

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 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) January 6, 2009

Nexus Lighting, Inc.

(Exact Name of Registrant as Specified in Its Charter)

Delaware

(State or Other Jurisdiction of Incorporation)

0-23590

(Commission File Number)

59-3046866

(IRS Employer Identification No.)

124 Floyd Smith Drive, Suite 300, Charlotte, North Carolina

(Address of Principal Executive Offices)

28262

(Zip Code)

(704) 405-0416

(Registrant's Telephone Number, Including Area Code)

N/A

(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 (*see* General Instruction A.2. below):

- ☐ 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 7.01 Regulation FD Disclosure.

The information contained in this Current Report on Form 8-K, including the accompanying Exhibit 99.1, is being furnished pursuant to Item 7.01 of Form 8-K and shall not be deemed to be “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liability of that section. The information contained in this Current Report on Form 8-K, including the accompanying Exhibit 99.1, shall not be incorporated by reference into any filing under the Securities Act of 1933, as amended, or the Exchange Act, whether made before or after the date hereof, except as shall be expressly set forth by specific reference in such a filing.

On January 6, 2009, Nexxus Lighting, Inc. gave a presentation at the 11th Annual Needham Growth Conference. The presentation was available by webcast live and will be available for download after the conference. The webcast will be available for replay approximately one hour after the live event and accessible for 90 days thereafter at: <http://www.wsw.com/webcast/needham27/nexs/>

The text of the material accompanying the presentation is furnished herewith as Exhibit 99.1 and is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.**(d) Exhibits**

<u>Exhibit No.</u>	<u>Description</u>
99.1	Text of Presentation Material (furnished pursuant to Item 7.01).

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.

January 6, 2009

NEXXUS LIGHTING, INC.

/s/ Michael A. Bauer

Name: Michael A. Bauer

Title: President and Chief Executive Officer

EXHIBIT INDEX

Exhibit Number	Description
99.1	Text of Presentation Material (furnished pursuant to Item 7.01).



Safe Harbor Statement

Certain statements contained in this presentation are forward-looking statements that involve a number of risks and uncertainties. Such forward-looking statements are within the meaning of that term in Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934. Reference is made to Nexxus Lighting's filings under the Securities Exchange Act for factors that could cause actual results to differ materially. Nexxus Lighting undertakes no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events, or otherwise. Readers are cautioned that any such forward-looking statements are not guarantees of future performance and involve risks and uncertainties, and that actual results may differ materially from those indicated in the forward-looking statements as a result of various factors. Readers are cautioned not to place undue reliance on these forward-looking statements.



Michael Bauer

President and Chief Executive Officer

Company Overview

A leading provider of advanced lighting solutions, including LED lighting and fiber optic lighting



Corporate Facts

- Headquarters in Charlotte, NC
- 70 employees
- LTM revenue of \$13.3 million (as of 9/30/08) - \$3.9 Q3 2008
- 26 issued, 12 pending patents
- Distribution:
 - North America:
 - 100 commercial lighting agencies
 - International:
 - 42 distributors serving 35 countries

