

SECURITIES & EXCHANGE COMMISSION EDGAR FILING

Flux Power Holdings, Inc.

Form: D

Date Filed: 2018-12-27

Corporate Issuer CIK: 1083743

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

OMB APPROVAL
OMB Number: 3235-0076
Estimated Average burden hours per response: 4.0

1. Issuer's Identity		
CIK (Filer ID Number)	Previous Name(s) None	Entity Type
0001083743	Lone Pine Holdings, Inc	€ Corporation
Name of Issuer	Australian Forest	C Limited Partnership
Flux Power Holdings, Inc.	Industries	C Limited Liability Company
Jurisdiction of Incorporation/Organization	MULTI TECH INTERNATIONAL CORP	General Partnership
NEVADA		C Business Trust
Year of Incorporation/Organiza	tion	C Other
Over Five Years Ago		
C Within Last Five Years (Specify Year)		
C Yet to Be Formed		



3. Related Pe	rsons						
Last Name		First Name			Middle	Name	
Dutt		Ronald					
Street Address 1			S	Street Address 2			
985 Poinsettia Ave	enue, Suite A						
City		State/Province	Cou	ntry	ZIP/Pos	stal Code	
Vista		CALIFORNIA			92081		
Relationship:	Executi	ve Officer	₽	Director		Promoter	
Clarification of Respon	nse (if Necessa	ıry)					
Last Name		First Name			Middle	Name	
Johnson		Michael					
Street Address 1			S	Street Address 2	!		
985 Poinsettia Ave	enue, Suite A		Ī				
City		State/Province	Cou	ntry	ZIP/Pos	stal Code	
Vista		CALIFORNIA			92081		
Relationship:	Executi	ve Officer	V	Director		Promoter	
Clarification of Respon	nse (if Necessa	ıry)					
	, , , , , , , , , , , , , , , , , , , ,	**					

Last Name		First Name		Middle	Name
Anthony		Christopher		L	
Street Address 1	Street Address 1		Street Address 2		
985 Poinsettia Aver	ue, Suite	A			
City		State/Province	/Country	ZIP/Pos	stal Code
Vista		CALIFORNIA		92081	ı
Relationship:	Execu	tive Officer	Director		Promoter
Clarification of Respons	se (if Necess	ary)			
Last Name		First Name		Middle	Name
Gevarges		James			
Street Address 1			Street Address 2	2	
985 Poinsettia Aver	ue, Suite A	4			
City		State/Province	/Country	ZIP/Pos	stal Code
Vista		CALIFORNIA		92081	
Relationship:	Execu	tive Officer	□ Director		Promoter
Clarification of Respons	e (if Necess	ary)			
Last Name		First Name		Middle	Name
Scheiwe		Charles		Α.	
Street Address 1		<u> </u>	Street Address 2	! <u>'</u>	
985 Poinsettia Aver	nue, Suite A	1			
City		State/Province	/Country	ZIP/Pos	stal Code
Vista		CALIFORNIA 92081		ı	
Relationship:	Execu	tive Officer	Director		Promoter
Clarification of Respons	se (if Necess	ary)			

