

**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): October 5, 2021

**FLUX POWER HOLDINGS, INC.**

(Exact name of registrant as specified in its charter)

Nevada  
(State or Other Jurisdiction of  
Incorporation)

001-31543  
(Commission  
File Number)

86-0931332  
(IRS Employer  
Identification No.)

2685 S. Melrose Drive, Vista, California  
(Address of Principal Executive Offices)

92081  
(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 7.01 Regulation FD Disclosure.**

On October 5, 2021, Flux Power Holdings, Inc. (the "Company") posted a set of presentation slides (the "Presentation"), furnished as Exhibit 99.1 to this report, on the Company's website. A copy of the Company Presentation is attached as Exhibit 99.1 hereto.

*The information furnished pursuant to this Item 7.01 in this Current Report on Form 8-K, including Exhibit 99.1 hereto, 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 made by the Company under the Securities Act of 1933, as amended, or the Exchange Act, regardless of any general incorporation language in such filing.*

**Exhibit Index**

<u>Exhibit</u>	<u>Exhibit Description</u>
99.1	<a href="#">Flux Power Holdings, Inc. Presentation dated October 4, 2021.</a>

**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

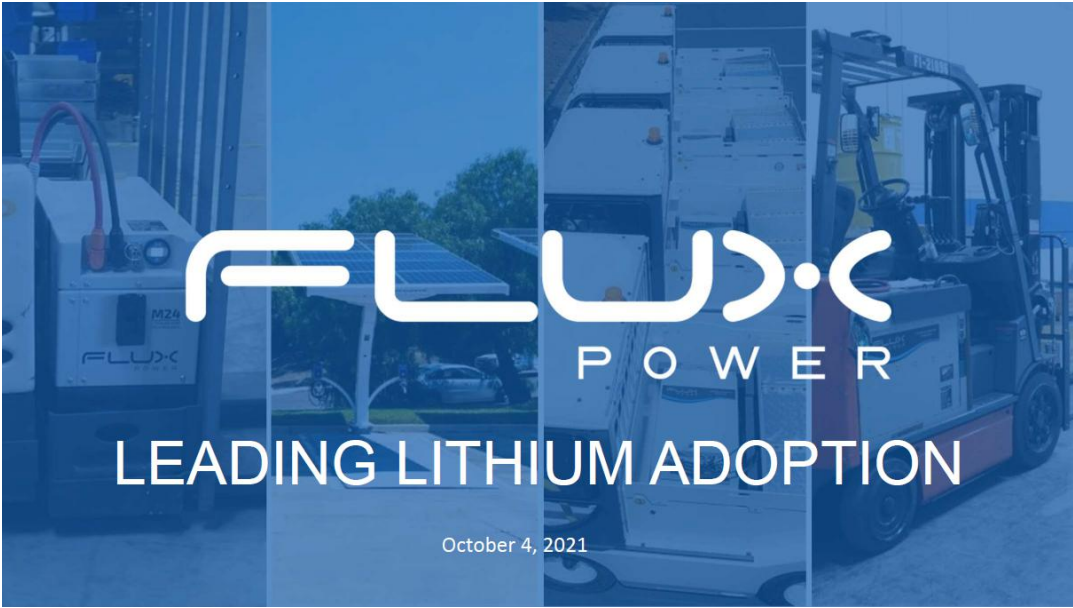
By: /s/ Ronald F. Dutt

Ronald F. Dutt, Chief Executive Officer

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Dated: October 5, 2021

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Safe Harbor Language

This presentation contains forward-looking statements. All statements other than statements of historical fact contained in this presentation, including statements as to the Company's future results of operations and financial position, planned products and services, business strategy and plans and objectives of management for future operations, are forward-looking statements.

These statements involve known and unknown risks, uncertainties, assumptions and other factors that may cause the Company's actual results, performance or achievements to be materially different from any future results, performance or achievements expressed or implied by the forward-looking statements.

In some cases, you can identify forward-looking statements by terms such as "may," "will," "should," "expects," "plans," "anticipates," "could," "intends," "target," "projects," "contemplates," "believes," "estimates," "aims," "predicts," "potential," "seeks," "attempts," "poised" or "continues" or the negative of these terms or other similar words. These statements are only predictions.

