**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): November 12, 2014

**AMP HOLDING INC.**
(Exact name of registrant as specified in its charter)

| Nevada | 000-53704 | 26-1394771 |
|---|---|---|
| (State or Other Jurisdiction of Incorporation) | (Commission File Number) | (IRS Employer Identification Number) |

100 Commerce Boulevard, Loveland, Ohio 45140
(Address of principal executive offices) (zip code)

513-297-3640
(Registrant's telephone number, including area code)

Copies to:
Stephen M. Fleming, Esq.
Fleming PLLC
49 Front Street, Suite 206
Rockville Centre, New York 11570
Phone: (516) 833-5034
Fax: (516) 977-1209

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 7.01 Regulation FD Disclosure**

On November 12, 2014, AMP Holding Inc. (the "Company") will be making an investor presentation at the See ThruEquity Fall Microcap Investor Conference in New York City. A copy of the investor presentation is attached hereto as Exhibit 99.1.

The information contained in Item 7.01 of this Current Report on Form 8-K 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 by the Company under the Securities Act of 1933, as amended.

**Item 9.01 Financial Statements and Exhibits**

| Exhibit Number | Description |
|---|---|
| 99.1 | Investor Presentation provided by AMP Holding Inc. |

**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.

**AMP HOLDING INC.**

Date: November 12, 2014

By: /s/ Stephen S. Burns
Name: Stephen S. Burns
Title: CEO

**Exhibit 99.1**

# AMP HOLDING INC. THE FUTURE OF LOGISTICS: ELECTRIC TRUCKS, VANS AND DRONES.

INVESTOR PRESENTATION

Strictly Confidential. Not for Distribution.

WORKHORSE

# AMP HOLDING INC.
# THE FUTURE OF LOGISTICS:
# ELECTRIC TRUCKS, VANS AND DRONES.

WORKHORSE

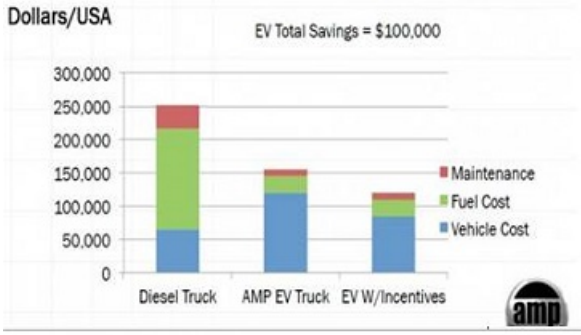
**DISCLAIMER:**

THIS REPORT MAY CONTAIN FORWARD-LOOKING STATEMENTS THAT REFLECT CURRENT VIEWS WITH RESPECT TO FUTURE EVENTS. ANY SUCH STATEMENTS ARE SUBJECT TO RISKS AND UNCERTAINTIES THAT COULD CAUSE ACTUAL RESULTS TO DIFFER MATERIALLY FROM THOSE PROJECTED IN THESE FORWARD-LOOKING STATEMENTS. FOR MORE INFORMATION ON THE RISK FACTORS RELATED TO THESE FORWARD-LOOKING STATEMENTS, PLEASE REFER TO AMP'S ANNUAL REPORT, QUARTERLY REPORT, AND OTHER PERIODIC REGULATORY FILINGS AS FILED WITH THE SEC.

## AMP'S WORKHORSE –
*THE "TESLA" OF DELIVERY VEHICLES*

WORKHORSE


Assumptions: 10-year $4.25/gal. diesel, 480 miles/week driving, electricity 10 cents/kwH




## THE FUTURE OF FLEET LOGISTICS

The **WORKHORSE** delivery truck is the result of more than five years of collaboration between Navistar and AMP.

- On (8/18/2014) the EPA approved the extended range Workhorse E-GEN truck which combines an electric motor with a gas-powered engine that can charge the battery when the truck is turned off (during delivery).
- Received an Initial order (11/12/2014) from a leading logistics company which operates one of the world's largest fleet of delivery vehicles.
- h operates the world's largest fleet of delivery vehicles.
- AMP is the only commercial Electric Vehicle OEM: in 2013 the company acquired a 215,000 sq. ft. plant from Navistar. The plant can produce up to 60,000 vehicles per year.

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# AMP'S ELECTRIC DRONE:
## *THE LAST MILE SOLUTION*

WORKHORSE

**It costs about $1 to move a 20,000-pound diesel powered truck one mile. AMP's vehicles can reduce the cost from $1 to less than $0.30 cents per mile. With drones handling the last leg of a delivery it can bring the cost down substantially as it cost about $.03 vents per mile for drone delivery.**


**The HorseFly™ battery-powered drone is designed for the package delivery market; can carry up to 10 pounds with a 20-mile range in any weather**

