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**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) March 1, 2014

APPLIED NANOTECH HOLDINGS, INC.
(Exact name of registrant as specified in its charter)

<u>TEXAS</u> (State or other jurisdiction of incorporation)	<u>1-11602</u> (Commission File Number)	<u>76-0273345</u> (IRS Employer Identification No.)
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<u>3006 Longhorn Boulevard, Suite 107, Austin, Texas</u> (Address of principal executive offices)	<u>78758</u> (Zip Code)
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(512) 339 - 5020
Registrant's telephone number, including area code

(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

Effective March 1, 2014, the pay rates of certain executive officers were adjusted. The salary of the Chief Operating Officer, Dr. Zvi Yaniv, was adjusted from an annual rate of \$325,000 to an annual rate of \$168,000. The salary of the Executive Vice President of the Company's Applied Nanotech, Inc. subsidiary, Dr. Richard Fink, was adjusted from an annual rate of \$175,000 to an annual rate of \$112,000.

Both of these new rates correspond with the actual amounts the officers were being paid and eliminates the portion of the salaries that were being deferred.

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.

Applied Nanotech Holdings, Inc.

By: /s/ Douglas P. Baker
Douglas P. Baker
Chief Financial Officer

Date: March 6, 2014