

WWA GROUP INC
Form NT 10-Q
August 14, 2015

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

SEC File No: 000-26927

Washington, D.C. 20549

CUSIP No: 929360 10 5

FORM 12b-25

NOTIFICATION OF LATE FILING

(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:

June 30, 2015

- .. 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 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 1 -- REGISTRANT INFORMATION

WWA Group, Inc.
Full Name of Registrant

Former Name if Applicable

4570 South Eastern Ave., Suite 26-221
Address of Principal Executive Office (*Street and Number*)

Las Vegas, NV 89119
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)

- (a) The reasons 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 a portion thereof, will be filed on or before the fifteenth calendar day following the prescribed due date; or the subject 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.
- x

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.

Data and other information regarding certain material operations of the Company, as well as its financial statements required for the filing, are not currently available and could not be made available without unreasonable effort and expense.

PART IV-- OTHER INFORMATION

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

Thomas E. Skala
(Name)

(702)
(Area Code)

803-9000
(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.

We anticipate our financial results for the three and six months ended June 30, 2015, will differ significantly from the same periods of the prior year due to the Agreement of Exchange of Stock by and between us, AllCom, a Nevada corporation (AllCom) and Genie Gateway, a California corporation (Genie), dated as of January 30, 2015, as amended, pursuant to which we acquired 100% of Genie from AllCom. The transaction closed on April 9, 2015. Unlike the three and six months ended June 30, 2014, our financial statements for the three and six months ended June 30, 2015 will reflect the operations of Genie for a portion of the periods reported, which relate to being a unified communications and payment processing platform that blends business products and services - traditionally purchased from multiple vendors into one seamless service, on the Genie Gateway Platform. The operations we acquired as a result of our acquisition of Genie will significantly impact our revenue and cost of goods sold, operating expenses, as well as change our net profit/loss for the three and six months ended June 30, 2015 when compared to the same periods a year ago. The exact impact will not be known until our financial statements for the three and six months ended June 30, 2015 are completed.

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WWA Group, Inc.
(Name of Registrant as Specified in Charter)

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

Date August 14, 2015 By /s/ Thomas E. Skala

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)

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