

GREENMAN TECHNOLOGIES INC  
Form NT 10-Q  
May 16, 2011

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

**FORM 12b-25**

Commission File Number: 1-13776

CUSIP Number: 395379308

**NOTIFICATION OF LATE FILING**

(Check One):  Form 10-K  Form 20-F  Form 11-K  **Form 10-Q**

Form N-SAR  Form N-CSR

For Period Ended: March 31, 2011

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:

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PART I -- REGISTRANT INFORMATION

**GreenMan Technologies, Inc.**

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Full name of Registrant

N/A

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Former name if applicable

**7 Kimball Lane, Building A**

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Address of Principal Executive Office (Street and Number)

**Lynnfield, Massachusetts 01940**

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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 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 of 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 of other exhibit required by Rule 12b-25(c) has been attached if applicable.

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 portion thereof, could not be filed within the prescribed time period.

**Additional time is required in order to prepare and file the Registrant's Form 10Q for the fiscal quarter ended March 31, 2011. The Registrant further represents that the Form 10-Q will be filed by no later than the 5th day following the date on which the Form 10-Q was due.**

PART IV - OTHER INFORMATION

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

Charles E. Coppa, CFO 781 224-2411  
(Name) (Area Code) (Telephone Number)

Have all other periodic reports required under Section 13 or 15(d) of the Securities Exchange Act of 1934 or (2)Section 30 of the Investment Company Act of 1940 during the preceeding 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

Is it anticipated that any significant change in results of operations from the corresponding period for the last fiscal (3)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.

**Based on the historical performance of our molded recycled rubber products operations our Board of Directors determined it to be in the best interests of shareholder value to exit this business and to devote all corporate resources to advancing our American Power Group's dual fuel conversion business. On March 8, 2011, our Board adopted a plan to commence an immediate effort to identify potential buyers for our molded recycled rubber products business and/or evaluate other strategic alternatives.**

**Revenues for the three months ended March 31, 2011 increased approximately \$.66 million to \$.91 million as compared to approximately \$.25 million for the three months ended March 31, 2010. The increase is primarily attributable to a \$.42 million increase in revenue associated with our dual fuel subsidiary and a \$.24 million increase at our molded rubber recycled products subsidiary.**

**Revenues for the six months ended March 31, 2011 increased approximately \$1 million to \$1.7 million as compared to approximately \$.69 million for the six months ended March 31, 2010. The increase is primarily attributable to a \$.72 million increase in revenue associated with our dual fuel subsidiary and a \$.30 million increase at our molded rubber recycled products subsidiary.**

**We anticipate reporting a net loss from continuing operations of approximately \$2.3 million and \$3.8 million, including a \$.45 million non-cash impairment and inventory valuation reserve loss associated with the molded recycled rubber products subsidiary for the three and six months ended March 31, 2011, respectively. This is in comparison to a net loss from continuing operations of approximately \$1.7 million and \$3.3 million for the three and six months ended March 31, 2010, respectively.**

**In addition, as a result of the operating losses incurred during the reporting periods, we anticipate reporting a working capital deficiency of approximately \$1.86 million at March 31, 2011 as compared to a working capital deficiency of approximately \$1.04 million at September 30, 2010.**

**GreenMan Technologies, Inc.**

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(Name of Registrant as Specified in Charter)

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

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Date: May 16, 2011 By/s/ Charles E. Coppa  
Name: Charles E. Coppa  
Title: Chief Financial Officer

INSTRUCTIONS: 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

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Intentional misstatements or omissions of fact constitute Federal Criminal Violations (See 18 U.S.C.1001).

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