

XSUNX INC  
Form 8-K  
May 18, 2010

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: May 17, 2010

XSUNX, INC.  
(Exact name of registrant as specified in its charter)

Colorado  
(State or other jurisdiction of  
incorporation)

000-29621  
(Commission File Number)

84-1384159  
(IRS Employer Identification No.)

65 Enterprise, Aliso Viejo, CA 92656  
(New address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (949) 330-8060

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))
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Item 8.01. Other Events.

On May 17, 2010, XsunX, Inc., a Colorado corporation (the "Company") released a letter to shareholders providing an update to the Company's efforts to develop new manufacturing technology for the mass production of Copper Indium Gallium (di) Selenide (CIGS) thin film solar cells. The letter outlines multiple general areas of current technology development focus, general project information, and the initial decision by the Company to identify suitable opportunities for XsunX to pursue related to a recent Funding Opportunity Announcement (FOA) from the U.S. Department of Energy (DOE) which focuses on domestic supply chains within the renewable energy sector. A copy of the Shareholder Newsletter is attached hereto as Exhibit 99.1 and is hereby incorporated by reference into this Item 8.01.

Item 9.01 Financial Statements and Exhibits.

- (a) Not applicable.
- (b) Not applicable.
- (c) Not applicable.
- (d) Exhibit

| EXHIBIT NO. | DESCRIPTION                                | LOCATION          |
|-------------|--------------------------------------------|-------------------|
| 99.1        | Shareholder Newsletter, dated May 17, 2010 | Provided herewith |

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 thereunto duly authorized.

XSUNX, INC.

Date: May 17, 2010

By:

/s/ Tom Djokovich  
Tom Djokovich  
Title: CEO/Secretary