

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: **2013-05-16** | Period of Report: **2013-03-31**
SEC Accession No. [0001078782-13-001004](#)

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FILER

Nevada Gold Holdings, Inc.

CIK: **1369203** | IRS No.: **203724068** | State of Incorporation: **DE** | Fiscal Year End: **1231**
Type: **NT 10-Q** | Act: **34** | File No.: **000-52636** | Film No.: **13850598**
SIC: **2080** Beverages

Mailing Address

1640 TERRACE WAY,
WALNUT CREEK, CA 94597

Business Address

1640 TERRACE WAY,
WALNUT CREEK, CA 94597
925-930-0100

SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 12b-25

Notification of Late Filing

SEC File Number: **000-52636**

CUSIP Number: **641267208**

(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: **March 31, 2013**

- 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:

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: **Nevada Gold Holdings, Inc.**

Address of Principal Executive Office: **800 E. Colorado Blvd.,
Suite 888**

City, State and Zip Code: **Pasadena, CA 91101**

Copy to:

Adam S. Gottbetter, Esq.
Gottbetter & Partners, LLP
488 Madison Avenue, 12th Floor
New York, NY 10022
Phone: (212) 400-6900
Facsimile: (212) 400-6901

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 box if appropriate)

<input checked="" type="checkbox"/>	(a) The reason described in reasonable detail in Part III of this form could not be eliminated without unreasonable effort or expense;
<input checked="" type="checkbox"/>	(b) The subject annual report, semi-annual report, transition report on Forms 10-K, 20-F, 11-K, Form N-SAR or Form N-CSR, or portion thereof will be filed on or before the fifteenth calendar day following the prescribed due date; or the subject quarterly report or transition report on Form 10-Q or portion thereof will be filed on or before the fifth calendar day following the prescribed due date; and
<input type="checkbox"/>	(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, 20-F, 11-K, 10-Q, Form N-SAR or Form N-CSR, or the transition report portion thereof, could not be filed within the prescribed time period. (Attach extra sheets if needed.)

The registrant is unable to file its Quarterly Report on Form 10-Q for the quarter ended March 31, 2013 (the "Report") by the prescribed date of May 15, 2013, without unreasonable effort or expense because the registrant needs additional time to complete certain disclosures and analyses to be included in the Report. The registrant intends to file its Report on or prior to the fifth calendar day following the prescribed due date.

PART IV—OTHER INFORMATION

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

Barrett S. DiPaolo (212) 400-6900
(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.

Three Months Ended March 31, 2013, compared to Three Months Ended March 31, 2012

Revenues and Other Income

During the three month period ended March 31, 2013, the Company remained in the developing stage and we did not realize any revenues from operations. Similarly, we have not realized any revenues from operations during the period from inception through March 31, 2013.

Expenses

Operating expenses, consisting entirely of general and administrative expenses, totaled \$370,898 in the three-month period ended March, 2013, compared to \$563,809 in the three-month period ended March 31, 2012, which consisted primarily of general and administrative expenses.

Net Losses

As a result of the foregoing, the Company incurred a net loss of \$376,329, or (\$0.01) per share, for the three months ended March 31, 2013, compared to a net loss of \$563,809, or (\$0.01) per share, for the corresponding period ended March 31, 2012.

The foregoing information is preliminary and unaudited and may be subject to change in the Report when filed.

Nevada Gold Holdings, Inc.

(Name of Registrant as Specified in Charter)

has caused this notification to be signed on its behalf by the undersigned heretofore duly authorized.

Date: May 16, 2013

By: /s/ Jimmy Wang
Name: Jimmy Wang
Title: Controller