

SUPERIOR INDUSTRIES INTERNATIONAL INC

Form NT 10-Q

May 05, 2006

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
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: March 26, 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**

Superior Industries International, Inc.

Full Name of Registrant

Former Name if Applicable

7800 Woodley Avenue

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

Van Nuys, CA 91406

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
  - ☐ (b) 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.
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**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.

Despite diligent efforts, the work necessary to complete the accounting and reporting for certain complex areas could not be completed without unreasonable expense and effort in sufficient time to permit filing our Quarterly Report on Form 10-Q for the three months ended March 26, 2006 on the scheduled due date of May 5, 2006. Specifically, the accounting and reporting of stock-based compensation required for the first time this quarter under the newly adopted provisions of SFAS No. 123(R) and the reporting of discontinued operations in connection with the previously announced anticipated disposition of the aluminum suspension components business have required additional time and effort. In addition, the Company is performing additional analysis and other post-closing procedures in its accounting for income taxes and the period-end valuation of its aluminum inventory, which were the subject of the material weaknesses identified in the 2005 Annual Report on Form 10-K.

The Company expects that it will be able to complete the remaining work described above in time for the Company to file its Form 10-Q for the three months ended March 26, 2006 within the five-day extension provided by Rule 12b-25.

SEC 1344 (03-05) **Persons who are to respond to the collection of information 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

R. Jeffrey Ornstein  
(Name)

818  
(Area Code)

902-2700  
(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

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As the Registrant previously announced, for the three months ended March 26, 2006, revenue decreased 9% to \$183,525,000 from \$202,144,000 for the first quarter of 2005. For the first quarter of 2006, net income was \$1,110,000, or \$0.04 per diluted share, compared to \$9,891,000, or \$0.37 per diluted share, for the first quarter of the prior year.

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.

SUPERIOR INDUSTRIES INTERNATIONAL, 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 May 5, 2006

By /s/ R. Jeffrey Ornstein

R. Jeffrey Ornstein  
Vice President and Chief Financial  
Officer