

STONEMOR PARTNERS LP
Form NT 10-Q
November 13, 2018

SEC FILE NUMBER: 001-32270
CUSIP NUMBER: 86183Q 100

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

FORM 12b-25

NOTIFICATION OF LATE FILING

SEC FILE NUMBER: 001-32270
CUSIP NUMBER: 86183Q 100

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

For Period Ended: September 30, 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 the 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:

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PART I — REGISTRANT INFORMATION

StoneMor Partners L.P.

Full Name of Registrant

Former Name if Applicable

3600 Horizon Boulevard

Address of Principal Executive Office (Street and Number)

Treose, Pennsylvania 19053

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. (Check box if appropriate)

The reasons described in reasonable detail in Part III of this form could not be eliminated without unreasonable
(a) 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 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
(b)

(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.

StoneMor Partners L.P. (the "Partnership") was unable to file its Quarterly Report on Form 10-Q for the fiscal quarter ended September 30, 2018 (the "September 30 Form 10-Q") by the prescribed filing deadline (November 9, 2018) without unreasonable effort or expense because the preparation and filing of the Partnership's Annual Report on Form 10-K for the fiscal year ended December 31, 2017, which was filed on July 17, 2018, took longer than expected and, as a result, the Partnership has not yet been able to file its Quarterly Report on Form 10-Q for the fiscal quarter ended March 31, 2018 (the "March 31 Form 10-Q") or the fiscal quarter ended June 30, 2018 (the "June 30 Form 10-Q"). The Partnership is working to finalize its financial statements to be included in its March 31 Form 10-Q and June 30 Form 10-Q. In that regard, the September 30 Form 10-Q will not be filed until after the March 31 Form 10-Q and the June 30 Form 10-Q are filed. Accordingly, the Partnership was unable to file its September 30 Form 10-Q by the prescribed filing deadline (November 9, 2018) without unreasonable effort or expense. The Partnership will file the June 30 Form 10-Q as promptly as practicable after the March 31 Form 10-Q is filed and will file the September 30 Form 10-Q as promptly as practicable after the June 30 Form 10-Q is filed.

PART IV — OTHER INFORMATION

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

Mark L. Miller 215 826-2800
(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

The Partnership has not filed its March 31 Form 10-Q or its June 30 Form 10-Q.

Is it anticipated that any significant change in results of operations from the corresponding period for the last fiscal (3) 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.

Due to the focus on the completion of the March 31 Form 10-Q described in Part III above, the Partnership is not at a stage in the completion of its financial statements for the fiscal quarter ended September 30, 2018 that it can provide a reasonable estimate of the anticipated changes in results of operations from the quarter ended September 30, 2017.

Cautionary Note Regarding Forward-Looking Statements

Certain statements contained in this Form 12b-25, including, but not limited to, the timing of the filing of the March 31 Form 10-Q, the June 30 Form 10-Q and the September 30 Form 10-Q, are forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended (the "Exchange Act"). Generally, the words "believe," "may," "will," "estimate," "continue," "anticipate," "project," "expect," "predict" and similar expressions identify these forward-looking statements. These statements are based on management's current expectations and estimates. These statements are neither promises nor guarantees and are made subject to risks and uncertainties that could cause actual results to differ materially from those stated or implied by the forward-looking statements, including, without limitation, risks relating to the difficulty of predicting the timing of the completion of the Partnership's work necessary to finalize the March 31 Form 10-Q, the June 30 Form 10-Q and the September 30 Form 10-Q. Except as required under applicable law, the Partnership assumes no obligation to update or revise any forward-looking statements made herein or any other forward-looking statements made by it, whether as a result of new information, future events or otherwise.

STONEMOR PARTNERS L.P.

(Name of Registrant as Specified in Charter)

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

Date: November 13, 2018 By: StoneMor
GP LLC,
its
general
partner

By: /s/ Mark
L. Miller
Name: Mark L.
Miller
Title: Chief
Financial Officer
and Senior Vice
President