UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 12b-25 NOTIFICATION OF LATE FILING

(Check one): o Form 10-K o Form 20-F o Form 11-K x Form 10-Q and Form 10-QSB

> o Form 10-D o Form N-SAR o Form N-CSR

For Period Ended: July 31, 2006

o Transition Report on Form 10-K o Transition Report on Form 20-F o Transition Report on Form 11-K o Transition Report on Form 10-Q o Transition Report on Form N-SAR For the Transition Period Ended:

Read Instructions (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

Xenomics, Inc.

Full Name of Registrant

Former Name if Applicable

420 Lexington Avenue, Suite 1701

Address of Principal Executive Office (Street and Number)

New York, New York 10170

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.

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 Company's Quarterly Report on Form 10-QSB for the three months ended July 31, 2006 cannot be filed within the prescribed time period because the Company requires additional time for compilation and review to insure adequate disclosure of certain information required to be included in the Form 10-QSB. The Company's Quarterly Report on Form 10-QSB will be filed on or before the 5th calendar day following the prescribed due date.

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)

(1)	Name and telephone number of person to contact in regard to this notification								
	Frederick Larcombe, Chief Financial Officer					212	297-0808		
	(Na	me)				(Area Code)	(T	elephone Number)	
(2)	Have all other periodic reports required under S of 1940 during the preceding 12 months or for s identify report(s).								.ct
							x Yes	o No	
(3)	Is it anticipated that any significant change in restatements to be included in the subject report of		-	from the corresp	oonding period f	for the last fiscal year	r will be ref	flected by the earnin	gs
							o Yes	x No	
	If so, attach an explanation of the anticipated choof the results cannot be made.	ange, bo	th narrativ	ely and quantita	tively, and, if ap	propriate, state the r	easons why	a reasonable estima	ıte
	Xenomics, In	С.							
	<u>renomico, m</u>		ne of Regis	strant as Specifie	d in Charter)				
has o	caused this notification to be signed on its behalf	by the ur	ndersigned	l hereunto duly a	uthorized.				
Date	e September 14, 2006	Ву	/s/ Free	derick Larcombe	<u>!</u>				
			erick Larco Financial						
pers	TRUCTION: The form may be signed by an exection signing the form shall be typed or printed beneat than an executive officer), evidence of the repr	eath the s	signature. I	If the statement i	s signed on beh	alf of the registrant b	y an author	rized representative	
			I	ATTENTION					
	Intentional misstatements or	omissio	ns of fact o	constitute Fede	ral Criminal V	iolations (See 18 U.S	S.C. 1001).		
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