

INSIGNIA SOLUTIONS PLC

Form NT 10-Q

November 15, 2005



**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)

- ý
- (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 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

- (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.

The Registrant is unable to file its Quarterly Report on Form 10-Q for the quarter ended September 30, 2005 (the *Form 10-Q*) by the prescribed due date primarily due to the time and effort that was required to prepare the Registration Statement on Form S-1, as amended, filed with the Securities and Exchange Commission in October 2005, which delayed the preparation of the Company's quarterly results, as well as an unforeseen delay in processing results from the Company's overseas operations. The Registrant seeks relief pursuant to Rule 12b-25(b) with respect to the Form 10-Q. The Form 10-Q will be filed on or before the fifth calendar day following the prescribed due date.

**PART IV OTHER INFORMATION**

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

Richard M. Noling	(510)	360-3700
(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).

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.

**INSIGNIA SOLUTIONS plc**

(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 15, 2005

By: /s/ Richard M. Noling

Richard M. Noling  
Interim Chief Financial Officer

---

**Attachment A**

As reported in the Registrant's press release issued on November 10, 2005, the Registrant anticipates total revenues for its third quarter of 2005 to be approximately \$800,000 as compared to \$107,000 for the same period in 2004. The Registrant's preliminary expectations for its operating expenses for its third quarter of 2005 are between approximately \$1.95 million and \$2.30 million as compared to \$1.84 million for the same period in 2004.

The Registrant's results of operations for the quarter ended September 30, 2005 include the results of Mi4e Device Management AB, which the Registrant acquired on March 16, 2005.