

POWERSECURE INTERNATIONAL, INC.

Form 8-K

February 21, 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): February 17, 2012**

**POWERSECURE INTERNATIONAL, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction)

**1-12014**  
(Commission)

**84-1169358**  
(IRS Employer)

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(State of incorporation)

(File Number)

(Identification No.)

**1609 Heritage Commerce Court, Wake Forest, North Carolina 27587**  
(Address of principal executive offices, including zip code)

**Registrant's telephone number, including area code: (919) 556-3056**

**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 (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.**

On February 17, 2012, PowerSecure International, Inc., a Delaware corporation (the Company), issued a press release announcing that the Company will present at the Jefferies 2012 Global Clean Technology Conference being held at the Westin New York Times Square in New York, New York on February 22, 2012 at 10:00 a.m., Eastern Time (the Conference). The Company's presentation and participation at the Conference will be led by Christopher T. Hutter, the Executive Vice President and Chief Financial Officer of the Company, and will include information about the Company's business operations, financial results, strategic initiatives and prospects for the future.

A copy of the press release issued by the Company announcing the Company's participation at the Conference is filed herewith as Exhibit 99.1 and incorporated herein by this reference. The slide presentation to be given at the Conference, along with a link to the audio webcast to the Conference, is available on the Investor Relations section of the Company's website at [www.powersecure.com](http://www.powersecure.com), and a copy of the slide presentation is filed herewith as Exhibit 99.2 and incorporated herein by this reference. Sidney Hinton, the President and Chief Executive Officer of the Company, and Mr. Hutter may also be giving this slide presentation from time to time, on and after the date this Report is filed, to other investors, investment analysts and other members of the financial and investment community.

The slide presentation filed herewith as Exhibit 99.2 contains forward-looking statements made within the meaning of and pursuant to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. A more thorough discussion of certain risks, uncertainties and other factors that may affect the Company is included in the Company's most recent Annual Report on Form 10-K and in subsequent reports, including Quarterly Reports on Form 10-Q and Current Reports on Form 8-K, that the Company files or furnishes with the Securities and Exchange Commission.

The information in this Item 7.01, including Exhibit 99.2, is being furnished pursuant to Item 7.01 and shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the Exchange Act), or otherwise subject to the liabilities of that Section, and such information shall not be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

**Item 9.01 Financial Statements and Exhibits.**

**(d) Exhibits**

- 99.1 Press Release of PowerSecure International, Inc., issued February 22, 2012, announcing its participation at the Jefferies 2012 Global Clean Technology Conference
- 99.2 Investment Slide Presentation of PowerSecure International, Inc., dated February 22, 2012

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

POWERSECURE INTERNATIONAL, INC.

By: /s/ Christopher T. Hutter  
Christopher T. Hutter  
Executive Vice President and Chief Financial Officer

Dated: February 21, 2012