The Company has based these forward-looking statements largely on its current expectations and projections about future events and financial trends that it believes may affect its business, financial condition and results of operations. Also, these forward-looking statements represent the Company's estimates and assumptions only as of the date of this presentation. The Company assumes no obligation to update any forward-looking statements after the date of this presentation.

This presentation also contains estimates and other statistical data made by independent parties and by the Company relating to market size and growth and other industry data. This data involves several assumptions and limitations, and you are cautioned not to give undue weight to such estimates. The Company has not independently verified the statistical and other industry data generated by independent parties and contained in this presentation and, accordingly, it cannot guarantee their accuracy or completeness.

In addition, projections, assumptions and estimates of its future performance and the future performance of the industries in which it operates are necessarily subject to a high degree of uncertainty and risk due to a variety of factors. These and other factors could cause results to differ materially from those expressed in the estimates made by independent parties and by the Company. For more information, please refer to risk factors discussed in Company's periodic filings with the SEC.

# Who is Flux Power?



**A Premier Partner**

- A decade of experience
- Strong OEM relationships & approvals

**Design & manufacturing expertise**

- UL Listed products
- ISO 9001
- Patent protected IP

**Delivering Sustainability**

- Lowers carbon footprint
- Maintenance free
- High energy efficiency

**Comprehensive Support**

- Industry knowledge
- Application expertise
- Product support

## Flux Power Vision: Leading Lithium Adoption For Large Fleets

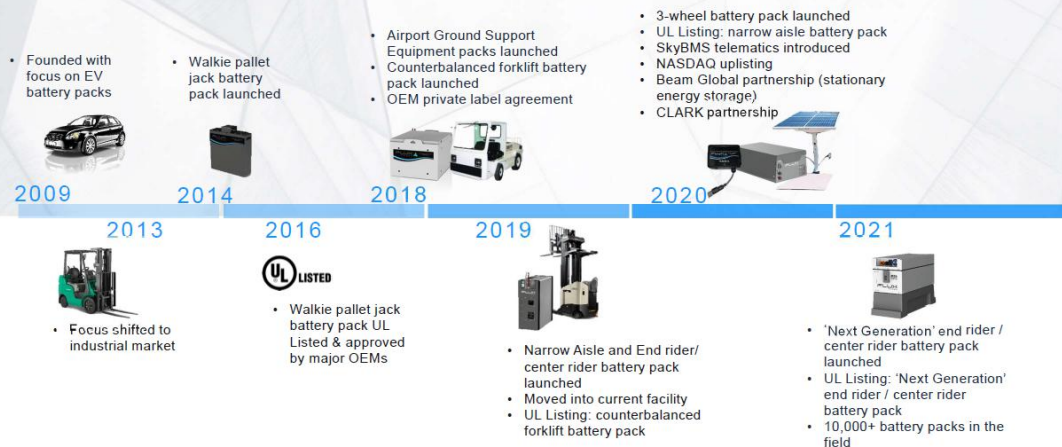
## A Message From The CEO

### Latest Updates and Milestones

- Acquired new customers including:
  - 5 Fortune 500 customers
  - New dealer network that covers Mexico
- Expanding in solar storage (BEAM Global) and autonomous vehicles
- \$15M raise: offering of common stock with 50% warrant coverage at \$7 strike price
- Launched 'next generation' lithium-ion battery pack for end riders & center riders
- 3 BMS-related patents in process
- Received multiple UL Listings & OEM approvals
- Reached milestone of 10,000 battery packs shipped to customers
- Selected for 2020 Supply & Demand Chain Executive Green Supply Chain Award
- Awarded Food Logistics' 2021 Top Green Providers
- Named to FT ranking: The Americas' fastest-growing companies 2021
- Completed annual ISO 9001 certification



## A Foundation Built for Fortune 500 Electrification



2009

- Founded with focus on EV battery packs

2013

- Focus shifted to industrial market

2014

- Walkie pallet jack battery pack launched

2016

- Walkie pallet jack battery pack UL Listed & approved by major OEMs

2018

- Airport Ground Support Equipment packs launched
- Counterbalanced forklift battery pack launched
- OEM private label agreement

2019

- Narrow Aisle and End rider/center rider battery pack launched
- Moved into current facility
- UL Listing: counterbalanced forklift battery pack

