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CRITICARE SYSTEMS INC /DE/ Form NT 10-K October 01, 2002

U.S. SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 20549

FORM 12b-25

Commission File No. 0-16061

NOTIFICATION OF LATE FILING

(Check One): [X] Form 10-K [] Form 11-K [] Form 20-F [] Form 10-Q [] Form N-SAR

For Period Ended: June 30, 2002

[] 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 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: Not Applicable

Part I Registrant Information

Full Name of Registrant: Criticare Systems, Inc.

Former Name if Applicable: Not Applicable

Address of Principal Executive Office (Street and Number): 20925 Crossroads Circle

City, State and Zip Code: Waukesha, WI 53186

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	describe	ed in reasc	nable det	ail in Part III of this
1		form could	not be	eliminated	without	unreasonable effort or
1		expense;				
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	1	(b)	The subject annual report, semiannual report, transition report				
	1		on Form 10-K, Form 20-F, Form 11-K or Form N-SAR, or portion				
	1		thereof will be filed on or before the fifteenth calendar day				
[x]			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				
	1		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 Form 10-K, 11-K, 20-F, 10-Q, N-SAR or the transition report portion thereof could not be filed within the prescribed time period. (Attach extra sheets if needed.)

The registrant could not file its annual report on Form 10-K for the year ended June 30, 2002 on the prescribed filing date for the following reasons:

Due to demands on management's time and attention during September 2002, the Company has not been able to compile and complete all of the information necessary for the Form 10-K by September 30, 2002, the required filing date for the Company's annual report on Form 10-K, without unreasonable effort and expense.

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Part IV Other Information

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

Michael J. Sallmann, Vice President - Finance 262-798-8282

(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).

[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

Criticare Systems, Inc. has caused this notification to be signed on its behalf by the undersigned thereunto duly authorized.

Dated this 1st day of October, 2002.

CRITICARE SYSTEMS, INC.

BY /s/ Michael J. Sallmann

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Michael J. Sallmann, Vice President - Finance