.
- 3. A manually signed copy of the form and amendments thereto shall be filed with each national securities exchange on which any class of securities of the registrant is registered.
- 4. Amendments to the notifications must also be filed on form 12b-25 but need not restate information that has been correctly furnished. The form shall be clearly identified as an amended notification.
- 5. Electronic filers. This form shall not be used by electronic filers unable to timely file a report solely due to electronic difficulties. Filers unable to submit a report within the time period prescribed due to difficulties in electronic filing should comply with either Rule 201 or Rule 202 of Regulation S-T (ss.232.201 or ss.232.202 of this chapter) or apply for an adjustment in filing date pursuant to Rule 13(b) of Regulation S-T (ss.232.13(b) of this Chapter).