4. Industry Group

Banking & Financial Services C Commercial Banking C Insurance C Investing C Investing C Investment Banking C Investment Banking C Investment Banking C Investment Banking C Investment Fund Other Banking & Financial C Services Business Services Energy C Coal Mining C Electric Utilities C Energy Conservation C Environmental Services C Oil & Gas C Other Real Estate C Other Size No Revenues S1 - \$1,000,000 S1,000,001 - \$25,000,000 S25,000,001 - \$25,000,000 C S25,000,001 - \$100,000,000 C Over \$100,000,000 C Decline to Disclose C Residential C Over \$100,000,000 C Decline to Disclose C Residential C Over \$100,000,000 C Over \$100,000,000 C Decline to Disclose	C Agriculture	Health Care Retailing
Commercial Banking Chrysesting Cheering Chryesting Chrysesting Charleston Chrysesting Chrysesting Chrysesting Chrysesting Chrysesting Chrysesting Chry	Banking & Financial Services	C Biotechnology
Compesting Compesting Compesting Compesting Compesting Compesting Compesting Compesting Competition Co	No. of Co.	7
Computers Computers Computers Computers Contended Investment Fund Cother Banking & Financial Cother Tavel Coth		Technology
Conversement Fund Other Banking & Financial Oservices Business Services Energy Coal Mining Centry Utilities Cenergy Conservation Centry Conservation Construction Centry Conservation Centry Conservation Construction Construction Centry Conservation Construction Conservation Conserv	A-20	C Computers
Other Banking & Financial Services Business Services Energy Coal Mining Commercial Commercial Commercial Commercial Commercial Construction Commercial Conservation Commercial Conservation		o the first transfer out o
Business Services Business Services Energy C Coal Mining C Electric Utilities C Energy Commercial C Energy Conservation C Energy Conservation C Energy Conservation C Environmental Services C Other Energy C Other Energy C Other Real Estate C Other Travel C Construction C Environmental Services C Other Energy C Other Real Estate C Other Travel C Other Travel C Residential C Other Real Estate C Other Travel C Other		C Other Technology
Business Services Energy C Coal Mining C Construction C Energy Commercial C Construction C Energy Commercial C Construction C Energy Conservation C Environmental Services C Oil & Construction C Environmental Services C Oil & Conservation C Environmental Services C Oil & Construction C Environmental Services C Oil & Construction C Residential C Other Travel C Other Travel C Other Real Estate C Other Travel C Other Travel C Other Travel C Other Real Estate C Other Travel C Other C	C Services	
Commercial Coal Mining Clectric Utilities Clectric	Business Services	
C Electric Utilities C Energy Conservation C Environmental Services C Oil & Gas C Other Travel C Residential C Other Real Estate C Other Securities C Other Real Estate C Other Securities C Other Real Estate C Other Real Estate C Other Real Estate C Other Securities C Other Real Estate C Other Securities C Other Real Estate C Other Securities C	7000	C Commercial Tourism & Travel
C Energy Conservation C Environmental Services C Oil & Gas C Other Energy C Oil & Gas C Other Energy C Other Energy C Other Energy C Other Real Estate C No Aggregate Net Asset Value Range C Other Real Estate Section 90,000,000 C St.000,000 C Over \$100,000,000 C St.000,000	A-E0	C Construction Services
C Environmental Services C Other Real Estate C No Aggregate Net Asset Value Range C Stoop,001 - \$100,000,000 C \$1 - \$100,000,000 C \$1 - \$100,000,000 C \$1 - \$100,000,000 C \$25,000,001 - \$100,00		C REITS & Finance C Other Travel
C Oil & Gas C Other Energy No Revenues		35 0110
No. Aggregate Net Asset Value Range No. Revenues St. 1,000,000 St.000,001 - \$5,000,000 St.000,001 - \$25,000,000 St.000,001 - \$25,000,000 St.000,001 - \$25,000,000 St.000,001 - \$25,000,000 St.000,000 - \$25,000,000 St.000,000 - \$25,000,000 St.000,000 - \$100,000,000 St.000,000 - \$100,000 St.000,000 - \$100,000,000 St.000,000 - \$100,000,000 St.000,000 - \$100,000,000 St.000,000 - \$100,000,000 St.000,000 - \$100,000 St.000,000 - \$100	C Oil & Gas	Other Real Estate
No Revenues	C Other Energy	
No Revenues \$1 - \$1,000,000 \$1,000,001 - \$5,000,000 \$1,000,001 - \$5,000,000 \$5,000,001 - \$25,000,000 \$5,000,001 - \$25,000,000 \$25,000,001 - \$25,000,000 \$25,000,001 - \$25,000,000 \$25,000,001 - \$25,000,000 \$25,000,001 - \$20,000,000 \$20,001 - \$20,000 \$20,001 - \$20,000,000 \$20,0	5. Issuer Size	
Si - \$1,000,000	evenue Range	Aggregate Net Asset Value Range
\$\$\frac{1}{2}\text{i}\text{i}\text{000}\text{,001} - \frac{1}{2}\text{5}\text{,000}\text{,000} - \frac{1}{2}\text{,000}\text{,000} - \frac{1}{2}\text{,000}\text{,000}\text{,000} - \frac{1}{2}\text{,000}\text{,000}\text{,000} - \frac{1}{2}\text{,000}\text{,000}\text{,000} - \frac{1}{2}\text{,000}\text{,000}\text{,000} - \frac{1}{2}\text{,000},000	No Revenues	No Aggregate Net Asset Value
S\$,000,001 - \$25,000,000 S\$5,000,001 - \$100,000,000 Over \$100,000,000 Over \$100,000,000 Decline to Disclose Not Applicable Not Applicabl	\$1 - \$1,000,000	C \$1 - \$5,000,000
