

SECURITIES & EXCHANGE COMMISSION EDGAR FILING

Flux Power Holdings, Inc.

Form: 4

Date Filed: 2019-03-18

Corporate Issuer CIK: 1083743

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL						
OMB Number:	3235-0287					
Estimated average	burden hours					

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

0.5 per response...

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Type	Responses)														
Name and Address of Reporting Person Berry Jonathan Andrew								or Trading S	•	5	Relationship of Reporting Person(s) to Issuer				
	(Last) (First) (Middle) 3. Date of Earliest Transaction (OFLUX POWER HOLDINGS, INC., 985 03/15/2019 POINSETTIA AVENUE. SUITE A				n (Month/D	ay/Year)		X_ Officer (give tit	le below)		(specify below)				
(Street) 4. If Amendment, Date O				e Origin	al FiledMont	n/Day/Year)		Individual or Joint/Group Filing(Check Applicable Line) Form filed by One Reporting Person Form filed by More than One Reporting Person							
(City)		(State)	(Zip)				Table	e I - Non-D	erivative Secu	ities Acquir	ed, Disposed o	of, or Benef	ficially Owned		
1.Title of Sec (Instr. 3)	urity		2. Transactio Date (Month/Day/\	Exe Year) any	cutio	emed on Date, if Day/Year)	3. Trans Code (Instr. 8	3)	4. Securities Ad (A) or Disposed (Instr. 3, 4 and (A) Amount (D	or Fo	Amount of Sec illowing Reporte str. 3 and 4)				Beneficial Ownership
			class of securities						(-	, []				(
			Tabl					form a OMB o		l to respond eneficially O	ection of inform unless the for wned				1474 (9-02)
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security		Execution Date, if	4. Transacti Code		5. Number Derivative Securities Acquired Disposed (Instr. 3, 4	er of e s (A) or l of (D)	6. Date Exercisable a Expiration Date (Month/Day/Year)		7. Title and	e and Amount of B. Price of 9. Number of Derivative 3 and 4) Security (Instr. 5) Beneficially Owned Following		10. 11. Nature Ownership of Indirect Form of Beneficial Derivative Ownershi Security: (Instr. 4) Direct (D) or Indirect		
					.,	(A)	(D)	Date Exercisab	Expiration e Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)	(I) (Instr. 4)	
				Code	V	(A)	(D)				Onaros				

Reporting Owners

Deposition Occupes Name / Address	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
Berry Jonathan Andrew C/O FLUX POWER HOLDINGS, INC. 985 POINSETTIA AVENUE, SUITE A VISTA, CA 92081			COO					

Signatures

/s/ Jonathan Berry	03/15/2019
-Signature of Reporting Person	Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- Pursuant to the stock option, Reporting Person has a right to purchase up to 300,000 shares of common stock of Issuer. The stock option vests over a 3 year period in quarterly installments, with (1) 25% vesting on March 15, 2019. The exercise price is the fair market value of Issuer's common stock, which is \$1.36 per share based on the Issuer's 30day volume-weighted average price on March

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB A	PPROVAL
OMB Number:	3235-0287
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per response	0.5

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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(Print or Type	Responses)																	
Name and Address of Reporting Person Berry Jonathan Andrew					Issuer Name and Ticker or Trading Symbol Flux Power Holdings, Inc. [FLUX]								Relationship of Reporting Person(s) to Issuer (Check all applicable) Director					
(Last) (First) (Middle) C/O FLUX POWER HOLDINGS, INC., 985 POINSETTIA AVENUE. SUITE A					3. Date of Earliest Transaction (Month/Day/Year) 03/15/2019								Director 10% Owner X Officer (give title below) Other (specify below) COO					
VISTA, CA	92081	(Street)		4. If Amendment, Date Original				If Amendment, Date Original FiledMonth/Day/Year)						Individual or Joint/Group Filing(Check Applicable Line) X_Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)		(State)	(Zip)				Table	e I - N	on-De	rivative	Securit	ties Acquire	ed, Disposed o	of, or Benef	ficially Owned			
1.Title of Secu (Instr. 3)	urity		2. Transactio Date (Month/Day/\)	Exe Year) any		n Date, if	3. Trans Code (Instr. 8		(.	I. Securit A) or Dis Instr. 3,	posed (of (D) Fo) (In	Amount of Sec Ilowing Reporte str. 3 and 4)		•	6. Ownership Form: Direct (D) or Indirect (I)	Beneficial Ownership	
							Coc	le	V	Amount	(D)	Price				(Instr. 4)		
			Tabl					fo C quirec	orm ar OMB co I, Disp	e not recontrol nu	quired to imber. or Ber	to respond			tained in this a currently va		1474 (9-02)	
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security		Execution Date, if	4. Transacti Code	Securities Expiration (Month/D		Date Exercisable and 7. Title biration Date Underly			7. Title and	e and Amount of 8. Price of lying Securities Derivative		9. Number of Derivative Securities Beneficially Owned Following Reported	Ownership Form of Derivative Security: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)			
				Code	٧	(A)	(D)	Date Exer	cisable	Expirat Date	ion	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)	(I) (Instr. 4)		
Stock Option (1)	\$ 1.36	03/15/2019		Α		300,00	00		<u>(1)</u>	05/15	/2029	Common	300,000	<u>(1)</u>	300,000	D		
Reportii	ng Owr	ners																

Deposition Occupes Name / Address	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
Berry Jonathan Andrew C/O FLUX POWER HOLDINGS, INC. 985 POINSETTIA AVENUE, SUITE A VISTA, CA 92081			COO					

Signatures

/s/ Jonathan Berry	03/15/2019
-Signature of Reporting Person	Date

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