
**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 13, 2021

FLUX POWER HOLDINGS, INC.

(Exact name of registrant as specified in its charter)

<u>Nevada</u> (State or Other Jurisdiction of Incorporation)	<u>001-31543</u> (Commission File Number)	<u>86-0931332</u> (IRS Employer Identification No.)
<u>2685 S. Melrose Drive, Vista, California</u> (Address of Principal Executive Offices)		<u>92081</u> (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))

Securities registered pursuant to Section 12(b) of the Act:

<u>Title of each class</u>	<u>Trading Symbol</u>	<u>Name of each exchange on which registered</u>
Common Stock, \$0.001 par value	FLUX	Nasdaq Capital Market

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. []

Item 2.02 Results of Operations and Financial Condition

On May 13, 2021, Flux Power Holdings, Inc. (the “Company”) issued a press release announcing among other things, limited financial and operational information relating to results for its third quarter ended March 31, 2021 and provided certain forward-looking performance estimates. In addition, the Company will hold a conference call to discuss such results. The full text of the press release is furnished as Exhibit 99.1 to this Current Report on Form 8-K. The projections constituting the performance estimates included in the release involve risks and uncertainties, the outcome of which cannot be foreseen at this time and, therefore, actual results may vary materially from these forecasts. In this regard, see the information included in the release under the caption “Forward-Looking Statements.”

Item 7.01 Regulation FD Disclosure.

The information under Item 2.02 above is incorporated herein by reference.

The information reported under Items 2.02 and 7.01 in this Current Report on Form 8-K, including Exhibit 99.1, is being “furnished” and shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”) or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, regardless of any general incorporation language in such filing.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits.

<u>Exhibit No.</u>	<u>Exhibit Description</u>
99.1	Press Release date May 13, 2021

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SIGNATURES

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

By: /s/ Ronald F. Dutt
Ronald F. Dutt, Chief Executive Officer

Dated: May 13, 2021

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**Flux Power Announces Record Quarterly Revenue of \$7.0M for Third Quarter of FY 2021; Increase of 38%
YOY
Investor Conference Call at 4:30 PM ET**

Vista, CA – May 13, 2021 – Flux Power Holdings, Inc. (NASDAQ: FLUX), a developer of advanced lithium-ion industrial batteries for commercial and industrial equipment, today reported financial results for its third quarter of fiscal year 2021 (Q3'21).

Financial Highlights:

- Q3'21 revenue grew 38% to a record **\$7.0M** compared to Q3'20 revenue of \$5.1M.
- Q3'21 gross margin increased to **24.1%** compared to 12.8% in Q3'20.

Strategic Highlights:

- Achieved 11th consecutive quarter of year-over-year revenue growth.
- Received initial orders for two major new customers - a global packaging company and a paper & chemicals manufacturer/distributor.
- Continued progress on increasing gross margins.
- Launched the next generation M24 lithium-ion battery pack for end riders and center riders, at the ProMatDX material handling tradeshow, with initial orders already received.

Q3'21 Financial Results

Revenue: Q3'21 revenue increased by 38% to \$7.0M compared to \$5.1M in Q3'20, driven by increases in sales of larger capacity product lines.

Gross Profit: Q3'21 gross profit improved by 158% to \$1.7M compared to a gross profit of \$649K in Q3'20, principally reflecting higher revenue and reduced material costs through volume purchasing.

Selling & Administrative: Expenses increased to \$3.1M in Q3'21 from \$2.6M in Q3'20, reflecting increases in personnel related expenses, insurance premiums, and freight expenses.

Research & Development: Expenses remained constant at \$1.5M in Q3'21, compared to Q3'20 reflecting continued product development activities and product testing.

Net Loss: Q3'21 net loss decreased to \$1.7M from a net loss of \$4.0M in Q3'20, principally reflecting increased gross profit, other income due to PPP loan forgiveness, and decreased interest expense.

Balance Sheet: The balance sheet was strengthened during Q3'21 from conversion of all outstanding short-term debt of \$2.4M during the quarter, resulting in the elimination of all debt. Further, \$1.7M was raised under the ATM (At-the-Market) facility during Q3'21.

We anticipate that new customer acquisition will continue, supplementing continued orders from existing customers, with additional opportunities facilitated by the next generation M24 lithium-ion battery pack for the high-volume end rider segment. The airport ground support equipment business is experiencing a resurgence following the COVID-19 impact.

We believe Flux Power is in a strong place to continue expansion to meet the demand for lithium-ion battery packs. However, supply chain challenges, both for semi-conductors, raw materials, and generic issues in ocean freight, present a risk to this growth, despite mitigation plans in place.

“We are excited by the initial customer reception of our next-generation M24 lithium-ion battery pack for the end rider and center rider market, which is a high-volume forklift sector,” CEO Ron Dutt added. “We believe it’s a great addition to our full product lineup which provides a high value proposition to our customers with large material handling fleets.”

Conference Call

Management will hold a conference call today starting at 4:30 PM ET. Investors and analysts interested in joining the call are invited to dial **(833) 428-8374** or **(270) 240-0543**. The conference ID is **7359227**. A recording of the conference call will be uploaded to the Flux Power website once it is available.

About Flux Power Holdings, Inc. (www.fluxpower.com)

Flux Power designs, develops, manufactures, and sells advanced lithium-ion energy storage solutions for lift trucks, airport ground support equipment (GSE), stationary energy storage, and other industrial and commercial applications. Flux Power’s “LiFT Pack” battery packs, including its proprietary battery management system (BMS), provide its customers with a better performing, higher value, and more environmentally friendly alternative as compared to traditional lead acid and propane-based solutions.

