

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 N-SAR  Form N-CSR  Form 10-D

For Period Ended: September 30, 2007  
-----

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: Not Applicable  
-----

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 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

Mandalay Media, Inc.  
-----

Full Name of Registrant

-----  
Former Name if Applicable

2121 Avenue of the Stars, Suite 2550  
-----

Address of Principal Executive Office (Street and Number)

Los Angeles, CA 90067  
-----

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 the reasons 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 Registrant has encountered unanticipated delays in preparing its Form 10-QSB for the quarter ended September 30, 2007. Due to these delays, which could not be eliminated by the Registrant without undue effort or expense, Registrant was not able to complete the required financial statements for the quarter ended September 30, 2007 on a timely basis.

(Attach extra Sheets if Needed)

SEC 1344 (05-06) 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.

PART IV -- OTHER INFORMATION

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

Jay Wolf (310) 601-2500

-----  
(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).

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.

MANDALAY MEDIA, 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: November 15, 2007  
-----

By: /s/ Jay Wolf  
-----

Jay Wolf  
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).

---