2020

- 3-wheel battery pack launched
- UL Listing: narrow aisle battery pack
- SkyBMS telematics introduced
- NASDAQ uplisting
- Beam Global partnership (stationary energy storage)
- CLARK partnership


2021

- 'Next Generation' end rider / center rider battery pack launched
- UL Listing: 'Next Generation' end rider / center rider battery pack
- 10,000+ battery packs in the field




# A Full Product Line that Caters to Large Fleets

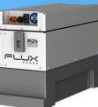
Class 3  
Walkie Pallet  
Jack




Class 3  
End Rider /  
Center Rider




Class 2  
Narrow Aisle




Class 1  
3-Wheel




Class 1  
Counterbalanced




Airport GSE




Stationary  
Energy Storage,  
AGVs / AMRs,  
Industrial  
Equipment




S8




S24




M24




M36




L48




X36/X48/X80



GSE




C48



Flux Power Presentation
10/4/2021
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## Customers Are Seeking Lower Cost & Higher Performance Lithium-ion Battery Packs

Flux Power battery packs mitigate operational pain points AND at a lower total cost of ownership



Attribute	Lead Acid Batteries	Flux Power Lithium-ion Battery Packs
<b>Performance</b>	Multiple batteries required for multi-shift operations	One battery required for multi-shift operations
<b>Lifespan*</b>	500-1,500 cycle life	2,000-3,500 cycle life
<b>Efficiency**</b>	Less efficient energy storage	More efficient energy usage (30-50%)
<b>Maintenance</b>	Regular watering, weekly equalization charges	No required regular maintenance
<b>Environmental</b>	Produces off gasses; acid spills require EPA reporting	Saves tons of CO2
<b>Cost</b>	Lower initial purchase cost per battery	Lower total cost of ownership

\* Based on disclosures by Enersys, East Penn, Flux Power supplier  
\*\* Based on Flux Power, Sept. 2020, Energy Efficiency Study for Fortune 50 US beverage distributor

Flux Power Presentation
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## Fortune 100 Customer ROI: 81% Savings\*

Global manufacturer with 80 Class 1 lift trucks in fleet

- 1 lithium-ion battery per lift truck
- 3 lead acid batteries per lift truck

**\$0.3M**

Battery Savings

**\$6.4M**

5-Year Total Savings

**\$5.8M**

Operating Savings

**81%**

% Savings vs Lead Acid

**\$0.2M**

Energy Savings

Environmental Impact

- ✓ 2,000+ tons of CO<sub>2</sub> Saved
- ✓ No EPA monthly lead acid reporting
- ✓ No acid spills in warehouse

Battery Costs *	Lead-Acid	Flux Power Lithium-ion	Net Savings
Price per Battery	\$6,500	\$22,000	-\$15,500
Total 5-Year Battery Cost	\$1,560,000	\$1,257,143	\$302,857
<b>Operating Costs</b>			
Total 5-Year Operating Cost	\$5,843,100	\$ -	\$5,843,100
<b>Energy Costs</b>			
Total 5-Year Cost	\$478,034	\$239,017	\$239,017
<b>5-Year Total</b>	<b>\$7,881,134</b>	<b>\$1,496,160</b>	<b>\$6,384,974</b>
<b>Annualized Total</b>	<b>\$1,576,227</b>	<b>\$229,232</b>	<b>\$1,276,995</b>

\* Information provided based on Flux Power, Aug, 2019, Lead-acid to Lithium cost savings study for Fortune 100 industrial equipment provider

S-Series, M-Series, L48, X-Series battery packs are designed to "plug and play" with lift equipment from most OEMs.

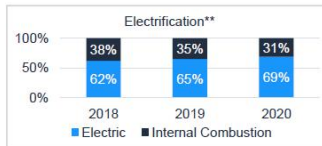
**~ 5%**

Estimated lithium-ion market share of electric forklifts\*

**\$2.5B**

Addressable annual market for electric forklifts\*\*

## Material Handling Equipment is a Mass Market



Industry trends:

Industry is undergoing a multi-year transition away from internal combustion to electric power

Adopting Flux Power's lithium-ion technology:

2030 Estimate***	
Electric Forklift Market Size	\$3B **
Lithium Market Share	70% (\$2B)
Flux Power Annual Revenue	\$800M

Major global beverage distributor selected Flux Power to help in transitioning their fleet to lithium-ion technology

