

U.S. SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM 12B-25

NOTIFICATION OF LATE FILING

SEC File No.: 000-13215  
CUSIP: 769749 10 2

(Check One):

Form 10-K  Form 20-F  Form 11-K  Form 10-Q  Form N-SAR

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 ATTACHED INSTRUCTION SHEET 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  
-----

WARP 9, INC.  
-----

Full Name of Registrant

-----  
Former Name if Applicable

50 CASTILIAN DRIVE, SUITE 101  
-----

Address of Principal Executive Offices (Street and Number)

SANTA BARBARA, CALIFORNIA 93117  
-----

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 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 Forms 10-K, 10-KSB, 20-F, 11-K or 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.

-----  
PART III - NARRATIVE

-----  
State below in reasonable detail the reasons why the subject Forms 10-K, 10-KSB, 20-F, 11-K, 10-Q, N-SAR, or the transition report or portion thereof, could not be filed within the prescribed time period.

The Registrant was unable without unreasonable effort and expense to prepare its accounting records and schedules in sufficient time to allow its accountants to complete their review of the Registrant's financial statements for the period ended December 31, 2009 before the required filing date for the subject Quarterly Report on Form 10-Q. The Registrant intends to file the subject Quarterly Report on Form 10-Q on or before the fifth calendar day following the prescribed due date.

-----  
PART IV - OTHER INFORMATION  
-----

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

Harinder Dhillon	805	964-3313
-----	-----	-----
(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).

[X] Yes [ ]No

2

- (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 statement to be included in the subject report or portion thereof?

[ ] Yes [ X ]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.

Warp 9, 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: February 16, 2010  
-----

/s/ Harinder Dhillon  
-----  
Harinder Dhillon, President

3