Focus

Markets

- Commercial / Architectural
- Entertainment
- Pool and spa lighting

Technology

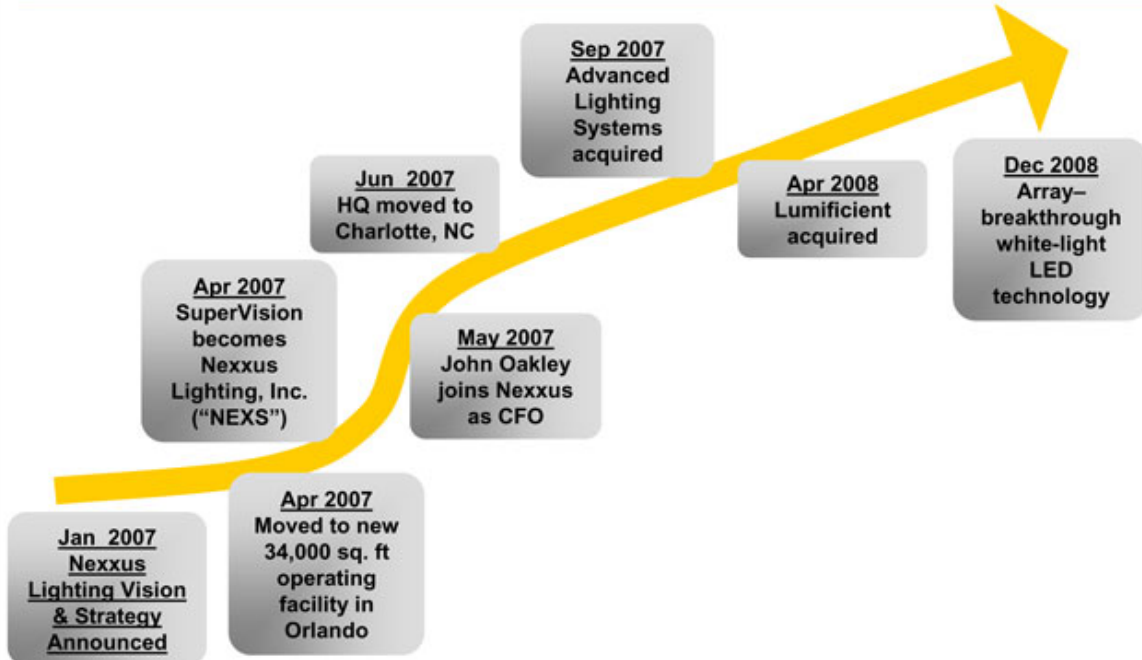
- High performance color lighting
- Specialty white light
- High volume white light

Our Vision

Through advanced technology, aggressive new product development and strategic acquisitions - create a leading, multi-brand, advanced lighting company that offers a comprehensive lighting product platform to serve the global lighting market

Our History

Over the past 24 months, Nexxus Lighting has positioned itself to become a global leader in the advanced lighting market



Investment Highlights

- Growing demand for LED lighting
 - Expected to transform the \$100B global lighting industry
- Recent acquisitions have brought new technology and products
 - With launch of the Array product line - anticipate growth
- Energy efficient / environmentally conscious lighting solutions
 - Robust portfolio of color-changing lighting solutions
 - Highly efficient white light LED products
- Breadth of advanced lighting solutions
 - One of the industry's broadest lines of advanced lighting solutions
- Proprietary technology and intellectual property
 - 26 issued and 12 pending patents
- Experienced management team
 - Demonstrated the ability to drive organic growth and pursue and integrate strategic acquisitions

The combination of our robust technology, broad product line, extensive engineering and manufacturing know-how, and intimate knowledge of our target markets is highly valued by customers and is key to our ongoing success

Our Markets

We are organized by division to drive adoption of advanced lighting solutions across a number of end-markets



Commercial / Architectural

Entertainment

- White & RGB LED
- DMX Control Systems
- Fiber optic lighting

LED Light Bulbs

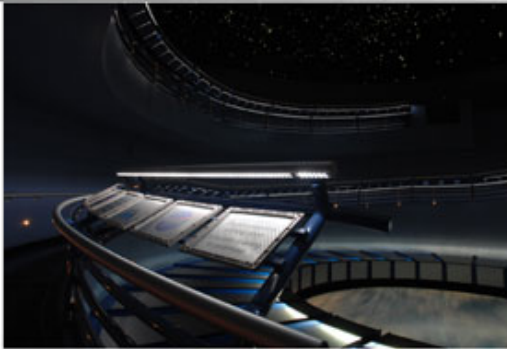
- White light LED
- Neon replacements
- Channel letters
- Displays