\$25,000,001 - \$100,000,000 Cover \$100,000 Cove	\$1,000,001 - \$5,000,000	C \$5,000,001 - \$25,000,000
Over \$100,000,000 Decline to Disclose Not Applicable Not Appl	\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000
Decline to Disclose Not Applicable C Decline to Disclose Not Applicable C Not Appl	\$25,000,001 - \$100,000,000	\$50,000,001 - \$100,000,000
Decline to Disclose Not Applicable Not Applic		NEC
Not Applicable O Not Applicab		
Rule 504 (b)(1)(ii) Rule 504 (b)(1)(iii) Rule 505 (c) Rule 505 (c) Rule 505 (c) Rule 505 (c) Rule 506 (b) Rule 506 (c) Rule 506 (c) Rule 506 (c) Rule 508 (c) Rule		A=1
Rule 504(b)(1) (not (i), (ii)	Not Applicable	Not Applicable
Rule 504 (b)(1)(iii)	Rule 504(b)(1) (not (i), (ii)	□ Rule 505
Rule 504 (b)(1)(iii)	Rule 504 (b)(1)(i)	Rule 506/h)
Rule 504 (b)(1)(iii)		
Investment Company Act Section 3(c) First Sale Yet to Occur Amendment Investment Company Act Section 3(c) First Sale Yet to Occur Amendment Investment Sale 2018-12-26 First Sale Yet to Occur Amendment Investment Sale Yet to Occur Amendment Investment Sale Yet to Occur First Sale Yet to Occur Amendment Investment Sale Yet to Occur First Sale Yet to Occur First Sale Yet to Occur Amendment Investment Sale Yet to Occur First Sale Yet to Occur First Sale Yet to Occur First Sale Yet to Occur Amendment First Sale Yet to Occur		I™ Rule 506(c)
New Notice Date of First Sale 2018-12-26 First Sale Yet to Occur Amendment Duration of Offering Des the Issuer intend this offering to last more than one year? Yes No Type(s) of Securities Offered (select all that apply) Pooled Investment Fund Interests Tenant-in-Common Securities Option, Warrant or Other Right to	Rule 504 (b)(1)(iii)	Securities Act Section 4(a)(5)
New Notice Date of First Sale 2018-12-26 First Sale Yet to Occur Amendment Duration of Offering Des the Issuer intend this offering to last more than one year? Yes No Type(s) of Securities Offered (select all that apply) Pooled Investment Fund Interests Tenant-in-Common Securities Debt Mineral Property Securities Option, Warrant or Other Right to		☐ Investment Company Act Section 3(c)
New Notice Date of First Sale 2018-12-26 First Sale Yet to Occur Amendment Duration of Offering Des the Issuer intend this offering to last more than one year? Yes No Type(s) of Securities Offered (select all that apply) Pooled Investment Fund Interests Tenant-in-Common Securities Debt Mineral Property Securities Option, Warrant or Other Right to		
New Notice Date of First Sale 2018-12-26 First Sale Yet to Occur Amendment Duration of Offering Des the Issuer intend this offering to last more than one year? Yes No Type(s) of Securities Offered (select all that apply) Pooled Investment Fund Interests Tenant-in-Common Securities Debt Mineral Property Securities Option, Warrant or Other Right to		
Amendment Duration of Offering Des the Issuer intend this offering to last more than one year? Yes No Type(s) of Securities Offered (select all that apply) Pooled Investment Fund Interests Tenant-in-Common Securities Option, Warrant or Other Right to	7. Type of Filing	
Duration of Offering Des the Issuer intend this offering to last more than one year? Yes No Type(s) of Securities Offered (select all that apply) Pooled Investment Fund Interests Tenant-in-Common Securities Option, Warrant or Other Right to	New Notice Date of First Sa	le 2018-12-26 First Sale Yet to Occur
Duration of Offering Des the Issuer intend this offering to last more than one year? Yes No Type(s) of Securities Offered (select all that apply) Pooled Investment Fund Interests Tenant-in-Common Securities Option, Warrant or Other Right to	Amendment	
Pooled Investment Fund Interests Tenant-in-Common Securities Debt Mineral Property Securities Option, Warrant or Other Right to		
Pooled Investment Fund Interests Tenant-in-Common Securities Debt Mineral Property Securities Option, Warrant or Other Right to		
Pooled Investment Fund Interests Tenant-in-Common Securities Debt Mineral Property Securities Option, Warrant or Other Right to		
Pooled Investment Fund Interests Tenant-in-Common Securities Debt Mineral Property Securities Option, Warrant or Other Right to	R Duration of Offering	
Type(s) of Securities Offered (select all that apply) Pooled Investment Fund Interests Tenant-in-Common Securities Option, Warrant or Other Right to	. Duration of Offering	ne.
Pooled Investment Fund Interests Tenant-in-Common Securities Debt Option, Warrant or Other Right to	oes the Issuer intend this offering to	o last more than one year?
Pooled Investment Fund Interests Tenant-in-Common Securities Debt Option, Warrant or Other Right to		
Pooled Investment Fund Interests Tenant-in-Common Securities Debt Option, Warrant or Other Right to	7 Type(s) of Socurition	s Offered (select all that apply)
Interests Tenant-in-Common Securities Debt Option, Warrant or Other Right to	71	s Oliefed (select all that apply)
Securities Option, Warrant or Other Right to		Equity
Mineral Property Securities Option, Warrant or Other Right to	(I)	□ Deht
	Securities	
oquito mitution occurrity		

