

**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-CEN Form N-CSR

For Period Ended: March 31, 2024

- Transition Report on Form 10-K
- Transition Report on Form 20-F
- Transition Report on Form 11-K
- Transition Report on Form 10-Q

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

Full Name of Registrant	Onconetix, Inc.
Former Name if Applicable	
Address of Principal Executive Office (Street and Number)	201 E. Fifth Street, Suite 1900
City, State and Zip Code	Cincinnati, Ohio 45202

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

The Registrant is unable to file its Form 10-Q for the quarterly period ended March 31, 2024 within the prescribed time period without unreasonable effort or expense because additional time is needed to finalize the financial statements to be included in such report. The Registrant anticipates that it will file its Form 10-Q within the five-day grace period provided by Rule 12b-25 of the Securities Exchange Act of 1934, as amended.

PART IV --OTHER INFORMATION

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

Bruce Harmon

(513)

620-4101

(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.

The following changes are anticipated to the Company's results of operations for the three months ended March 31, 2024 as compared to the corresponding period for the last fiscal year:

- Cash decreased from approximately \$20.3 million at March 31, 2023 to approximately \$4.5 million at March 31, 2024.
- Restricted cash decreased from \$1 million at March 31, 2023 to \$0 at March 31, 2024.
- Accounts receivable increased from \$0 at March 31, 2023 to approximately \$0.3 million at March 31, 2024.
- Receivable from related parties decreased from approximately \$0.1 million at March 31, 2023 to \$0 at March 31, 2024.
- Inventory increased from \$0 at March 31, 2023 to approximately \$0.4 million at March 31, 2024.
- Intangible assets increased from \$0 at March 31, 2023 to approximately \$21.5 million at March 31, 2024.
- Accounts payable increased from approximately \$1.5 million at March 31, 2023 to approximately \$4.3 million at March 31, 2024.
- Notes payable (current) increased from \$0 at March 31, 2023 to approximately \$10.4 million at March 31, 2024.
- Note payable – related party increased from \$0 at March 31, 2023 to approximately \$4.8 million at March 31, 2024.
- Note payable (long-term) increased from \$0 at March 31, 2023 to approximately \$0.1 million at March 31, 2024.

The amounts reported above are still under review by the Registrant's independent registered public accounting firm and accounting staff and may differ once reported in the Form 10-Q to be filed by the Registrant.

has caused this notification to be signed on its behalf by the undersigned hereunto duly authorized.

Date: May 15, 2024

By: /s/ Bruce Harmon
Bruce Harmon
Chief Financial Officer