

Electromed, Inc.
Form 8-K
December 07, 2012

**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): December 7, 2012

ELECTROMED, INC.

(Exact Name of Registrant as Specified in Its Charter)

Minnesota	001-34839	41-1732920
(State or Other Jurisdiction of Incorporation)	(Commission File Number)	(I.R.S. Employer Identification Number)

**500 Sixth Avenue NW
New Prague, MN 56071**

(Address of Principal Executive Offices)(Zip Code)

(952) 758-9299

(Registrant's Telephone Number, Including Area Code)

Not Applicable

(Former Name or Former Address, if Changed Since Last Report)

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:

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 8.01 Other Events

On December 7, 2012, Electromed, Inc. (the “Company”) commenced an action in Scott County, Minnesota District Court alleging (i) certain violations of the federal proxy solicitation rules by a shareholder proponent at the Company’s annual meeting on November 30, 2012 (the “Annual Meeting”) and (ii) a breach by the Company’s former Chairman and Chief Executive Officer of his separation agreement and release of claims entered into with the Company in May 2012. The Company is seeking a declaratory judgment that (1) because of the violation of the proxy solicitation rules by the shareholder proponent, the proponent’s proposal at the Annual Meeting was void, and (2) the Company has no further obligation to its former Chairman and Chief Executive Officer under the separation agreement.

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.

Electromed, Inc.

Date: December 7, 2012 By /s/ Jeremy Brock
Name: Jeremy Brock
Title: Chief Financial Officer