- General illumination LED systems
- White light
- Fiber optic lighting

Pool and Spa

- Water feature LED
- Fiber Optic

Representative Applications / Installations



KENNEDY SPACE CENTER VISITOR COMPLEX
Cape Canaveral, Florida



VERIZON WIRELESS
Minneapolis, Minnesota



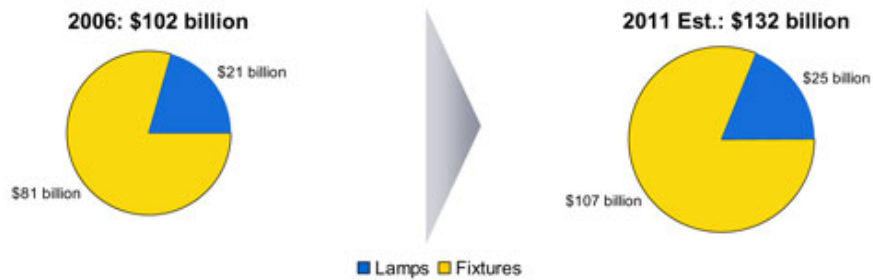
RESIDENTIAL POOL
Singapore



ELEMENTS BUILDING AND 7STONES SPA
Corvallis, Oregon

Lighting Industry

Global Lighting Market



Source: Freedonia Group

Lighting Markets

- Gen. Illumination
- Sign Lighting
- Entertainment Lighting
- Pool & Spa Lighting

Global

\$102B
\$3B
\$2B
\$200M

U.S.A.

\$14B
\$600M
\$500M
\$80M

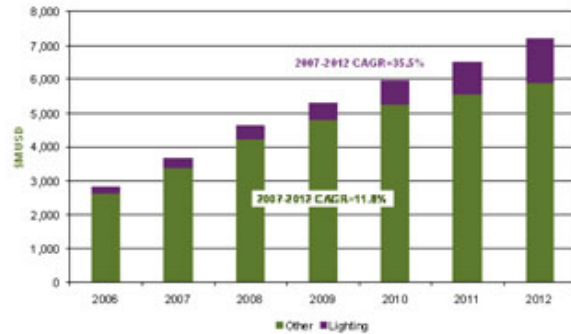
Target Market

LED Market

CAGR 2007 to 2012:

LED Other – 11.8%

LED Lighting – 35.5%



Source: databeans, Inc.

Light Bulb Installed Base

- US Commercial / Industrial
 - 82.5 mm reflector lamps
 - 17.5 mm halogen par lamps
 - 39.7 mm low voltage halogen
- US Residential Lighting
 - Over 262.5 mm incandescent reflector lamps / light bulbs

Source: U.S. Dept. of Energy 2002.

Key Industry Trends

- Product innovation / technology advancements driving demand
- Conservation efforts and regulatory influence
 - New Presidential administration focus on energy efficiency & alternative energy / green technology
 - Spurring market adoption of Energy Efficient Lighting
- Opportunities exist across a number of markets
 - Commercial/Architectural, Entertainment and Pool and Spa
- LED technology holds the most promise for complete relighting transformation
 - Advancements in LED performance
 - Unique capabilities of LEDs broaden applications
 - Lower maintenance costs

Key Benefits that Differentiate LEDs

- Performance Advantage

Light Type	Tungsten incandescent	Tungsten halogen	White LED (cool white)	White LED (warm white)	T12 fluorescent tubes	T8 fluorescent tubes	Metal halide	High-pressure sodium	Low-pressure sodium
Lumens / Watt	8-15	16-22	100+	85+	46-75	58-89	80-100	57-125	68-173
Color Rendering Index	100	100	70-75	>90	75-85	75-85	70	22	5
Expected Life (hrs)	1k	3k	50k	50k	15k	30k	5-20k	16-24k	16-18k

- Long life source
 - LEDs can achieve an average rated life span of 50,000+ hours
 - Reduced maintenance costs
- Solid state device with digital capabilities
- Rugged / robust design – highly durable
- Compact / small point source
 - Smaller / thinner – less obtrusive fixture design possibilities
- Does not utilize hazardous materials such as mercury

