

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION WASHINGTON, DC 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

For Period Ended: **December 31, 2023**

- ☐ 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: \_\_\_\_\_

**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**

**MURANO GLOBAL INVESTMENTS PLC**

Full Name of Registrant

Murano Global Investments LTD

Former Name if Applicable

25 Berkeley Square

Address of Principal Executive Office (Street and Number)

London, W1J 6HN

City, State and Zip Code

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**PART II – RULES 12b-25(b) AND (c)**

If the subject report could not be filed without reasonable 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 reasons described in reasonable detail on 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 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 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 the Form 10-K, 20-F, 11-K, 10-Q, N-SAR, or the transition report or portion thereof, could not be filed within the prescribed time period, (Attach Extra Sheets if Needed):

Registrant was unable to electronically file its Form 20-F for the fiscal year ended December 31, 2023 by the required 5:30p.m. (EST) deadline on the prescribed filing date, and instead filed such form approximately 90 minutes later on the prescribed filing date, due to additional time needed to complete the technical electronic filing process. Registrant has already filed such form as of the date of this notice.

**PART IV-- OTHER INFORMATION**

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

David Galan

(Name)

+44

(Area Code)

2071676440

(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 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.

**MURANO GLOBAL INVESTMENTS**  
**PLC**  
(Name of Registrant as Specified in Charter)

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

Date May,1, 2024

By: /s/ David Galan  
Name: Chief Financial Officer