

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

FORM 12b-25

NOTIFICATION OF LATE FILING

SEC File Number: 001-35231

CUSIP Number: 606710200

(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: June 30, 2022

- 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:

**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**

Mitek Systems, Inc.  
Full Name of Registrant

Not Applicable  
Former Name if Applicable

600 B Street, Suite 100  
Address of Principal Executive Office (*Street and Number*)

San Diego, California 92101  
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-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 the reasons 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.

Mitek Systems, Inc. (the "Company") is unable to file its Quarterly Report on Form 10-Q for its fiscal quarter ended June 30, 2022 (the "Form 10-Q") within the prescribed time period without unreasonable effort or expense for the reason described below.

As disclosed in the Company's Current Report on Form 8-K filed on May 27, 2022, the Company received formal notice of the resignation of its previous independent registered public accounting firm, and as disclosed in the Form 8-K filed on July 18, 2022, engaged a new independent registered public accounting firm to act as the Company's independent auditor. As a result of the Company's transition to a new independent registered public accounting firm, the Company needs additional time to compile and analyze supporting documentation that is necessary for the Company's independent registered public accounting firm to complete their review of the Form 10-Q. This review includes an assessment by the Company's independent registered public accounting firm of the Company's historical revenue recognition practices for fiscal year 2022 and the related internal controls. At this time, the Company is unable to determine whether such review will impact prior fiscal years. When this review has been concluded the Company will file the Form 10-Q as soon as reasonably practicable.

**PART IV**  
**OTHER INFORMATION**

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

Scott Marcus	(619)	269-6800
(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 the 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 described above, the Company's new independent registered public accounting firm is in the process of reviewing the Company's historical revenue recognition practices for fiscal year 2022. At this time, the Company is unable to determine whether such review will impact prior fiscal years. Accordingly, the Company is currently unable to determine whether any significant changes in results of operations from the corresponding period for the last fiscal year will be reflected in the earnings statements to be included in the Form 10-Q.

### **Forward-Looking Statements**

This notification includes forward-looking statements. The word "will" and similar terms and phrases are used in this notification to identify forward-looking statements. Risks, uncertainties and assumptions that could affect the Company's forward-looking statements include, among other things, any changes to our financial results as a result of our independent registered public accounting firm completing its review of the Company's historical revenue recognition practices, the ability of the Company and its independent registered public accounting firm to confirm information or data identified in the review, the Company's ability to complete and file its periodic filings with the SEC on a timely basis and other risks and uncertainties discussed more fully in the Company's filings with the SEC. Unless required by law, the Company expressly disclaims any obligation to update publicly any forward-looking statements, whether as a result of new information, future events or otherwise.

Mitek Systems, 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: August 10, 2022

By: /s/ Frank Teruel  
Frank Teruel  
Chief Financial Officer