

SECURITIES AND EXCHANGE COMMISSION

FORM NT 20-F

Notice under Rule 12b25 of inability to timely file all or part of an annual report of form 20-F

Filing Date: **2012-04-30** | Period of Report: **2011-12-31**
SEC Accession No. [0001193125-12-196354](#)

([HTML Version](#) on [secdatabase.com](#))

FILER

FRESEAS INC.

CIK: [1325159](#) | IRS No.: **000000000** | State of Incorporation: **1T** | Fiscal Year End: **1231**
Type: **NT 20-F** | Act: **34** | File No.: [000-51672](#) | Film No.: **12795776**
SIC: **4412** Deep sea foreign transportation of freight

Mailing Address

*10 ELEFThERIOU
VENIZELOU STREET
(PANEPISTIMIOU AVENUE)
ATHENS J3 10671*

Business Address

*10 ELEFThERIOU
VENIZELOU STREET
(PANEPISTIMIOU AVENUE)
ATHENS J3 10671
011-30-210-452-8770*

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

FORM 12b-25

NOTIFICATION OF LATE FILING

Commission File Number: 000-51672

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

For Period Ended: December 31, 2011

- 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 Transition Period Ended:

Read Attached Instruction Sheet 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**

Full Name of Registrant: FreeSeas Inc.

Former Name if Applicable:

Address of Principal Executive Office (*Street and Number*): 10 Eleftheriou Venizelou Street (Panepistimiou Avenue)

City, State and Zip Code: Athens GREECE 10671

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;
- (b) 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 15th calendar day following the 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 the reasons 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.

Due to very recent subsequent events occurrences, the Registrant requires additional time to complete the presentation of its financial statements including the analysis thereof and as a result its auditors to complete their annual audit in relation to its financial statements. Accordingly, the Registrant is unable to file such report within the prescribed time period without unreasonable effort or expense.

PART IV
OTHER INFORMATION

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

Alexandros Mylonas
(Name)

011-30-210-452-8770
(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 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 reasons why a reasonable estimate of the results cannot be made.

The Registrant expects to report a net loss of approximately \$88 million, or \$(13.88) per share, for the year ended December 31, 2011, as compared to a net loss of \$22 million, or \$(3.46) per share, for the year ended December 31, 2010. The increase in the net loss for the year ended December 31, 2011 as compared to 2010 resulted primarily from the impairment loss following the classification of certain vessels as "held for sale," the reduction in the Registrant's revenues attributable to a smaller fleet and a weaker time charter rate environment, and the impairment of the newbuildings' advances and certain capitalized expenses.

FreeSeas 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: April 30, 2012

By: /s/ Alexandros Mylonas

Alexandros Mylonas, 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).

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.
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 the 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 reports within the time period prescribed due to difficulties in electronic filing should comply with either Rule 201 or Rule 202 of Regulation S-T (§232.201 and §232.202 of this chapter) or apply for an adjustment in filing date pursuant to Rule 13(b) of Regulation S-T (§232.13(b) of this chapter).
6. Interactive data submissions. This form shall not be used by electronic filers with respect to the submission or posting of an Interactive Data File (§232.11 of this chapter). Electronic filers unable to submit or post an Interactive Data File within the time period prescribed should comply with either Rule 201 or 202 of Regulation S-T (§232.201 and §232.202 of this chapter).