Flux Power is supplying lithium-ion battery packs to many Fortune 500 fleets

\* Lithium-ion competitor estimated sales  
 \*\* ITA 2020 US Factory Shipments report  
 \*\*\* Forklift market growth 2% annually; lithium penetration grows 40% per year; Flux Power market share increases 2% a year

GSE Type	Description
Ground Support Equipment	Pushback Tractors
	Belt Loaders
	Baggage Tugs

**\$400M+**

Estimated market size\* of internal combustion GSE which can be replaced by electric (derived from public airline data)

## Flux Power Has the Infrastructure to Support the GSE Industry

Industry trends:

"Green Initiatives" to reduce emissions at airports ([SLC International](#)) favor a lithium-ion solution

Delta Air Lines announced \$1B spend to become carbon neutral in 10 years

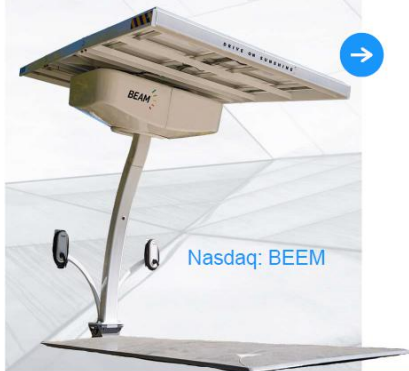
Only 15-25% of airline GSE fleets are electric – 75-85% of fleets are internal combustion which could be replaced by electric

Airlines adopting Flux Power's lithium-ion technology:

Major global airline selected Flux Power over other competitors to supply lithium-ion battery packs for their GSE fleet

\* Information provided based on Airline data on fleet sizes; Averest estimate on electric / internal combustion mix

The C-Series battery pack used in stationary energy storage is a natural product extension, which utilizes our modular design adapted for form & power requirements



## Stationary Energy Storage

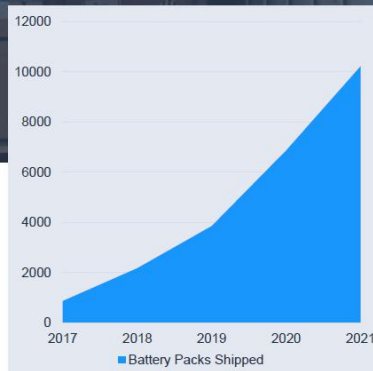
### Emerging New Applications

Electrification has allowed many new applications that require non-mobile power or backup power solutions to emerge

### Stationary Energy Storage Adopting Flux Power Lithium-ion

Regular monthly shipments to **Beam Global** as the exclusive supplier for their solar-powered EV charging stations

## Total Battery Packs Shipped Throughout North America





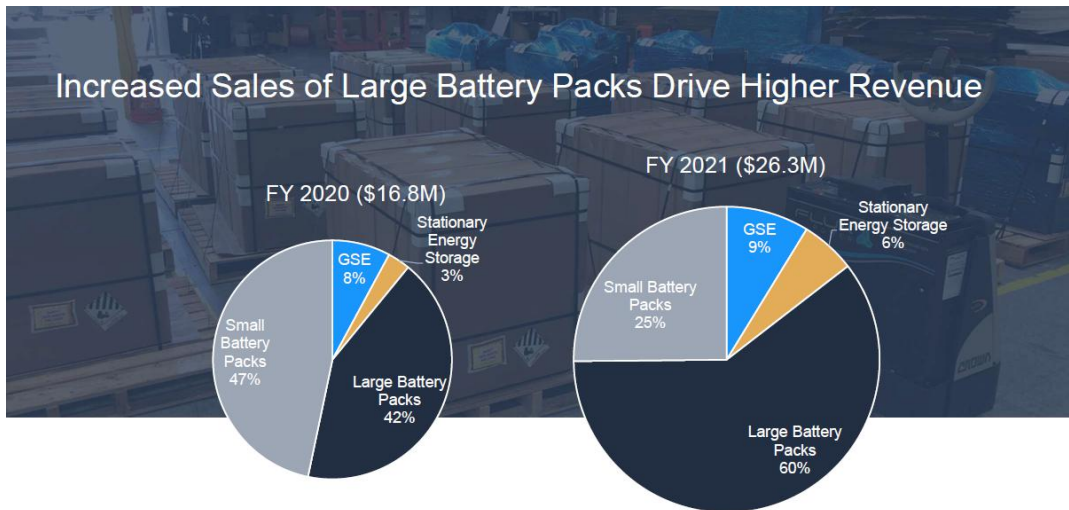
## Go To Market – Sales Channels by Sector

