

EMBARCADERO TECHNOLOGIES INC  
Form NT 10-Q  
November 10, 2004

(Check One):

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**FORM 12b-25**

Form 10-K

Form 20-F

Form 11-K

Form 10-Q

Form N-SAR

**NOTIFICATION OF LATE FILING**

For Period Ended: **September 30, 2004**

- 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: \_\_\_\_\_

**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:

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**PART I REGISTRANT INFORMATION**

Embarcadero Technologies, Inc.

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**Full Name of Registrant**

Not applicable.

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**Former Name if Applicable**

100 California Street, 12th Floor

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**Address of Principal Executive Office (*Street and Number*)**

San Francisco, CA 94111

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**City, State and Zip Code**

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**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, 11-K or Form N-SAR, 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 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.

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**PART III NARRATIVE**

State below in reasonable detail 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.

The Audit Committee of Embarcadero Technologies, Inc. (the Company) is currently investigating the revenue recognition policies of the Company's UK Subsidiary in connection with recent discoveries regarding such subsidiary's resellers. This investigation is ongoing and the Company intends to file its Quarterly Report on Form 10-Q for the quarter ended September 30, 2004, upon completion of this investigation.

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**PART IV OTHER INFORMATION**

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

Raj P. Sabhlok, Chief Financial Officer

(415)

834-3131

(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.

**See Part III**

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

Date: November 10, 2004

By: /s/ Raj P. Sabhlok

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Raj P. Sabhlok  
Chief Financial Officer and Senior Vice President of Corporate  
Development