Acquire Securit	у			
		Common Sto	ck	
10. Business	- Cambinatio	n Trans	action	
Is this offering being combination transact exchange offer?			and the same of th	lo
Clarification of Resp	onse (if Necessary)			
11. Minimun	n Investment	t		
Minimum investmen	t accepted from any	\$ 50	0000	JSD
outside investor				
12. Sales Co	mooncation		_	_
	mpensalion		Paginiant CDD Number	None
Recipient	National Ad		Recipient CRD Number	None
Herndon Plant C	Dakiey, Ltd.		44971	
(Associated) Broker	or Dealer	None	(Associated) Broker or Deale CRD Number	er None
Street Address 1			Street Address 2	
800 N. Shoreline	, Suite 2200 Soutl	h		
City		State	e/Province/Country	ZIP/Postal Code
Corpus Christi		TE	EXAS	78401
State(s) of Solicitation	on	es Γ Fo	oreign/Non-US	
	_	•		
LOUISIANA				
TEXAS				
13. Offering	and Sales A	mounts		
Total Offering				
Amount	\$ 5000000	US	D Indefinite	
Total Amount Sold	\$ 3695010	US	D	
Total Remaining to be Sold	\$ 1304990	US	D Indefinite	
Clarification of Resp	onse (if Necessarv)			
14. Investors	S			
Select if sec	urities in the offerin	g have been o	r may be sold to persons	
who do not	qualify as accredited	d investors,	already have invested in	
the offering				
			ng have been or may be	
			ted investors, enter the vested in the offering:	-1

Security to be Acquired
Upon Exercise of Option,
Warrant or Other Right to

Other (describe)

15. Sales Commissions & Finders' Fees Expenses

Sales Commissions	\$ 0	USD	□ Estimate
Finders' Fees	\$ 0	USD	□ Estimate
Clarification of Response (if Neces	sary)		
_			

16. Use of Proceeds

Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to any of the persons required to be named as executive officers, directors or promoters in response to Item 3 above. If the amount is unknown, provide an estimate and check the box next to the amount.

\$ 0	USD	Estimate
	_	

Clarification of Response (if Necessary)

Signature and Submission

Please verify the information you have entered and review the Terms of Submission below before signing and clicking SUBMIT below to file this notice.