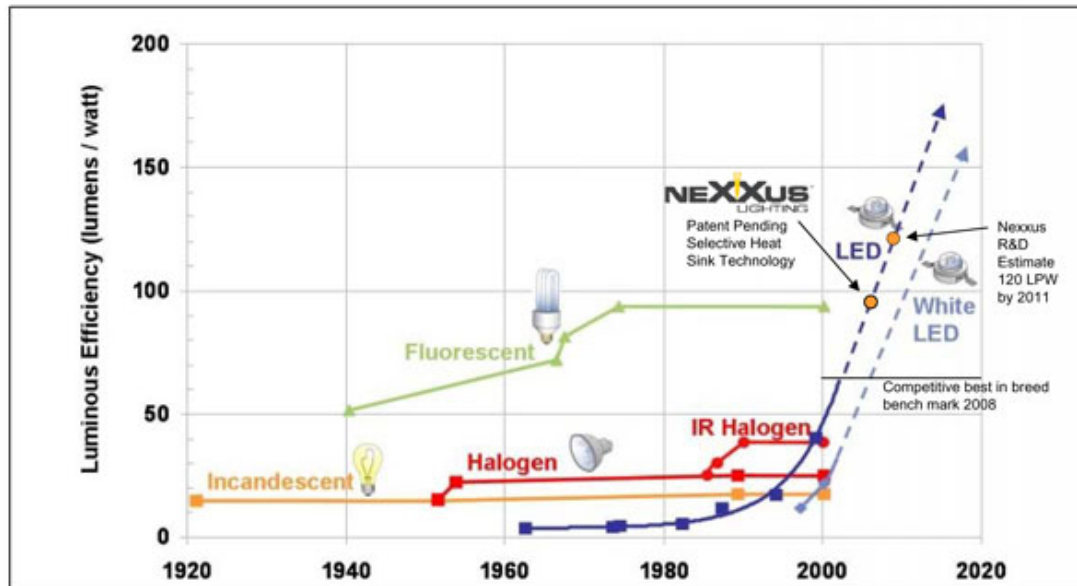
Net effect...and how to capitalize

- LED's can save over 80% on energy vs. conventional light sources
- Lighting consumes over 20% of the electrical energy in the United States
- Cascade effect on Energy: Conventional Lighting adds HVAC loads in commercial and industrial buildings...increasing energy consumption
- December 2007 U.S. energy bill specifies that beginning in 2012, all new bulbs must use 25% to 30% less energy for the same light output as today's incandescent bulbs

With focus on energy savings, declining component costs, higher performance metrics and environmental concerns and regulatory influence, LED-based lighting has a significant opportunity to penetrate the general illumination market

LED vs. Alternative Light Sources

Nexus Lighting has eclipsed competition and leaped to front of the technology curve



Source: Lumileds & published data of competitive manufacturers

Lumificient Acquisition

- Closed May 2008
- Lumificient Corporation is a leading designer and manufacturer of solid state lighting/LED illumination solutions
- Key markets addressed:
 - Sign and display industry
 - Commercial and residential applications
- 2007 revenues of \$2.2mm; Q3 2008 revenues of \$1.3mm
 - Proforma Revenue Increase YTD over 2007
 - Accretive Acquisition YTD
- The acquisition provided Nexxus:
 - Additional technology and patents
 - Enhanced R&D capabilities Array – Selective Heat Sink Technology

Addressing and Resolving LED Challenges

We have developed a unique approach that will accelerate market adoption of LED technology for the general illumination market

LED Challenges

- LEDs are not a "cool" source and require proper thermal management
- "Real World" efficacy has been 40 to 60 lumens per watt
- Focus has been on high power LED clusters to achieve higher light (lumen) output fixtures
- High power LEDs and manufacturing techniques have been cost prohibitive

Nexxus Approach

- Low current / low power dies are the solution
- Based on patent pending Selective Heat Sink we have achieved up to 95 lumens per watt
- Low current / low power dies are the solution
- Array based on cost effective LEDs and automated manufacturing processes



Quality + Sustainability.