	Material Handling Equipment	Airport Ground Support Equipment	Stationary Energy Storage / Other
<b>OEMs</b>	Toyota, Crown Equip. Raymond, CLARK, Hyster-Yale, others	TLD, Charlotte, Trepel	BEAM Global, Autonomous shuttle mfg
<b>Sales Channel</b>	OEM national accounts sales, forklift dealers, & regional battery distributors, some direct sales	Averest (airline industry distributor)	Direct sales with regular scheduled deliveries
<b>End Users</b>	Pepsi, Frito Lay, JBS, Subaru, etc.	Delta Air Lines, etc.	Municipalities, other

## Diverse Customer Base in Multiple Segments

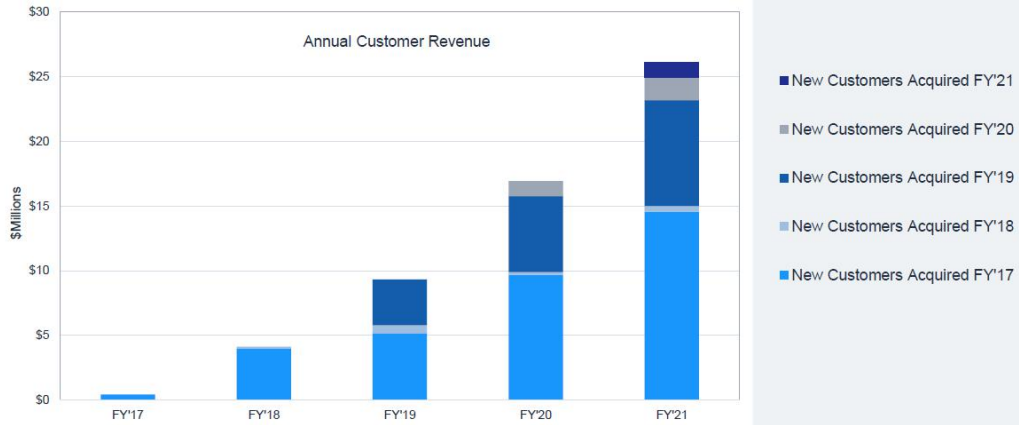


## Increased Sales of Large Battery Packs Drive Higher Revenue





## New Customer Acquisitions Create Long Term Relationships



## Innovative Design & Expertise



### Engineering Expertise

In-house engineering and software experts to design lithium-ion battery packs optimized for performance and safety.

Experience with thermodynamics, packaging, CAD & more



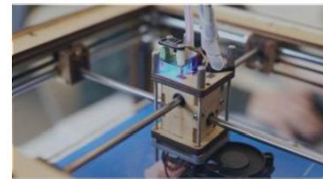
### Intellectual Property

2 protected IP patents:

- Patented BMS firmware & battery design

3 patents pending:

- Predictive balancing
- Battery State Of Health insights
- Battery pack life improvements



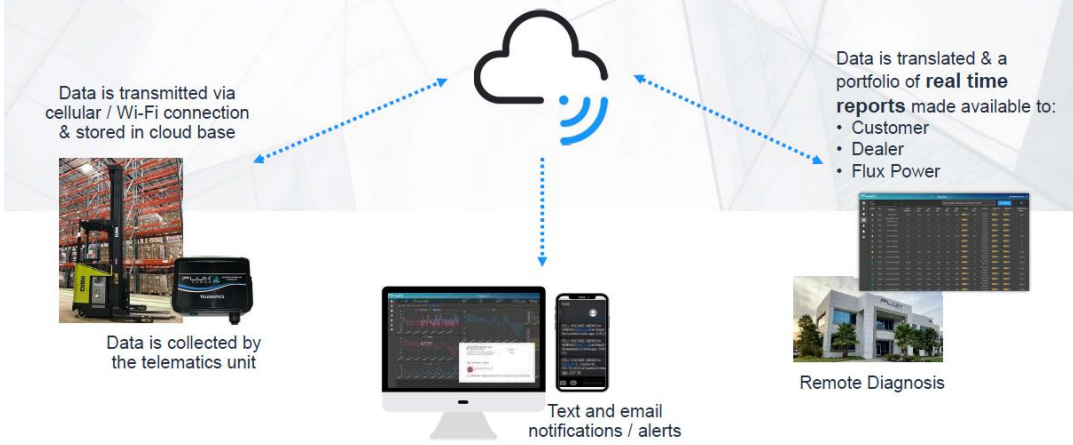
### Prototyping and Testing

Third party validation of highest safety & durability standards; result of significant investment.