Terms of Submission

In submitting this notice, each Issuer named above is:

- Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, the information furnished to offerees.
- Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of the State in which the Issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against it in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.
- Certifying that, if the issuer is claiming a Regulation D exemption for the offering, the issuer is not disqualified from relying on Regulation D for one of the reasons stated in Rule 505(b) (2)(iii) or Rule 506(d).

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

Issuer	Signature	Name of Signer	Title	Date
Flux Power Holdings, Inc.	/s/ Charles A. Scheiwe		Chief Financial Officer	2018-12-26



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

OMB APPROVAL
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Estimated Average burden hours per response: 4.0

1. Issuer's Identity		
CIK (Filer ID Number)	Previous Name(s) None	Entity Type
0001083743	Lone Pine Holdings, Inc	€ Corporation
Name of Issuer	Australian Forest	C Limited Partnership
Flux Power Holdings, Inc.	Industries	C Limited Liability Company
Jurisdiction of Incorporation/Organization	MULTI TECH INTERNATIONAL CORP	General Partnership
NEVADA		C Business Trust
Year of Incorporation/Organiza	tion	C Other
Over Five Years Ago		
C Within Last Five Years (Specify Year)		
C Yet to Be Formed		



3. Related Pe	rsons						
Last Name		First Name			Middle	Name	
Dutt		Ronald					
Street Address 1			S	Street Address 2			
985 Poinsettia Ave	enue, Suite A						
City		State/Province	Cou	ntry	ZIP/Pos	stal Code	
Vista		CALIFORNIA			92081		
Relationship:	Executi	ve Officer	₽	Director		Promoter	
Clarification of Respon	nse (if Necessa	ıry)					
Last Name		First Name			Middle	Name	
Johnson		Michael					
Street Address 1			S	Street Address 2	!		
985 Poinsettia Ave	enue, Suite A		Ī				
City		State/Province	Cou	ntry	ZIP/Pos	stal Code	
Vista		CALIFORNIA			92081		
Relationship:	Executi	ve Officer	V	Director		Promoter	
Clarification of Respon	nse (if Necessa	ıry)					
	, , , , , , , , , , , , , , , , , , , ,	**					

Last Name		First Name			Middle	Name
Anthony		Christopher		L		
Street Address 1		Street Address 2		l <u> </u>		
985 Poinsettia Aver	ue, Suite A	4	Г			
City		State/Province/Country		ZIP/Postal Code		
Vista		CALIFORNIA			92081	ı
<u>l</u>						
Relationship:	Execu	tive Officer	V	Director		Promoter
Clarification of Respons	se (if Necess	ary)				
Last Name		First Name			Middle Name	
Gevarges		James				
Street Address 1			Stre	eet Address 2		
985 Poinsettia Aver	ue, Suite A	4				
City		State/Province	/Countr	у	ZIP/Pos	stal Code
Vista		CALIFORNIA		92081		
Relationship:	Execu	tive Officer		Director		Promoter
Clarification of Respons	se (if Necess	ary)				
,						
Last Name		First Name			Middle	Name
Scheiwe		Charles			A.	
Street Address 1			Stre	eet Address 2		
985 Poinsettia Aver	ue, Suite	4				
City		State/Province	/Countr	у	ZIP/Pos	stal Code
Vista		CALIFORNIA		92081		
Relationship:	Execu	tive Officer		Director		Promoter
Clarification of Respons	se (if Necess	sary)				