Introducing **Array Lighting**, the industry's first 95+ Lumens per Watt LED Lamp Line



Array PAR30
8.0 Watt or 6.0 Watt



Array MR16
3.0 Watt



Array GU10
3.0 Watt



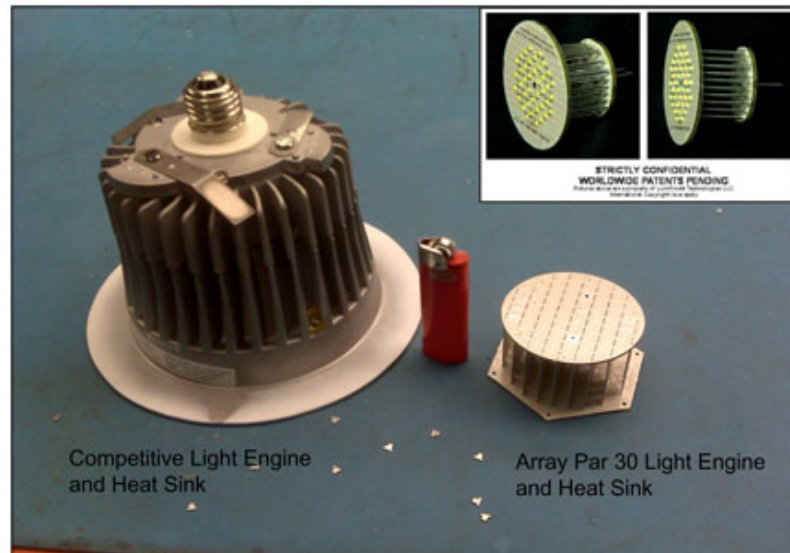
Array PAR16
3.0 Watt



Array G4
1.2 Watt

Application of Selective Heat Sink™ Patent Pending Technology

- By using the patent pending Selective Heat Sink™ (SHS) method and a large Array™ of low current – high efficacy LED's we are able to achieve unmatched performance in a much smaller package.





Industry Firsts

- World's first 95 Lumen per Watt LED Lamp/Light Bulb
- 30% More Lumens per Watt than competitive products
- 75% Maintained vs. Initial Lumens at 50,000 Hours
- Lightest weight LED lamp line in the industry
 - No large, clunky aluminum heat sinks, fins or housing
- Automated lamp manufacturing
 - No Hand Soldering / Screws
- All Lamp types dimmable on Standard Commercial Dimmers

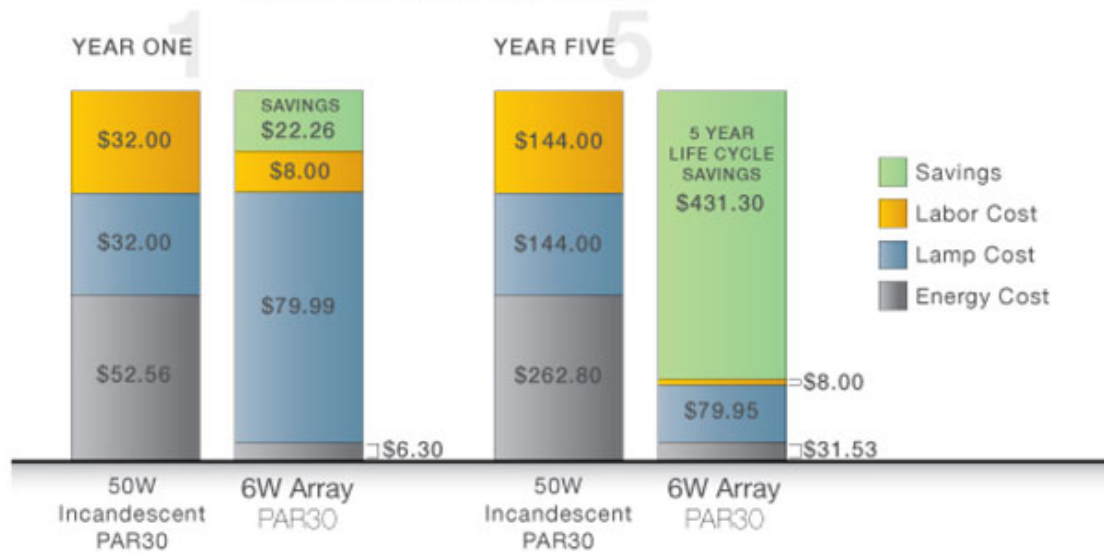


Unlike CFL's – Array Lamps are truly
"Green"

- "Green" means not only energy efficient, but that the product itself does not pollute our planet.
 - 80% Energy Savings vs. Incandescent
 - No Mercury, No Lead – RoHS Compliant
 - Minimal Metal Content
 - Recycled Plastic utilized for housing
 - Recycled packaging Materials
- A lot of people are talking "green", Array lives it!

