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ASSURE ENERGY INC Form NT 20-F June 28, 2005

SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549

FORM 12b-25

Notification of Late Filing

Commission File Number 333-61714

For the transition period ended N/A

Read Attached Instruction Sheet 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

Full name of registrant Assure Energy, Inc.

Former name if applicable

Address of principal executive office 521 3rd Avenue S.W., Suite 800

City, State and Zip Code Calgary, Alberta T2P 3T3

$\begin{array}{c} \text{PART II} \\ \text{RULE 12b-25(b) and (c)} \end{array}$

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 appropriate box.)

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- |X| (a) The reasons described in reasonable detail in Part III of this form could not be eliminated without unreasonable effort or expense;
- |X| (b) The subject annual report, semi-annual report, transition report on Forms 10-K, 10-KSB, 20-F, 11-K, or Form N-SAR, or portion thereof will be filed on or before the 15th calendar day following the prescribed due date; or the subject quarterly report or transition report on Form 10-Q, 10-QSB, 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, 10-KSB, 11-K, 20-F, 10-Q, 10-QSB, -SAR, or the transition report portion thereof could not be filed within the prescribed time period. (Attach extra sheets if needed.)

Due to various factors including our expanded business activities and personnel changes it has taken us longer than expected to complete our Annual Report on Form 20-F.

PART IV OTHER INFORMATION

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

Scott E. Rapfogel Esq. (212) 400-6900 (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).

|X| Yes |_| No

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(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?

|X| 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.

Our net petroleum and natural gas revenues increased to CDN\$6,868,857 (US\$5,287,582) in 2004 from CDN\$3,898,339 (US\$2,725,534) in 2003. Operating expenses in 2004 were CDN\$5,694,504 (US\$4,383,576) compared to CDN\$3,035,185 (US\$2,247,558) in 2003. General and administrative expenses increased to CDN\$4,933,565 (US\$3,797,812) in 2004 from CDN\$2,491,110 (US\$1,935,737) in 2003. The primary reason for the increases in our revenues, operating expenses and general and administrative expenses for 2004 compared to 2003 was the expansion

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of our operations. For 2004 we had a net loss of CDN\$3,662,782 (US\$2,819,575) compared to a net loss for 2003 of CDN\$12,409,986 (US\$9,201,807). The decrease in our net loss for 2004 compared to 2003 is primarily attributable to an increase of CDN\$2,970,518 (US\$2,286,677) in petroleum and natural gas revenues and a decrease of CDN\$6,698,321 (US\$5,089,384) in depletion and depreciation expenses.

Assure Energy, 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: June 28, 2005

/s/ Harvey Lalach
By: Harvey Lalach
President