4. Industry Group

	Retailing
Banking & Financial Services	C Biotechnology
C Commercial Banking	C Health Insurance C Restaurants
C Insurance	C Hospitals & Physicians Technology C Pharmaceuticals
C Investing	O Other Health Care
Investment Banking Bested Investment Fund	C Telecommunications
C Pooled Investment Fund Other Banking & Financial	C Other Technology
C Services	Travel C Manufacturing C Airlines & Airports
Business Services	Real Estate C Lodging & Conventions
Energy	C Commercial Tourism & Travel
C Coal Mining C Electric Utilities	C Construction C Services
C Energy Conservation	C REITS & Finance C Other Travel
C Environmental Services	C Residential © Other
C Oil & Gas	C Other Real Estate
C Other Energy	
5. Issuer Size	
evenue Range	Aggregate Net Asset Value Range
No Revenues	No Aggregate Net Asset Value
\$1 - \$1,000,000	C \$1 - \$5,000,000
\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000
\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000
\$25,000,001 - \$100,000,000	\$50,000,001 - \$100,000,000
Over \$100,000,000	Over \$100,000,000
Decline to Disclose	C Decline to Disclose
	O Not Applicable
Not Applicable	and the second
6. Federal Exemption(
5. Federal Exemption(apply)	(s) and Exclusion(s) Claimed (select all that
5. Federal Exemption(apply) Rule 504(b)(1) (not (i), (ii) or (iii))	(s) and Exclusion(s) Claimed (select all that
6. Federal Exemption(apply) Rule 504(b)(1) (not (i), (ii)	(s) and Exclusion(s) Claimed (select all that
S. Federal Exemption(apply) Rule 504(b)(1) (not (i), (ii) or (iii))	(s) and Exclusion(s) Claimed (select all that
S. Federal Exemption(apply) Rule 504(b)(1) (not (i), (ii) or (iii)) Rule 504 (b)(1)(i)	(s) and Exclusion(s) Claimed (select all that
Rule 504(b)(1)(ii) Rule 504 (b)(1)(ii) Rule 504 (b)(1)(ii)	(s) and Exclusion(s) Claimed (select all that Rule 505 Rule 506(b) Rule 506(c) Securities Act Section 4(a)(5)
6. Federal Exemption(apply) Rule 504(b)(1) (not (i), (ii) or (iii)) Rule 504 (b)(1)(i) Rule 504 (b)(1)(ii)	(s) and Exclusion(s) Claimed (select all that
6. Federal Exemption(apply) Rule 504(b)(1) (not (i), (ii) or (iii)) Rule 504 (b)(1)(i) Rule 504 (b)(1)(ii)	(s) and Exclusion(s) Claimed (select all that Rule 505 Rule 506(b) Rule 506(c) Securities Act Section 4(a)(5)
6. Federal Exemption(apply) Rule 504(b)(1) (not (i), (ii) or (iii)) Rule 504 (b)(1)(ii) Rule 504 (b)(1)(ii)	(s) and Exclusion(s) Claimed (select all that Rule 505 Rule 506(b) Rule 506(c) Securities Act Section 4(a)(5) Investment Company Act Section 3(c)
6. Federal Exemption(apply) Rule 504(b)(1) (not (i), (ii) or (iii)) Rule 504 (b)(1)(ii) Rule 504 (b)(1)(iii) Rule 504 (b)(1)(iii)	(s) and Exclusion(s) Claimed (select all that Rule 505 Rule 506(b) Rule 506(c) Securities Act Section 4(a)(5) Investment Company Act Section 3(c)
Rule 504 (b)(1)(iii)	(s) and Exclusion(s) Claimed (select all that Rule 505 Rule 506(b) Rule 506(c) Securities Act Section 4(a)(5) Investment Company Act Section 3(c)
Rule 504(b)(1) (not (i), (ii) or (iii)) Rule 504 (b)(1)(ii) Rule 504 (b)(1)(iii) Rule 504 (b)(1)(iii) Rule 504 (b)(1)(iii) New Notice Date of First Sa	(s) and Exclusion(s) Claimed (select all that Rule 505 Rule 506(b) Rule 506(c) Securities Act Section 4(a)(5) Investment Company Act Section 3(c)
6. Federal Exemption(apply) Rule 504(b)(1) (not (i), (ii) or (iii)) Rule 504 (b)(1)(ii) Rule 504 (b)(1)(iii) Rule 504 (b)(1)(iii) 7. Type of Filing New Notice Date of First Sa	(s) and Exclusion(s) Claimed (select all that Rule 505 Rule 506(b) Rule 506(c) Securities Act Section 4(a)(5) Investment Company Act Section 3(c)
6. Federal Exemption(apply) Rule 504(b)(1) (not (i), (ii) or (iii)) Rule 504 (b)(1)(ii) Rule 504 (b)(1)(iii) Rule 504 (b)(1)(iii) 7. Type of Filing New Notice Date of First Sa	(s) and Exclusion(s) Claimed (select all that Rule 505 Rule 506(b) Rule 506(c) Securities Act Section 4(a)(5) Investment Company Act Section 3(c)
