

ACL SEMICONDUCTOR INC
Form NT 10-K
March 30, 2010

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

FORM 12b-25

NOTIFICATION OF LATE FILING

SEC FILE NUMBER
000-50140

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(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: December 31, 2009

- 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

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

ACL Semiconductors Inc.

Full Name of Registrant

Former Name if Applicable

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Room 1701, 17/F, Tower 1, Enterprise Square, 9 Sheung Yuet Road Kowloon Bay,
Address of Principal Executive Office (Street and Number)

Kowloon, Hong Kong
City, State and Zip Code

ACL Semiconductors Inc.
(Name of Registrant as specified in charter)

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

Date March 30, 2010

By /s/ Kenneth Lap-Yin Chan

Name: Kenneth Lap-Yin Chan

Title: 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).

Attachment A

ACL Semiconductors, Inc. (["we"] or ["us"]) anticipates that it will report significant changes in its results of operations for the year ended December 31, 2009 as compared to the same period in the prior fiscal year.

Based on information available to us at this time, net sales increased from approximately \$206.1 million for the year ended December 31, 2008 to approximately \$297.4 million in the year ended December 31, 2009, cost of sales increased from approximately \$201.9 million in the year ended December 31, 2008 to approximately \$290.2 million in the year ended December 31, 2009, operating expenses increased from approximately \$4.2 million in the year ended December 31, 2008 to approximately \$4.3 million in the year ended December 31, 2009 and other expenses decreased from approximately \$1.0 million for the year ended December 31, 2008 to other expense of approximately \$0.2 million for the year ended December 31, 2009, resulting in a decrease of net loss from approximately \$0.9 million for the year ended December 31, 2008 to approximately \$2.1 million in net income for the year ended December 31, 2009.

The decrease in net loss was attributable principally to increased demand and resulting higher sales prices for memory products in the PRC market, especially for NAND Flash, DRAM and Graphic RAM.

The foregoing is qualified in its entirety by reference to our audited financial statements for year ended December 31, 2009, to be filed in our Annual Report on Form 10-K for the year ended December 31, 2009. Furthermore, the foregoing does not include the results of operation of Aristo Technologies Ltd., a related party that we have recently determined to be a variable interest entity and whose financial statements are to be consolidated with our financial statements.
