

QUALSTAR CORP  
Form 8-K  
May 11, 2011

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 8-K**

**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

**Date of Report: May 11, 2011**  
**(Date of earliest event reported)**

**Qualstar Corporation**  
**(Exact name of registrant as specified in its charter)**

**CA**  
**(State or other jurisdiction**  
**of incorporation) 000-30083**

**(Commission File Number) 95-3927330**  
**(IRS Employer**

**Identification Number)**  
**3990-B Heritage Oak Court, Simi Valley, CA**  
**(Address of principal executive offices) 93063**

**(Zip Code)**  
**805-583-7744**  
**(Registrant's telephone number, including area code)**

**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:

- 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))

o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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**Item 2.02. Results of Operations and Financial Condition**

On May 11, 2011, Qualstar Corporation issued a press release regarding results of operations and financial condition for the 2011 fiscal third quarter ended March 31, 2011. A copy of this press release is being furnished as Exhibit 99.1 to this Current Report on Form 8 K.

In accordance with General Instruction B.2 of Form 8-K, the information in this Current Report on Form 8-K, including Exhibit 99.1, shall not be deemed "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liability of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933.

**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 Qualstar Corporation dated May 11, 2011

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**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.

Dated: May 11, 2011

**QUALSTAR CORPORATION**

By: /s/ William J. Gervais

William J. Gervais

*Chief Executive Officer and President*

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**Exhibit Index** **Exhibit No.** **Description** 99.1 Press Release of Qualstar Corporation dated May 11, 2011