Rule 504(b)(1) (not (i), (ii) or (iii)) Rule 504 (b)(1)(ii) Rule 504 (b)(1)(iii) Rule 504 (b)(1)(iii) Rule 504 (b)(1)(iii) V. Type of Filing New Notice Date of First Salamendment	(s) and Exclusion(s) Claimed (select all that Rule 505 Rule 506(b) Securities Act Section 4(a)(5) Investment Company Act Section 3(c) ale 2018-12-26 First Sale Yet to Occur
Rule 504(b)(1) (not (i), (ii) or (iii)) Rule 504 (b)(1)(ii) Rule 504 (b)(1)(iii) Rule 504 (b)(1)(iii) Rule 504 (b)(1)(iii) V. Type of Filing New Notice Date of First Salamendment	(s) and Exclusion(s) Claimed (select all that Rule 505 Rule 506(b) Securities Act Section 4(a)(5) Investment Company Act Section 3(c) ale 2018-12-26 First Sale Yet to Occur
Rule 504(b)(1) (not (i), (ii) or (iii)) Rule 504 (b)(1)(ii) Rule 504 (b)(1)(iii) Rule 504 (b)(1)(iii) Rule 504 (b)(1)(iii) Aule 504 (b)(1)(iiii) Aule 504 (b)(1)(iiii) Aule 504 (b)(1)(iiii) Aule 504 (b)(1)(iiii)	(s) and Exclusion(s) Claimed (select all that Rule 505 Rule 506(b) Securities Act Section 4(a)(5) Investment Company Act Section 3(c) ale 2018-12-26 First Sale Yet to Occur
6. Federal Exemption(apply) Rule 504(b)(1) (not (i), (ii) or (iii)) Rule 504 (b)(1)(ii) Rule 504 (b)(1)(iii) Rule 504 (b)(1)(iii) 7. Type of Filing New Notice Date of First Sa	(s) and Exclusion(s) Claimed (select all that Rule 505 Rule 506(b) Securities Act Section 4(a)(5) Investment Company Act Section 3(c) ale 2018-12-26 First Sale Yet to Occur
6. Federal Exemption(apply) Rule 504(b)(1) (not (i), (ii) or (iii)) Rule 504 (b)(1)(ii) Rule 504 (b)(1)(iii) Rule 504 (b)(1)(iii) New Notice Date of First Sa Amendment B. Duration of Offering to see the Issuer intend this offering the Issuer Intend	(s) and Exclusion(s) Claimed (select all that Rule 505 Rule 506(b) Securities Act Section 4(a)(5) Investment Company Act Section 3(c) ale 2018-12-26 First Sale Yet to Occur
6. Federal Exemption(apply) Rule 504(b)(1) (not (i), (ii) or (iii)) Rule 504 (b)(1)(ii) Rule 504 (b)(1)(iii) Rule 504 (b)(1)(iii) 7. Type of Filing New Notice Date of First Sa Amendment B. Duration of Offering to be the Issuer intend this offering to be the Issuer intend this offering to be a superior of Securitie Pooled Investment Fund	(s) and Exclusion(s) Claimed (select all that Rule 505 Rule 506(b) Securities Act Section 4(a)(5) Investment Company Act Section 3(c) ale 2018-12-26 First Sale Yet to Occur
6. Federal Exemption(apply) Rule 504(b)(1) (not (i), (ii) or (iii)) Rule 504 (b)(1)(ii) Rule 504 (b)(1)(iii) Rule 504 (b)(1)(iii) 7. Type of Filing New Notice Date of First Sate Amendment B. Duration of Offering to the source of the Issuer intend this offering to the source of the Issuer intend this offering to the Issuer intend this offering the Issuer intend the Issuer in	(s) and Exclusion(s) Claimed (select all that Rule 505 Rule 506(b) Securities Act Section 4(a)(5) Investment Company Act Section 3(c) ale 2018-12-26 First Sale Yet to Occur
6. Federal Exemption(apply) Rule 504(b)(1) (not (i), (ii) or (iii)) Rule 504 (b)(1)(ii) Rule 504 (b)(1)(iii) Rule 504 (b)(1)(iii) 7. Type of Filing New Notice Date of First Salamendment B. Duration of Offering to the Issuer intend this offering the Issuer intend this offering the Issuer intend this offering the Issuer intends the Issuer int	(s) and Exclusion(s) Claimed (select all that Rule 505 Rule 506(b) Securities Act Section 4(a)(5) Investment Company Act Section 3(c) ale 2018-12-26 First Sale Yet to Occur
Rule 504(b)(1) (not (i), (ii) or (iii)) Rule 504 (b)(1)(ii) Rule 504 (b)(1)(iii) Rule 504 (b)(1)(iii) Rule 504 (b)(1)(iiii) New Notice Date of First Sa Amendment Duration of Offering to Securities Type(s) of Securities Pooled Investment Fund Interests	(s) and Exclusion(s) Claimed (select all that Rule 505 Rule 506(b) Securities Act Section 4(a)(5) Investment Company Act Section 3(c) ale 2018-12-26 First Sale Yet to Occur So Offered (select all that apply) Equity

