

LIFEAPPS BRANDS INC.
Form NT 10-K
March 30, 2016

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SEC File Number

000-54867

CUSIP Number

53190A 20 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: December 31, 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 I—REGISTRANT INFORMATION

LifeApps Brands Inc.
Full Name of Registrant

Polo Plaza, 3790 Via De La Valle, # 116
Address of Principal Executive Office (*Street and Number*)

Del Mar, CA 92014
City, State and Zip Code

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)

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

- (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, N-SAR, N-CSR, or the transition report or portion thereof, could not be filed within the prescribed time period.

(Attach extra sheets if needed)

The Registrant is unable to file its Annual Report on Form 10-K for the fiscal year ended December 31, 2015 (the "Report") by the prescribed date of March 30, 2016, without unreasonable effort or expense, because the Registrant needs additional time to complete certain disclosures and analyses to be included in the Report. In accordance with Rule 12b-25 promulgated under the Securities Exchange Act of 1934, as amended, the Registrant intends to file its Report on or prior to the fifteenth 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.

Scott Rapfogel (212)

259-7300

(Name) (Area Code) (Telephone Number)

Have all other periodic reports required under Section 13 or 15(d) or 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 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.

Revenues for the years ended December 31, 2015 and 2014 were approximately \$140,000 and \$326,000, respectively. Related costs of revenue were approximately \$115,000 (83%) and \$273,000 (84%), respectively. The Company's results of operations for the year ended December 31, 2015 reflect a transition period during which the Company is repositioning its assets, Apps and publications into e-commerce, mobile commerce and retail solutions for the sale of physical products that are intended to allow it to expand beyond its historical digital focus of health, fitness and sports and keep pace with the rapidly changing and evolving technologies associated with the mobile and technology business sectors.

LifeApps Brands 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: March 30, 2016 By: /s/ Robert Gayman

Name: Robert Gayman

Title: Chief Executive Officer