

METROMEDIA INTERNATIONAL GROUP INC  
Form NT 10-Q  
August 17, 2004

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM 12b-25

Commission File Number 1-5706

NOTIFICATION OF LATE FILING

(CHECK ONE): / /Form 10-K / /Form 20-F / /Form 11-K /X/Form 10-Q / /Form N-SAR

For Period Ended: June 30, 2004

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/ / 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:  
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NOTHING IN THIS FORM SHALL BE CONSTRUED TO IMPLY THAT THE OMISSION HAS  
VERIFIED ANY INFORMATION CONTAINED HEREIN.  
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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

Metromedia International Group, Inc.  
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Full Name of Registrant

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Former Name if Applicable

8000 Tower Point Drive  
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Address of Principal Executive Office (Street and Number)

Charlotte, North Carolina 28227  
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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) /X/

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- (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 Form 10-K, Form 20-F, 11-K or Form 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 Forms 10-K, 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 Form 10-Q for the period ended June 30, 2004 could not be filed within the prescribed time period for the reasons described below.

Additional effort and time was required for the finance team of the Company's PeterStar business venture to prepare, finalize and submit its final US GAAP financial results to the Company's corporate finance team. Specifically, additional time and effort was required to complete the PeterStar income tax provision and to finalize the accounting and reporting related to its acquisition of several businesses during the quarter ended June 30, 2004.

As a result of the delay in the submission of the PeterStar US GAAP financial reports, the Company's corporate finance team has not been able to complete its review and analysis of the PeterStar financial results, and as a result, has not been able to finalize either the Company's consolidated financial statements or management's discussion and analysis of the Company's financial condition and results of operations.

Accordingly, the registrant is unable to file its Form 10-Q in the prescribed time period without unreasonable effort or expense.

PART IV -- OTHER INFORMATION

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

Harold F. Pyle, III (704) 321-7380

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(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

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(3) Is it anticipated that any significant change in results of operations from

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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? /X/ 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.

Due to the Company's restructuring initiatives since first quarter 2003, including sales of non-core businesses and reductions in corporate overhead cash burn-rate, the Company anticipates a significant change in results of operations from the corresponding period for the last fiscal year. However, since the Company's corporate finance team has not yet completed its review of the PeterStar business venture's US GAAP financial results for the quarter ended June 30, 2004 and because the PeterStar business venture represents such a significant portion of the Company's consolidated financial results, the Company cannot readily provide a reasonable estimate of the Company's results for the quarter ended June 30, 2004.

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Metromedia International Group, 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.

Date August 17, 2004  
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By /s/ Harold F. Pyle, III  
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Executive Vice President Finance,  
Chief Financial Officer and Treasurer

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.

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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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GENERAL INSTRUCTIONS

1. This form is required by Rule 12b-25 (17 CFR 240.12b-25) of the General Rules and Regulations under the Securities Exchange Act of 1934.

2. One signed original and four conformed copies of this form and amendments thereto must be completed and filed with the Securities and Exchange Commission, Washington, D.C. 20549, in accordance with Rule O-3 of the General Rules and Regulations under the Act. The information contained in or filed with the form will be made a matter of public record in the Commission files.

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3. A manually signed copy of the form and amendments thereto shall be filed with each national securities exchange on which any class of securities of the registrant is registered.

4. Amendments to the notifications must also be filed on form 12b-25 but need not restate information that has been correctly furnished. The form shall be clearly identified as an amended notification.

5. ELECTRONIC FILERS. This form shall not be used by electronic filers unable to timely file a report solely due to electronic difficulties. Filers unable to submit a report within the time period prescribed due to difficulties in electronic filing should comply with either Rule 201 or Rule 202 of Regulation S-T (Section 232.201 or Section 232.202 of this chapter) or apply for an adjustment in filing date pursuant to Rule 13(b) of Regulation S-T (Section 232.13(b) of this chapter).