

Electromed, Inc.  
Form 8-K  
August 15, 2012

**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): August 10, 2012

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**ELECTROMED, INC.**

(Exact Name of Registrant as Specified in Its Charter)

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

**Item 5.03 Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.**

On August 10, 2012, the Board of Directors of Electromed, Inc. (the “Company”) approved certain clarifying amendments to the Company’s bylaws to update the Company’s principal executive office; provide that special shareholder meetings related to business combinations must be called by twenty-five percent (25%) or more of the voting power of all shares of the Company entitled to vote, in accordance with applicable state law; and provide for the issuance of uncertificated shares of Company capital stock to Company shareholders. The foregoing summary does not purport to be complete and is qualified in its entirety by reference to Amendment No. 1 to the Company’s Bylaws, a copy of which is attached hereto as Exhibit 3.1 and is incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits**

- (a) Financial statements: None.
- (b) Pro forma financial information: None.
- (c) Shell company transactions: None.
- (d) Exhibits:
  - 3.1 Amendment No. 1 to Bylaws of Electromed, Inc.

**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: August 15, 2012 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: Commission File No.:  
August 10, 2012 001-34839

| Exhibit<br>Number | Description                                   |
|-------------------|---|
| 3.1               | Amendment No. 1 to Bylaws of Electromed, Inc. |