In-house testing includes, drop testing, vibration, electrical & more

3D printing technology to rapidly develop prototypes

# SkyBMS Telematics: Access to Fleet Management Anywhere & Anytime

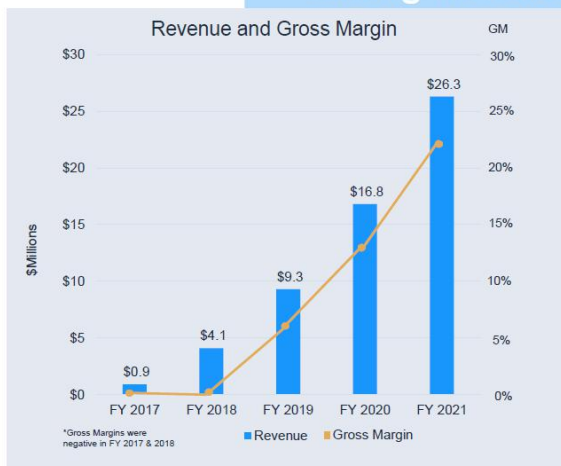


## Manufacturing at Flux Power

<p><b>Strategy</b></p> <ul style="list-style-type: none"> <li>• Deploying lean manufacturing concepts to focus on performance</li> </ul>	<p><b>Quality</b></p> <ul style="list-style-type: none"> <li>• ISO9001 certified to ensure consistent quality products</li> </ul>	<p><b>Facility</b></p> <ul style="list-style-type: none"> <li>• 64,000 sq ft facility can support production for \$100M annual revenue</li> </ul>	<p><b>Flexibility</b></p> <ul style="list-style-type: none"> <li>• Modular product design allows assembly resources to shift based on customer demand</li> </ul>
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## Strong Revenue Growth & Gross Margin



- Substantial positive revenue growth despite Covid-19
- Gross margin increased to 22.1% in FY'21 from 13.0% in FY'20

# Flux Power Financial Snapshot

FLUX POWER

Nasdaq:  
FLUX

Closing Price (10/1/21):	\$5.08
52 Week Range	\$4.89 - \$22.50
Market Cap	\$81M
Shares Outstanding	16.0M
Revenue FY'21	\$26.3M
Gross Margin FY'21	22.1%
Borrowing on Lines of Credit*	\$0.0

\* No long-term debt.

## Management Team

FLUX POWER



**Ron Dutt**  
Chief Executive Officer



**Jon Berry**  
Chief Operating Officer



**Chuck Scheiwe**  
Chief Financial Officer



**Paulus Geantil**  
Chief Technology Officer



**Tod Kilgore**  
Director of Sales



**Tim Vaughan**  
Director of Engineering



**Justin Forbes**  
Director of Business Development



**Kim Urban**  
Director of HR



**Jeff Mason**  
Director of Manufacturing



# Environmental, Social, and Governance

## Environmental

- Products save tons of carbon dioxide from environment due to efficiency of lithium
- No direct emissions (unlike propane or diesel)
- 30-50% more energy efficient than lead acid batteries
- Don't use toxic materials like lead or volatile Cobalt
- Safe disposal of hazardous materials

## Social

- Provide good quality jobs, have a diverse workforce
- Product & employee safety - Safety is a key focus, UL certification for our products
- Provide benefits that enhance the well-being of our employees and their families / dependents

## Governance

- Implemented Board of Directors diversity goals
- Management Team with deep skill sets
- Audit, governance, & compensation committees
- SEC filings / compliance

# Lithium-ion Disruption is Here

- 1 Lithium-ion technology enables transformational change for many different industries
- 2 Lithium-ion adoption is growing at high double-digit rate
- 3 Flux Power goal is to be the leader in the adoption of lithium-ion battery packs in multiple sectors



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