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

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**FORM 8-K**

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**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

Date of report (Date of earliest event reported): January 17, 2012

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**ELECTROMED, INC.**

(Exact Name of Registrant as Specified in Its Charter)

**Minnesota**  
(State or Other Jurisdiction of  
Incorporation)

**001-34839**  
(Commission File Number)

**41-1732920**  
(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)

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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))
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## **Item 8.01 Other Events**

On January 17, 2012, Electromed, Inc. (the “Company”) issued a press release announcing events that the Company expects will impact operating performance for its second fiscal quarter ended December 31, 2011 and the second half of its fiscal year ending June 30, 2012. The full text of the press release is set forth in Exhibit 99.1 attached hereto and is incorporated by reference in this Current Report on Form 8-K as if fully set forth herein.

## **Item 9.01 Financial Statements and Exhibits**

- (a) Financial statements: None.
- (b) Pro forma financial information: None.
- (c) Shell company transactions: None.
- (d) Exhibits:

99.1 Press release dated January 17, 2012

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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.

Date: January 17, 2012

Electromed, Inc.

By /s/ Jeremy Brock

Name: Jeremy Brock

Title: Chief Financial Officer

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ELECTROMED, INC.  
EXHIBIT INDEX TO FORM 8-K

Date of Report:  
January 17, 2012

Commission File No.:  
001-34839

**Exhibit  
Number**  
99.1

Press Release dated January 17, 2012

**Description**

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**FOR IMMEDIATE RELEASE**

**Contact**

Robert D. Hansen  
Chairman and Chief Executive Officer  
Electromed, Inc.  
952-758-9299  
bhansen@electromed.com

Pankti Shah  
Director of Strategic Marketing  
The Event Group, Incorporated  
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**ELECTROMED, INC. PROVIDES GUIDANCE REGARDING OPERATING  
PERFORMANCE FOR SECOND FISCAL QUARTER AND LAST HALF OF 2012  
FISCAL YEAR**

**New Prague, Minnesota – January 17, 2012** - After reporting a strong First Quarter FY2012 ended September 30, 2011, in which Sales advanced 29% versus the comparable prior Fiscal Year Quarter, Electromed, Inc. (NYSE Amex: ELMD) announces the following actions that will impact operating performance for its Second Quarter ended December 31, 2011 and the Second Half of FY2012 ending June 30, 2012.

Robert D. Hansen, CEO, expects Sales to continue to increase but at a reduced pace during the Second Quarter versus the Company's comparable prior year Quarter. Management chose to improve its sales presence in several sales territories within the U.S. during the Second Quarter. This resulted in the release, resignation, and planned replacement of several territory managers in the Western and Eastern Regions.

As a result, the level of sales growth for the Second Quarter has been affected. The Company expects net earnings for the Second Quarter will reflect the additional expenses and unrealized sales incurred in the transition. Mr. Hansen stated that these Second Quarter changes are all aimed at strengthening overall results for the Second Half of FY2012 ending June 30, 2012. Mr. Hansen believes the changes should better position the Company to meet its Second Half and longer term growth goals.

The CEO also noted that International Sales prospects may benefit from the recent signing of an exclusive Distributor Agreement with Linde Gas Therapeutics GmbH conveying rights for exclusive SmartVest® sales in Germany. Mr. Hansen also reported that the Company has signed an exclusive Distributor Agreement with Leader Healthcare based in Toronto, Canada. The agreement conveys SmartVest® sales rights in the United Arab Emirates and the GCC Region (Kuwait, Qatar, Oman, Bahrain, and Saudi Arabia).

While the Company does not usually provide Sales and Earnings guidance, Mr. Hansen stated that, "Personnel changes invite candor. Electromed, Inc.'s decision to make sales staff adjustments in the Second Quarter should strengthen its sales team. It also signals management's commitment to strong Sales and Earnings for the Second Half of Fiscal Year 2012." He also added, "The Company's R&D Programs remain a source of importance and encouragement." The Company expects to release its regular Second Quarter results in mid-February.

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**About Electromed, Inc.**

Electromed, Inc., founded in 1992 and headquartered in New Prague, Minnesota, manufactures, markets, and sells products that provide airway clearance therapy, including the SmartVest® Airway Clearance System and related products, to patients with compromised pulmonary function. Further information about the Company can be found at [www.Electromed.com](http://www.Electromed.com).

**Cautionary Statements**

*Certain statements found in this release may constitute forward-looking statements as defined in the U.S. Private Securities Litigation Reform Act of 1995. Forward-looking statements reflect the speaker's current views with respect to future events and financial performance and include any statement that does not directly relate to a current or historical fact. The forward-looking statements in this release include those relating to the Company's sales and earnings expectations for future periods, the benefits of recently executed distributor agreements and the Company's long term growth goals. Forward-looking statements can generally be identified by the words "believe," "expect," "anticipate" or "intend" or similar words. Forward-looking statements cannot be guaranteed and actual results may vary materially due to the uncertainties and risks, known and unknown, associated with such statements. Examples of risks and uncertainties for Electromed include, but are not limited to, the impact of emerging and existing competitors, the effectiveness of the Company's sales and marketing initiatives, the success of the Company's research and development activities, changes to reimbursement programs, as well as other factors described from time to time in the Company's reports to the Securities and Exchange Commission (including its Annual Report on Form 10-K). Investors should not consider any list of such factors to be an exhaustive statement of all of the risks, uncertainties or potentially inaccurate assumptions investors should take into account when making investment decisions. Shareholders and other readers should not place undue reliance on "forward-looking statements," as such statements speak only as of the date of this release.*

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