
**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): **October 24, 2013**

PROFIRE ENERGY, INC.

(Exact name of registrant as specified in its charter)

Nevada
(State or other jurisdiction of incorporation)

000-52376
Commission
File Number)

20-0019425
(IRS Employer
Identification No.)

321 South 1250 West, Suite 1, Lindon, Utah
(Address of principal executive offices)

84042
(Zip code)

(801) 796-5127
(Registrant's telephone number, including area code)

N/A
(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))
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Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On October 24, 2013, Mr. Ronald Spoehel was appointed as a Director of Profire Energy, Inc. (the “Company”). Mr. Spoehel was appointed by the Company’s Board of Directors to fill a vacant directorship on the Company’s Board of Directors. Mr. Spoehel will serve until the next election of Directors and until the election and qualification of his successor. Following is a brief description of Mr. Spoehel’s background and business experience:

Mr. Spoehel is a private investor with over 30 years of board, executive management, and investment banking experience, from Fortune 500 to technology startups. From 2007 to 2009, he served as the Presidentially-appointed Senate-confirmed Chief Financial Officer of the National Aeronautics and Space Administration. Prior to NASA, Mr. Spoehel served as an executive officer in various general management positions and on the Boards of Directors in public and private operating companies. Among various companies with worldwide operations, he has served as EVP-CFO and on the Boards of ManTech International (NASDAQ:MANT) and ICx Technologies, Inc.; as VP-Corporate Development of Harris Corporation (NYSE:HRS); and, as CEO and on the Board of Optinel Systems. Mr. Spoehel began his career as an investment banker for ten years primarily focused on energy and technology sectors.

Mr. Spoehel is an honors graduate of the University of Pennsylvania, where he received his Bachelor of Science degree in economics and MBA from the Wharton School and his Master of Science degree in engineering from the Moore School of Electrical Engineering.

In exchange for his service on the Company’s Board of Directors, Mr. Spoehel will be paid a fee of \$2,000 per month and will annually be awarded a stock option grant of 100,000 shares. The terms and conditions of the stock option grant, including exercise price, vesting, etc., will be determined at the time of the option grant is awarded, which the Company anticipates will occur in the near future.

Item 7.01. Regulation FD Disclosure.

On October 24, 2013, the Company issued a press release announcing Mr. Spoehel’s appointment to the Company’s Board of Directors. A copy of the press release is furnished herewith as Exhibit 99.1 and is incorporated herein by reference. The information furnished in Item 7.01 of this Current Report on Form 8-K, including exhibit 99.1 shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, except as shall be expressly set forth by specific reference in any such filing.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

<u>Exhibit Number</u>	<u>Description</u>
99.1	Profire Energy, Inc. press release dated October 24, 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.

PROFIRE ENERGY, INC.

Date: October 24, 2013

By: /s/ Brenton W. Hatch
Brenton W. Hatch
Chief Executive Officer

EXHIBIT INDEX

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99.1	Profire Energy, Inc. press release dated October 24, 2013



**PROFIRE ENERGY APPOINTS FORMER NASA CFO RONALD R. SPOEHEL TO
SERVE ON BOARD OF DIRECTORS**

*Company Appoints Seasoned Financial and Engineering Professional to Serve on
Board of Directors*

LINDON, Utah, October 24, 2013- Profire Energy, Inc. (OTCBB:**PFIE**), a technology company which manufactures, installs and services burner management systems and other combustion technologies for the oil and gas industry, today announced that Ronald R. Spoehel, the former Chief Financial Officer (CFO) of the National Aeronautics and Space Administration (NASA), has joined its Board of Directors. After his appointment by President George W. Bush, Mr. Spoehel served as NASA CFO from 2007 to 2009.

“We couldn’t be happier with Ron’s decision to join the Board,” said Brenton W. Hatch, Chief Executive Officer of Profire. “He brings with him a wealth of knowledge in finance, engineering, and project management. Throughout our discussions with Ron, he has provided perceptive feedback and insights, which he conveys in a very constructive, direct way. We believe Ron will greatly enhance Profire’s leadership and vision in the coming months and years.”

Prior to his time at NASA, Mr. Spoehel spent ten years in investment banking, including five years as Vice President of Bank of America primarily focused on energy and technology sectors. He has also served as Chief Executive Officer, Chief Financial Officer, and Director of various technology and energy companies, including ManTech (NASDAQ:MANT), ICx Technologies, and others. He has also served on the U.S. Air Force Audit Committee, as well as the Advisory Council for the Wharton and Engineering Schools at the University of Pennsylvania. He currently serves as Managing Partner of Windrock Capital LLC.

“Ron examines the business in a comprehensive and unique way,” said Daren Shaw, Director of Profire Energy. “He considers not only financial interests, but thinks carefully about the organizational, strategic, operational, and industry implications of a potential action or decision. He provides a panoramic viewpoint that will serve Profire well.”

Mr. Spoehel will help oversee the company’s engineering activities with Mr. Albert, and will also help oversee the company’s financial management with Messrs. Andrew Limpert (Profire’s CFO), and Daren Shaw (Director).

“I have been impressed not only with Profire’s market opportunity, but also their vision of what they can become,” said Mr. Spoehel. “This vision has led their management team and employees to grow Profire in a significant way, and will help them capitalize on additional advisement as they execute their strategic plans in the coming months and years. I’m very much looking forward to working with the Profire team.”

Mr. Spoehel earned his BS in Economics, as well as an MBA in Finance from The Wharton School at the University of Pennsylvania. He also earned an MS Engineering from the Moore School of Electrical Engineering at the University of Pennsylvania.

With the addition of Mr. Spoehel, the Company's Board of Directors is now comprised of:

- Brenton W. Hatch (Chairman & CEO)
- Harold Albert (COO)
- Andrew Limpert (CFO)
- Daren Shaw
- Ronald R. Spoehel

To learn more about Profire Energy or its products, please contact Profire Energy, or visit www.ProfireEnergy.com.

About Profire Energy, Inc.

Profire Energy assists energy production companies in the safe and efficient transportation, refinement and production of oil and natural gas. As energy companies seek greater safety for their employees, compliance with more stringent EPA standards and enhanced margins with their energy production processes, Profire Energy's burner management systems are increasingly becoming part of their solution. To learn more about the company's products and services, please visit www.ProfireEnergy.com. Profire Energy has offices in Lindon, Utah; Houston, Texas; and Edmonton, Alberta, Canada.

Cautionary Note Regarding Forward-Looking Statements. Statements made in this release that are not historical are forward-looking statements. This release contains forward-looking statements, including, but not limited to statements regarding Mr. Spoehel's addition to the board having an effect of enhancing Profire's leadership and vision, the anticipated responsibilities of Mr. Spoehel, as well as Profire's vision helping the company to capitalize on additional advisement. All such forward-looking statements are subject to uncertainty and changes in circumstances. Forward-looking statements are not guarantees of future results or performance and involve risks, assumptions and uncertainties that could cause actual events or results to differ materially from the events or results described in, or anticipated by, the forward-looking statements.

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