Less Than One Year ROI

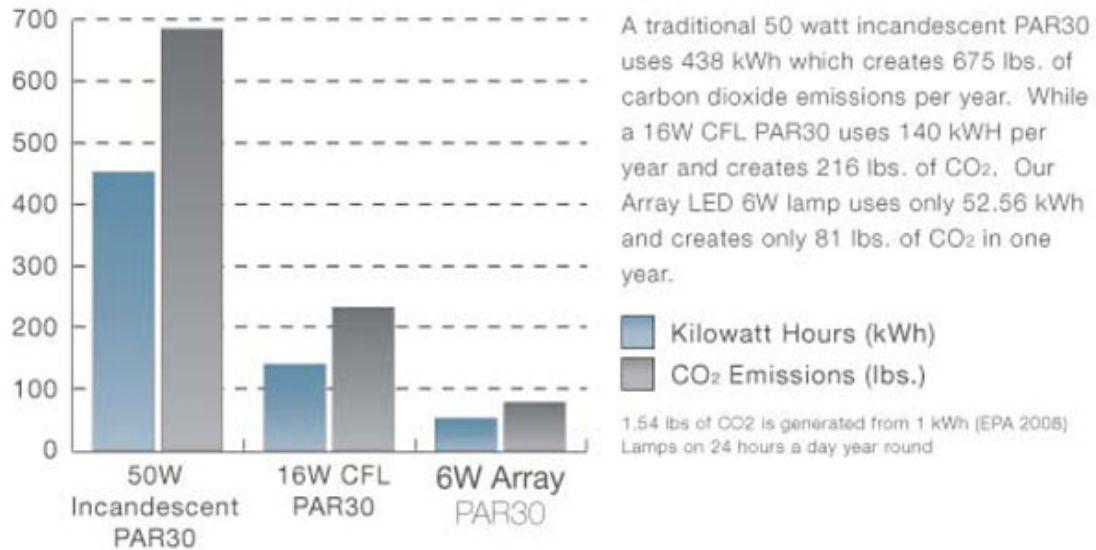
PAR30 Lamp Comparison



Lamps on 24 hours a day year round
 Using \$8 maintenance per re-lamp and energy costs of \$.12/kWh

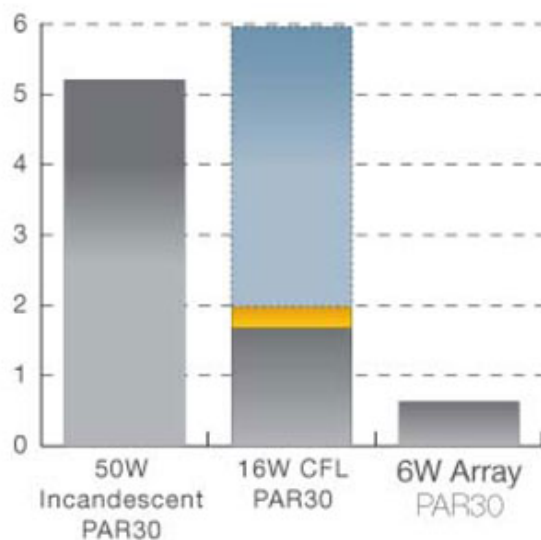
Reduce Your Carbon Footprint

Yearly Kilowatt Hour Usage and CO₂ Emissions



Reduce Mercury vs. CFL

Mercury Emissions (mg) in One Year



48.6 percent of all energy in the United States is generated from coal burning power plants. Power plant emissions contain mercury which is released once the coal is burned. CFL's on average contain 4 mg of mercury which has to be disposed by land filling. If a CFL is disposed of improperly the 4 mg contained within the lamp can be released directly into the ecosystem.











