

**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): April 29, 2013

InfuSystem Holdings, Inc.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation or organization)

001-35020
(Commission
File Number)

20-3341405
(I.R.S. Employer
Identification No.)

31700 Research Park Drive
Madison Heights, Michigan 48071
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (248) 291-1210

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 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

(a) Not applicable.

(b) Not applicable.

(c) InfuSystem Holdings, Inc. (“InfuSystem” or the “Company”), has announced that Michael McReynolds has been named Chief Information Officer, effective April 29, 2013. Prior to this appointment, Mr. McReynolds, 44, served as President of OxiArmor, LLC, a nationwide provider of solutions-based antimicrobial service that offers new technology within Infection Control to healthcare, commercial and residential markets. Prior to that Mr. McReynolds served as Chief Information Officer of RecoverCare, LLC, a nationwide provider of Bariatric Support Surfaces, Therapeutic Support Surfaces, Wound Care and Safe Patient handling Equipment, where he facilitated the development of a web based Wound Tracking Software and integrated multiple large clients with EDI ordering and billing.

(d) Not applicable.

(e) In connection with this appointment, the Company and Mr. McReynolds entered into an Employment Agreement, effective April 29, 2013 (the “Agreement”). The material terms of the Agreement are as follows:

- (i) An annual salary of \$215,000;
- (ii) The opportunity to earn an annual cash bonus of \$46,000 based on satisfaction of pre-established performance goals;
- (iii) A grant of inducement stock options pursuant to which he may purchase 100,000 shares of common stock of the Company, of which one-third of such stock options shall vest on each of the next three (3) anniversaries of the grant date, provided that he remains employed on such dates;
- (iv) In the event that he is terminated without cause within six (6) months of a Change-in-Control, all inducement stock options granted pursuant to other agreements between him and the Company shall immediately vest and all restrictions with respect thereto shall lapse;
- (v) A two (2) year non-competition provision for employment with or participation in a competitive business in the United States, Canada, Mexico or other country in which the Company has conducted business, and a two-year non-solicitation provision for soliciting customers or diverting business from the Company, both of which provisions may be extended by one-year if the Company pays his annual base salary; and
- (vi) In the event of a termination of his employment by the Company other than for cause, (1) all accrued and unpaid annual base salary through the date of termination and any bonus earned in respect of the prior calendar year, (2) pro rata vesting of the inducement stock options granted in connection with the Agreement and any then-outstanding restricted stock grants based upon the length of his service in the year of termination, and (3) a pro-rata bonus for the year of termination, calculated based on an assumption of full achievement of performance targets established for such award and the length of his service in the year of termination.

(f) Not applicable.

A copy of the press release announcing Mr. McReynold's appointment as Chief Information Officer is attached hereto as Exhibit 99.1.

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 of InfuSystem Holdings, Inc. dated May 2, 2013

Signature

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.

INFUSYSTEM HOLDINGS, INC.

By: /s/ Eric Steen

Name: Eric Steen

Title: Chief Executive Officer, President

Dated: May 2, 2013



InfuSystem Holdings, Inc.
31700 Research Park Drive
Madison Heights, MI 48071
248-291-1210

FOR IMMEDIATE RELEASE

May 2, 2013

CONTACT: Rob Swadosh / Patrick Malone
The Dilenschneider Group
212-922-0900

**INFUSYSTEM HOLDINGS, INC. NAMES MIKE MCREYNOLDS
CHIEF INFORMATION OFFICER**

MADISON HEIGHTS, MICHIGAN, May 2, 2013—InfuSystem Holdings, Inc. (NYSE MKT: INFU) (“InfuSystem” or the “Company”), a leading national provider of infusion pumps and related services for the U.S. healthcare industry, today announced it has appointed Mike McReynolds as Chief Information Officer of the Company, effective April 29, 2013.

In his role as Chief Information Officer, Mr. McReynolds, 44, will be responsible for directing business improvement programs and enhancing the Company’s overall use of digital connectivity and technology.

Mr. McReynolds brings extensive management experience in IT integrations and operations, cross-functional leadership, and business development to his new position. Most recently, he served as President of OxiArmor, LLC, a national provider of solutions-based, anti-microbial services, where he created and implemented distributor, independent, and alliance models and contracts that generated major new sales increases.

Prior to that, Mr. McReynolds served as the Chief Information Officer of RecoverCare, LLC, a leading provider of medical equipment, patient services, and clinical and financial supply chain solutions. There, he supported more than 800 employees at over 140 locations across the U.S., including multiple successful infrastructure consolidations and development of enterprise-wide web-based systems.

“Mike McReynolds brings InfuSystem a notable record of healthcare-related IT successes,” said InfuSystem Chief Executive Officer Eric Steen. “Connectivity is, today, a

critical component of our operations and supply-chain management. We are confident that his insights and skills will not only yield important productivity and efficiency gains but also spur long-term growth in both our existing and new markets.”

Note

In connection with his appointment as InfuSystems’ new Chief Information Officer, Mr. McReynolds will receive 100,000 inducement stock options outside of the Company’s 2007 Stock Option Plan with an exercise price of \$1.75. The options will be granted on April 29, 2013 and vest over a three-year period (33 1/3% on each anniversary of the grant date), expiring in seven years.

About InfuSystem Holdings, Inc.

InfuSystem Holdings, Inc. is a leading provider of infusion pumps and related services to hospitals, oncology practices and other alternate site healthcare providers. Headquartered in Madison Heights, Michigan, the Company delivers local, field-based customer support and also operates Centers of Excellence in Michigan, Kansas, California, and Ontario, Canada. The Company’s stock is traded on the NYSE MKT under the symbol INFU.

Forward-Looking Statements

Certain matters discussed in this press release, other than statements of historical fact, are forward-looking statements within the meaning of the U.S. Securities Act of 1933, as amended, including any statement that refers to expectations, projections or other characterizations of future events or circumstances and those which can be identified by the use of forward-looking terminology such as “expects,” “plans,” “may,” “should,” “believes” or “anticipates” and other similar expressions. These forward-looking statements involve known and unknown risks and uncertainties that could cause actual results to differ materially from those expressed or implied, or otherwise predicted, by such forward-looking statements. These risks and uncertainties include general economic conditions, as well as other risks, detailed from time-to-time in the Company’s publicly filed documents and in news releases and other communications. The Company disclaims any intention or duty to update any forward-looking statements made in this release.

Additional information about InfuSystem Holdings, Inc. is available at www.infusystem.com.