- Designed to meet the anticipated FAA guidelines expected in 2015
- Differentiated from other drones as it's designed to work in tandem with a Workhorse electric truck
- Expected to deliver packages, loaded enroute by the driver, to remote locations while the driver continues on the main delivery route, saving the fleet operator much of the fuel cost of the most expensive miles
- HorseFly rejoins the truck at its new location once its delivery is completed
- HorseFly can recharge from atop the Workhorse truck
- Superior to other delivery drones where the package is loaded at the warehouse and must return to the warehouse once the delivery is completed

Paste links into browser to view videos:

http://www.cartalk.com/blogs/jim-motavalli/future-package-delivery-hybrid-truck-drone-backup

http://www.wcpo.com/money/local-business-news/drone-drop-loveland-based-company-puts-new-spin-on-delivery-drones

## ELECTRIC TRUCKS PLUS DRONES COULD MAKE DELIVERIES "GREEN" FOX NEWS NOVEMBER 3, 2014

WORKHORSE

**Estimated market: commercial drones will top $13.5 billion within three years, and will grow to more than $80 billion between 2015 and 2025. (www.auvsi.com)**

**Amazon drone delivery from the warehouse to doorstep versus AMP's drone from the delivery truck to doorstep**

- Click the link below for the story on AMP's Drone
- https://www.youtube.com/watch?v=q9gzTb4cwUQ

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# WHY INVEST IN AMP HOLDINGS NOW?

WORKHORSE

**2015 commercial launch of the Workhorse (formerly Navistar brand) E-GEN**

**US drone regulations to be decided impacting the entire package delivery market**

- Having received EPA approval in August, AMP is primed to ramp-up commercial production of their patent- pending E-GEN (extended range electric step van) and E-100 (all electric vehicle) at the large OEM plant acquired from Navistar last year
- Initial orders have been recently received from large fleet operators because:
  - Lower cost per mile than competitors; less maintenance and more fuel efficient
  - Battery and onboard charging innovations - By keeping all software, mechanical packaging and electrical battery management systems in house, and using Panasonic LI cells, AMP is able to keep its battery costs very low. This has been a significant impediment to mass adoption of commercial EV's.

HorseFly's logistics reduce the price of last mile delivery enabling companies like UPS and FedEx to compete with Amazon after the drone regulations are official (2015)

AMP has commenced the process to list on a major US stock exchange in 2015

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# AMP'S MANAGEMENT TEAM

WORKHORSE

| Name | Title | Role | Experience |
|---|---|---|---|
| **Stephen S. Burns** | Founder and CEO | Responsible for company vision, innovation, and creating shareholder value | 34 years of experience in building businesses focused on technology and manufacturing. Veteran entrepreneur and founder of several successful start-ups |
| **James Taylor** | Chairman of the Board | Provides independent advice and counsel to CEO | 34 years of experience in automotive engineering and management. Served as CEO of Hummer during GM's divestiture<br>General Manager of Cadillac |
| **Martin Rucidlo** | President | Responsible for strategic business development and operational execution | 25 years of experience in sales, marketing and business management |
| Julio Rodriguez | Chief Financial Officer | Responsible for overseeing company financial activity | 35 years of experience in financial management and accounting at multiple public companies |
| **Don Wires** | Director of Engineering | Process engineering and manufacturing technology expert | 35 years of experience in manufacturing process engineering and automation, |
| **Daniel Zito** | Director, Business Development | Responsible for marketing, developing business partnerships and investor relations | 30 years of experience in developing, negotiating, and managing international businesses development, finance, and partnerships. Worked with Mr. Burns for 12 years prior to joining AMP |
| **Alan Arkus** | Director, Development Engineering | Chief mechanical engineer responsible for mechanical design of WorkHorse trucks | 10+ years of experience in the aerospace industry. Held various positions at NASA, Air Force Research Lab, and Naval Research Lab |
| **Duane Hughes** | Director/National Sales | Responsible for major fleet sales | 20 years of high-end sales experience in multiple business segments |
| **Brian Endsley** | Chief Chassis Engineer | Chassis development | 12+ years of experience with Navistar International Truck and Engine |

WORKHORSE

## THE MARKET FOR ELECTRIC LOGISTICS VEHICLES

| | |
|---|---|
| **Category** | • Step Van/Strip Chassis |
| **Total US Market Size in Units** | • $1.3 Billion, Estimated 12,000-15,000 units per year |
| **Revenue Streams** | • Workhorse strip chassis<br>• Alternative fuel options<br>• Intellectual property licensing |
| **Competitors** | • Ford and Freightliner, Smith, EVI |
| **Customers Include** | • UPS, Bimbo Bakeries, Aramark, Canada Post, Cintas, Purolator, Peapod, UniFirst, Frito Lay, ARI, LDV |
| **Markets** | • Package and product delivery companies<br>• Uniform and laundry services<br>• Food services<br>• Utilities<br>• Special use industries |
| **Distribution Channels** | • 400 dealers nationwide |

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# AMP TARGETED THE COMMERCIAL MARKET