Cautionary Statement Regarding Forward-Looking Statements

This release contains projections and other "forward-looking statements" relating to Flux Power's business, that are often identified using "believes," "expects" or similar expressions. Forward-looking statements involve several estimates, assumptions, risks, and other uncertainties that may cause actual results to be materially different from those anticipated, believed, estimated, expected, etc. Such forward-looking statements include impact of COVID-19 on Flux Power's business, results and financial condition; Flux Power's ability to obtain raw materials and other supplies for its products at competitive prices and on a timely basis, particularly in light of the potential impact of the COVID-19 pandemic on its suppliers and supply chain; the development and success of new products, projected sales, Flux Power's ability to timely obtain UL Listing for its products, Flux Power's ability to fund its operations, distribution partnerships and business opportunities and the uncertainties of customer acceptance and purchase of current and new products. Actual results could differ from those projected due to numerous factors and uncertainties. Although Flux Power believes that the expectations, opinions, projections, and comments reflected in these forward-looking statements are reasonable, they can give no assurance that such statements will prove to be correct, and that the Flux Power's actual results of operations, financial condition and performance will not differ materially from the results of operations, financial condition and performance reflected or implied by these forward-looking statements. Undue reliance should not be placed on the forward-looking statements and Investors should refer to the risk factors outlined in our Form 10-K, 10-Q and other reports filed with the SEC and available at www.sec.gov/edgar. These forward-looking statements are made as of the date of this news release, and Flux Power assumes no obligation to update these statements or the reasons why actual results could differ from those projected.

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FLUX POWER HOLDINGS, INC.
CONDENSED CONSOLIDATED BALANCE SHEETS

	<u>March 31, 2021</u> <u>(Unaudited)</u>	<u>June 30,</u> <u>2020</u>
ASSETS		
Current assets:		
Cash	\$ 2,432,000	\$ 726,000
Accounts receivable	4,864,000	3,069,000
Inventories	8,611,000	5,256,000
Other current assets	780,000	787,000
Total current assets	16,687,000	9,838,000
Right of use asset	3,138,000	3,435,000
Other assets	132,000	174,000
Property, plant and equipment, net	1,044,000	528,000
Total assets	<u>\$ 21,001,000</u>	<u>\$ 13,975,000</u>
LIABILITIES AND STOCKHOLDERS' EQUITY (DEFICIT)		
Current liabilities:		
Accounts payable	\$ 6,050,000	\$ 4,648,000
Accrued expenses	1,750,000	1,400,000
Deferred revenue	115,000	4,000
Customer deposits	155,000	1,563,000
Due to Factor	-	469,000
Short-term loans – related party	-	2,057,000
Line of credit - related party	-	5,290,000
Financing lease payable	-	28,000
Office lease payable, current portion	419,000	288,000
Accrued interest	3,000	50,000
Total current liabilities	8,492,000	15,797,000
Long term liabilities:		
Paycheck Protection Program loan payable	-	1,297,000
Office lease payable, less current portion	2,979,000	3,301,000
Total liabilities	<u>11,471,000</u>	<u>20,395,000</u>

Stockholders' equity (deficit):

Preferred stock, \$0.001 par value; 500,000 shares authorized; none issued and outstanding	-	-
Common stock, \$0.001 par value; 30,000,000 shares authorized; 13,003,795 and 7,420,487 shares issued and outstanding at March 31, 2021 and June 30, 2020, respectively	13,000	7,000
Additional paid-in capital	72,002,000	46,985,000
Accumulated deficit	<u>(62,485,000)</u>	<u>(53,412,000)</u>
Total stockholders' equity (deficit)	<u>9,530,000</u>	<u>(6,420,000)</u>
Total liabilities and stockholders' equity (deficit)	<u>\$ 21,001,000</u>	<u>\$ 13,975,000</u>

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FLUX POWER HOLDINGS, INC.
CONDENSED CONSOLIDATED STATEMENTS OF OPERATIONS
(Unaudited)

	<u>Three Months Ended</u> <u>March 31,</u>		<u>Nine Months Ended</u> <u>March 31,</u>	
	<u>2021</u>	<u>2020</u>	<u>2021</u>	<u>2020</u>
Revenues	\$ 6,964,000	\$ 5,051,000	\$ 17,932,000	\$ 10,585,000
Cost of sales	<u>5,287,000</u>	<u>4,402,000</u>	<u>13,893,000</u>	<u>9,494,000</u>
Gross profit	<u>1,677,000</u>	<u>649,000</u>	<u>4,039,000</u>	<u>1,091,000</u>
Operating expenses:				
Selling and administrative expenses	3,122,000	2,584,000	9,177,000	7,075,000
Research and development	1,523,000	1,527,000	4,624,000	3,888,000
Total operating expenses	<u>4,645,000</u>	<u>4,111,000</u>	<u>13,801,000</u>	<u>10,963,000</u>
Operating loss	(2,968,000)	(3,462,000)	(9,762,000)	(9,872,000)
Other income	1,307,000	-	1,307,000	-
Interest expense	<u>(64,000)</u>	<u>(503,000)</u>	<u>(618,000)</u>	<u>(1,214,000)</u>
Net loss	<u>\$ (1,725,000)</u>	<u>\$ (3,965,000)</u>	<u>\$ (9,073,000)</u>	<u>\$ (11,086,000)</u>
Net loss per share - basic and diluted	<u>\$ (0.14)</u>	<u>\$ (0.78)</u>	<u>\$ (0.80)</u>	<u>\$ (2.17)</u>
Weighted average number of common shares outstanding - basic and diluted	<u>12,499,870</u>	<u>5,107,845</u>	<u>11,300,229</u>	<u>5,105,982</u>

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