- Improper Disposal
- Landfilling
- Power Plant Emissions

.012 mg of mercury is generated from 1 kWh (DOE 2008)
Lamps on 24 hours a day year round

Leading Technology and IP Portfolio

- Focus on commercializing IP into superior solid-state lighting systems and controls
 - 26 issued patents
 - 12 patents pending
- Selective Heat Sink™ (SHS) method and a large Array of low current / high efficacy LEDs
 - Enabling the achievement of unmatched performance in a much smaller package
- LED and fiber optic trade secrets
 - Array die and phosphor package design
 - Line voltage and dimming control programming
 - Assembly methodology

Broad, Innovative Product Portfolio

Division	Product Example	Product Name
		<ul style="list-style-type: none"> • LiveLED™ • eLUM™ • MegaGlow™ • 3M • RadiaLyte™ • MegaLyte™ • FocaLyte™
		<ul style="list-style-type: none"> • Array LED MR16 • Array LED PAR16 • Array LED PAR30 • Array LED G4
		<ul style="list-style-type: none"> • Hyperion R-Lite • Lumeon 360
		<ul style="list-style-type: none"> • Oasis™ • Galaxy Lights • Savi Note & Melody
		<ul style="list-style-type: none"> • SAVI™ Architectural White LEDs • SAVI™ RGB and Color LED Systems • Super Vision Fiber Optics
<div>Indicates new product introduction</div>		

Global Sales and Distribution

- Over 100 commercial lighting agencies selling through all major electrical distributors in U.S. and Canada
 - Estimated 1,500 selling “feet on the street”
- Strong senior management relationships
 - All major U.S. electrical distributor chains and buying groups
 - All major lighting fixture manufacturers for OEM sales
- Strong International Distributor Network
 - 42 distributors serving 35 countries
 - China, Mexico, Spain, Russia, Japan, United Kingdom, Middle-East, Australia, New Zealand and Greece are all strong markets
 - Bi-lingual international sales team

Nexxus Growth Strategy

Through advanced technology, new product innovation and strategic acquisitions, we will continue to enhance our position as a leading, multi-brand, lighting company

- Rapidly ramp new Array Lighting
 - Broad LED light bulb product offering to the global commercial / general illumination market.
- Expand white light LED product portfolio
 - Continued R&D and new product development of Selective Heat Sink technology
- Capitalize on the opportunities in our target markets
 - Industry conversions to LED lighting systems
- Consolidation and integration of strategic acquisitions
 - Leverage expanded relationships / access to market channels as well as potentially expand and strengthen our Intellectual Property

Financial Highlights

- Attractive growth opportunities
 - Deployment of advanced lighting – color-changing and white
 - Worldwide markets
- Business model leverage
 - Established channels and well-recognized product brands
 - Technology investments like Array to expand margins
 - Outsourced manufacturing and supply chain
- Improving financial performance
 - Consistent revenue growth from fiscal 2007 to present
 - Gross margins improving

Financial Performance

	FY 2007	Q3 YTD 2007	Q3 YTD 2008
Revenue (\$M)	\$10.2	\$7.6	\$10.7
Gross Margin	26.9%	28.8%	29.0%
G&A / S&M	54.5%	50.0%	60.0%
R&D	4.1%	3.9%	4.6%
Operating Margin	NM	NM	NM
Net Margin	NM	NM	NM

Q3 Balance Sheet

(\$ in millions)

September 30, 2008

Assets:

Cash & cash equivalents	\$1.2*
Working Capital	4.3
Total Assets	\$18.5

Liabilities & Shareholders' Equity

Long-term debt	\$3.0*
Total liabilities	7.5
 Total shareholders' equity	 \$11.0
 Total liabilities & shareholders' equity	 \$18.5

Why Invest in Nexxus Lighting?

- Clear vision and strategy
- Unique and robust combination of white light and color-changing advanced lighting solutions
- Large market potential for Array Lighting
- Both retrofit and highly customized offerings
- Broad product portfolio targeting multiple end markets
- Strong channel partnerships with large installation opportunities
- Solid & growing intellectual property base