## STRATEGY IS LESS CAPITAL INTENSIVE THAN TESLA

WORKHORSE

| | AMP –Commercial Market | TESLA-Retail Market |
|---|---|---|
| Sales & Marketing | Low cost, fleet sales are based on economic savings | Expensive, national marketing campaign |
| Range | No issue due to local routes | Challenging |
| Charging Infrastructure | low cost, fleets are charged at the same location nightly | Expensive, national charging network |
| Service | 400 Navistar service locations nationwide | Service done at customers loc |
| Parts | Navistar's Uptimeparts available nation wide (AMP) | To be established |
| Total Cost of Ownership | Significantly less than diesel | More expensive than comparable gas vehicles |

**Conclusion – AMP value proposition is driven by superior economics and offers commercial fleets a competitive advantage**

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# OUR COMPETITIVE ADVANTAGE

**AMP believes its ability to meet fleet performance specifications and reduce vehicle lifecycle costs affords it significant advantages over competing electric vehicles.**

### Key Features and Innovative Highlights

- The EPA approved E-GEN Workhorse truck provides a unique extended range solution to the medium duty truck market – this is the only one on the market
- Batteries are the most expensive part of an EV. By using the same Panasonic 18650 batteries as Tesla we are in line to further reduce costs when the Panasonic/Tesla Gigafactory is operating. Like Tesla we warrant our battery packs for 8 years or 100,000 miles.
- Workhorse trucks have a new powertrain that significantly reduces operating costs
- AMP qualifies for financial incentives, such as those offered in New York, California, and Chicago, to lower the purchase price of an EV truck

### Workhorse Powertrain vs. Other EV Manufacturers

| Characteristics | Workhorse E-GEN | Other Manufacturers |
|---|---|---|
| **Battery** | Like TESLA the Workhorse uses Panasonic LI batteries; our E-GEN battery packs re under $20,000 due to their tandem 25hwp ICE changing engine | A123 (bankrupt), Sinopoly; Industry average battery pack cost $72,000 |
| **Range** | EPA approved E-GEN emergency range electric medium duty truck which has a greater range since the truck can recharge when parked during a package delivery | Limited range due to electric only option |
| **Cost Efficiency** | OEM: less expensive to manufacture | Retrofit: more expensive to manufacture |

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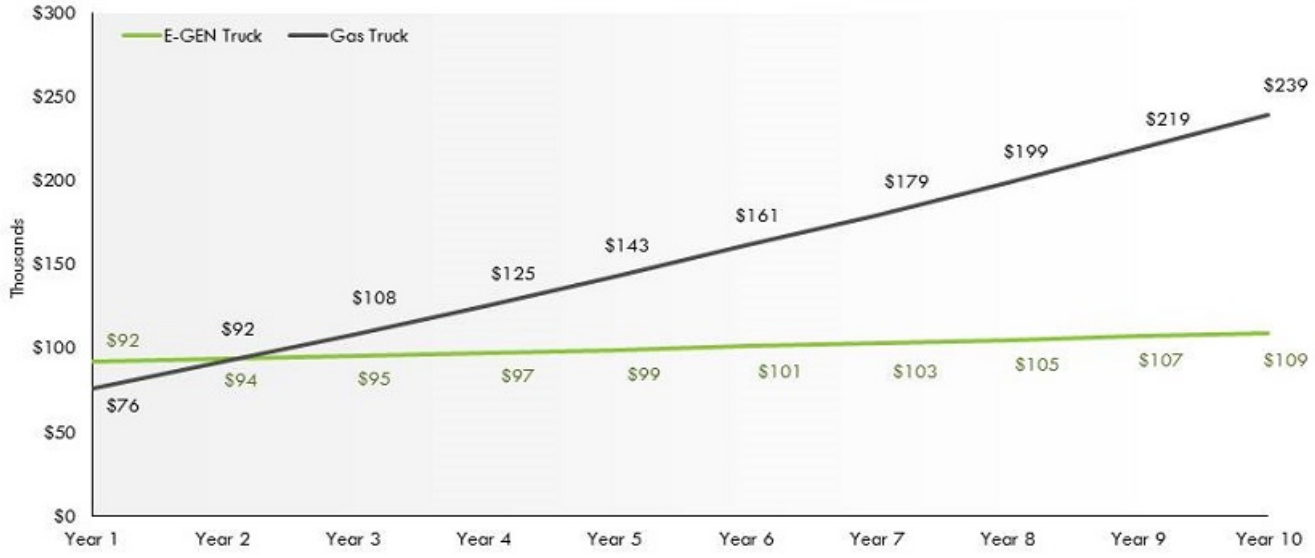
# THE WORKHORSE E-GEN IS COST EFFECTIVE

WORKHORSE

**Our EV powertrain has less than 20 moving parts versus over 1,000 for Ford and Freightliner;**

**Gas vs. AMP E-Gen 10-Year Costs: E-GEN Saves $130,000 vs. Gas due to lower fuel and maintenance costs**

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# STATE INCENTIVES TO DRIVE SALES EV SALES

WORKHORSE

**AMP's Full Electric Vehicles are approved for State Government incentive funding.**

nyserda
Energy. Innovation. