

RETAIL VENTURES INC
Form NT 10-Q
June 11, 2009

SEC FILE
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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: May 2, 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:

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
RETAIL VENTURES, INC.

Full Name of Registrant

Former Name if Applicable
4150 E. Fifth Avenue

Address of Principal Executive Office (*Street and Number*)
Columbus, Ohio 43219

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 (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 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, N-CSR, or the transition report or portion thereof, could not be filed within the prescribed time period.

On April 21, 2009, Retail Ventures, Inc. (RVI) disposed of Filene's Basement, Inc. and certain related entities to FB II Acquisition Corp., a newly formed entity owned by Buxbaum Holdings, Inc. In addition, on May 4, 2009, Filene's Basement filed for bankruptcy protection. Following the disposition of the Filene's Basement business, RVI is required to present the financial results of Filene's Basement as discontinued operations for all periods presented. RVI believes that additional time for preparation of its Quarterly Report on Form 10-Q for the three months ended May 2, 2009 is necessary to enable the completion of the financial and other disclosures regarding Filene's Basement and the present and potential future impact of these events on RVI's business, financial condition and results of operations. RVI was not able to eliminate the foregoing reasons causing its inability to timely file without unreasonable effort or expense. RVI anticipates that it will be able to file its completed Form 10-Q not later than June 16, 2009.

PART IV OTHER INFORMATION

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

James A. McGrady
(Name)

614
(Area Code)

238-4148
(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 reports 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

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.

As discussed in Part III above, as a result of RVI's disposition of its Filene's Basement business on April 21, 2009, RVI will reflect the financial results for Filene's Basement as discontinued operations in RVI's consolidated financial statements for all periods presented.

Retail Ventures, 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: June 11, 2009

By: /s/ James A. McGrady

James A. McGrady
Chief Executive Officer, Chief Financial
Officer, President and Treasurer