

SECURITIES AND EXCHANGE COMMISSION

FORM NT 10-Q

Notice under Rule 12b25 of inability to timely file all or part of a form 10-Q or 10-QSB

Filing Date: **2013-01-14** | Period of Report: **2012-11-30**
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FILER

XODTEC LED, INC.

CIK: **1407704** | IRS No.: **208009362** | State of Incorporation: **NV** | Fiscal Year End: **0317**
Type: **NT 10-Q** | Act: **34** | File No.: **333-148005** | Film No.: **13528327**
SIC: **3640** Electric lighting & wiring equipment

Mailing Address

*112 NORTH CURRY STREET
CARSON CITY NV 89703*

Business Address

*112 NORTH CURRY STREET
CARSON CITY NV 89703
(775) 321-1013*

**PART III
NARRATIVE**

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

The compilation, dissemination and review of the information required to be presented in the Form 10-Q for the relevant period has imposed time constraints that have rendered timely filing of the Form 10-Q impracticable without undue hardship and expense to the registrant. The registrant undertakes the responsibility to file such report no later than five days after its original prescribed due date.

**PART IV
OTHER INFORMATION**

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

Terry Butler, Chief Executive Officer
(Name)

(267)
(Area Code)

350-6511
(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 the answer is no, identify report(s).

T 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?

T 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.

The Company's Annual Report on Form 10-Q for the quarter ended November 30, 2012 cannot be filed within the prescribed time period because the Company requires additional time for compilation and review to insure adequate disclosure of certain information required to be included in the Form 10-Q. During the nine months ended November 30, 2012, the Company disposed of its former business and, at November 30, 2012, is currently looking for a new business to acquire. The Company has not generated any revenue from operations for the three and nine months ended November 30, 2012. The operations of the Company's former businesses will be reflected as loss of entity that was spun off. The Company's Quarterly Report on Form 10-Q will be filed on or before the fifth calendar day following the prescribed due date.

Xodtec LED, Inc.
Name of Registrant as Specified in Charter.

Has caused this notification to be signed on its behalf by the undersigned thereunto duly authorized.

Date: January 14, 2013

By: /s/ Terry Butler

Name: Terry Butler

Title: Chief Executive Officer