

Flux Power Holdings, Inc.  
Form 8-K  
May 20, 2013

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): May 14, 2013

**FLUX POWER HOLDINGS, INC.**

(Exact name of registrant as specified in its charter)

**Nevada**

(State or Other Jurisdiction of  
Incorporation)

**000-25909**

(Commission File Number)

**86-0931332**

(IRS Employer  
Identification No.)

**2240 Auto Park Way, Escondido, California**

**92029**

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(Address of Principal Executive Offices)

(Zip Code)

**877-505-3589**

(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 1.02 Termination of a Material Definitive Agreement.**

The information in Item 5.02 relating to the resignation of Craig Miller is incorporated herein by reference.

**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers**

(b) On May 14, 2013, Mr. Craig Miller tendered his resignation as an employee of the Company, and as a result Mr. Miller no longer serves as the Company's Chief Intellectual Property Officer and Corporate Secretary. In connection with Mr. Miller's departure, he has announced his intentions to pursue personal interests. Mr. Miller will be entitled to personal time off ("PTO") accruals as identified in his Offer Letter effective July 1, 2012 ("Offer Letter"). In addition, Mr. Miller is also subject to the Company's Non-Disclosure Agreement and Confidentiality Statement.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits.

	<b><u>Exhibit Description</u></b>
<b><u>Exhibit No.</u></b>	
10.1	Miller Offer Letter

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Flux Power Holdings, Inc.,  
A Nevada Corporation

Dated: May 12, 201

Christopher L. Anthony, Chief Executive Officer (Principal Executive Officer)