

PRIMUS TELECOMMUNICATIONS GROUP INC
Form NT 10-K
March 16, 2007
(Check One):

UNITED STATES

X Form 10-K

SECURITIES AND EXCHANGE COMMISSION

.. Form 20-F

Washington, D.C. 20549

.. Form 11-K

FORM 12b-25

.. Form 10-Q

.. Form 10-D

NOTIFICATION OF LATE FILING

.. Form N-SAR

.. Form N-CSR

For Period Ended: December 31, 2006

.. 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

Primus Telecommunications Group, Incorporated

Primus Telecommunications Holding, Inc.
Full Name of Registrant

N/A
Former Name if Applicable

7901 Jones Branch Drive, Suite 900
Address of Principal Executive Office (Street and Number)

McLean, VA 22102
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)

- X
- (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 x 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 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's Annual Report on Form 10-K for the year ended December 31, 2006 cannot be filed on or prior to the prescribed March 16, 2007 due date without unreasonable effort and expense. Due to an unanticipated delay in finalizing the deferred tax assets and liabilities balance sheet figures, the Registrant did not complete its review and preparation of the financial statements in advance of March 16, 2007. As a result, the Registrant did not have sufficient time to finalize its review and preparation of its Annual Report on Form 10-K (including audited financial statements) before the March 16, 2007 deadline. The Registrant will file the Annual Report on Form 10-K within 15 days of March 16, 2007.

Persons who are to respond to the collection of information SEC 1344 (05-06) contained in this form are not required to respond unless the form displays a currently valid OMB control number.

(Attach extra Sheets if Needed)

PART IV OTHER INFORMATION

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

Thomas R. Kloster
(Name)

(703)
(Area Code)

902-2800
(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.

On March 6, 2007, the Registrant issued a press release announcing financial results for the quarter and year ended December 31, 2006. A copy of the press release is attached as Exhibit 99.1 to the Registrant's Current Report on Form 8-K dated March 6, 2007.

The Registrant reported in such press release: (1) fourth quarter 2006 net revenue of \$242 million, down from \$285 million in the fourth quarter 2005; (2) full-year 2006 net revenue of \$1.01 billion, down from \$1.18 billion in 2005; (3) a net loss for fourth quarter 2006 of (\$2) million, compared to a net loss of (\$25) million in the fourth quarter 2005, and basic and diluted loss per common share of (\$0.02) in the fourth quarter 2006, as compared to basic and diluted loss per common share of (\$0.24) in the fourth quarter 2005; and (4) a full-year 2006 net loss of (\$238) million as compared to a net loss of (\$154) million in 2005, and full-year 2006 basic and diluted loss per common share of (\$2.12), compared to basic and diluted loss per common share of (\$1.62) in 2005.

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Primus Telecommunications Group, Incorporated

Primus Telecommunications Holding, 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: March 16, 2007 By: /s/ Thomas R. Kloster
Thomas R. Kloster

Chief Financial Officer

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).

GENERAL INSTRUCTIONS

1. This form is required by Rule 12b-25 (17 CFR 240.12b-25) of the General Rules and Regulations under the Securities Exchange Act of 1934.
2. One signed original and four conformed copies of this form and amendments thereto must be completed and filed with the Securities and Exchange Commission, Washington, D.C. 20549, in accordance with Rule 0-3 of the General Rules and Regulations under the Act. The information contained in or filed with the form will be made a matter of public record in the Commission files.
3. A manually signed copy of the form and amendments thereto shall be filed with each national securities exchange on which any class of securities of the registrant is registered.
4. Amendments to the notifications must also be filed on Form 12b-25 but need not restate information that has been correctly furnished. The form shall be clearly identified as an amended notification.
5. Electronic Filers: This form shall not be used by electronic filers unable to timely file a report solely due to electronic difficulties. Filers unable to submit reports within the time period prescribed due to difficulties in electronic filing should comply with either Rule 201 or Rule 202 of Regulation S-T (ss.232.201 or ss.232.202 of this chapter) or apply for an adjustment in filing date pursuant to Rule 13(b) of Regulation S-T (ss.232.13(b) of this chapter).

EXHIBIT INDEX

| Exhibit No. | Description |
|--------------------|-----------------------------------|
| 99.1 | Press release dated March 6, 2007 |