Acquire Securit	у					
	Common Stock					
	_					
10 Dusings	s Combinatio	n Trans	action			
	made in connection tion, such as a merg		and the same of th	0		
Clarification of Resp	onse (if Necessary)					
11. Minimun	n Investment					
Minimum investmen	t accepted from any	\$ 50	0000	SD		
outside investor						
12. Sales Co	mnoncation	-	_	_		
	ппрепзацоп		Decinient CDD Number	None		
Recipient	Nakias I td		Recipient CRD Number	None		
Herndon Plant C	akiey, Ltd.		44971			
(Associated) Broker	or Dealer 🔽	None	(Associated) Broker or Deale CRD Number	r None		
Street Address 1			Street Address 2			
800 N. Shoreline	, Suite 2200 South					
City		State	e/Province/Country	ZIP/Postal Code		
Corpus Christi		TE	EXAS	78401		
State(s) of Solicitation	on All State	es T Fo	oreign/Non-US			
	_	*				
LOUISIANA						
TEXAS						
13. Offering	and Sales A	mounts				
Total Offering						
Amount	\$ 5000000	US	D Indefinite			
Total Amount Sold	\$ 3695010	US	D			
Total Remaining to be Sold	\$ 1304990	US	D Indefinite			
Clarification of Resp	onse (if Necessary)					
	,,					
14. Investors	5					
Select if sec	urities in the offering	g have been o	r may be sold to persons			
who do not	qualify as accredited	investors,	already have invested in			
the offering	and addition to					
			ng have been or may be			
			ted investors, enter the vested in the offering:			

Security to be Acquired
Upon Exercise of Option,
Warrant or Other Right to

Other (describe)

15. Sales Commissions & Finders' Fees Expenses

Sales Commissions	\$ 0	USD	☐ Estimate			
Finders' Fees	\$ 0	USD	☐ Estimate			
Clarification of Response (if Necessary)						
	•					

16. Use of Proceeds

Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to any of the persons required to be named as executive officers, directors or promoters in response to Item 3 above. If the amount is unknown, provide an estimate and check the box next to the amount.

\$ 0	USD	Estimate

Clarification of Response (if Necessary)

Signature and Submission

Please verify the information you have entered and review the Terms of Submission below before signing and clicking SUBMIT below to file this notice.

Terms of Submission

In submitting this notice, each Issuer named above is:

- Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, the information furnished to offerees.
- Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of the State in which the Issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against it in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.
- Certifying that, if the issuer is claiming a Regulation D exemption for the offering, the issuer is not disqualified from relying on Regulation D for one of the reasons stated in Rule 505(b) (2)(iii) or Rule 506(d).

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

Issuer	Signature	Name of Signer	Title	Date
Flux Power Holdings, Inc.	/s/ Charles A. Scheiwe		Chief Financial Officer	2018-12-26