

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

FORM 12b-25  
NOTIFICATION OF LATE FILING

SEC FILE NUMBER  
001-40193

(Check One):  Form 10-K  Form 20-F  Form 11-K  Form 10-Q  Form 10D  
 Form N-SAR  Form N-CSR

CUSIP NUMBER  
039562202

For Period Ended: March 31, 2021

- 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:

*Read attached instruction sheet 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  
Archimedes Tech SPAC Partners Co.  
Former Name if Applicable

Address of Principal Executive Office (Street and Number)  
2093 Philadelphia Pike #1968

City, State and Zip Code

Claymont, DE 19703

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
- (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, Form N-SAR or From 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 of 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.

On April 12, 2021, the Securities and Exchange Commission (the "SEC") released a public statement (the "Public Statement") informing market participants that warrants issued by special purpose acquisition companies ("SPACs") may require classification as a liability of the entity measured at fair value, with changes in fair value each period reported in earnings. Archimedes Tech SPAC Partners Co. (the "Company") has previously classified its private placement warrants and public warrants (collectively, the "warrants") as equity. For a full description of the Company's warrants, please refer to the Company's final prospectus filed in connection with its initial public offering ("IPO") on March 12, 2021 ("Final Prospectus").

The SEC's Public Statement discussed "certain features of warrants issued in SPAC transactions" that "may be common across many entities." The Public Statement indicated that when one or more of such features is included in a warrant, the warrant "should be classified as a liability measured at fair value, with changes in fair value each period reported in earnings." Following consideration of the guidance in the Public Statement, the Company is evaluating whether its warrants meet the conditions to be classified in equity or whether the warrants should be classified as a liability.

As a result of the considerable time and resources required to complete the evaluation of the warrants and to compile, disseminate, review and finalize the information required to be presented in the Quarterly Report on Form 10-Q for the period ending March 31, 2021 in light of the SEC Public Statement, the Company is unable to file the Form 10-Q by the prescribed due date without unreasonable effort or expense. The Company needs additional time to complete the Form 10-Q and evaluate the proper accounting treatment for the Company's outstanding warrants and any impact it may have on the Company's financial statements for the quarterly period ending March 31, 2021.

**PART IV  
OTHER INFORMATION**

- (1) Name and telephone number of person to contact in regard to this notification
- |                 |             |                    |
|-----------------|-------------|--------------------|
| Giovanni Caruso | 212         | 407-4866           |
| (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 reports) been filed? If answer is no, identify report(s). x 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 x 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 Company had no substantive operations in either period.
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Archimedes Tech SPAC Partners Co.  
(Name of Registrant as Specified in Charter)

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

Date : May 18, 2021

By: /s/ Long Long\_\_

Name: Long Long

Title: CFO

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).**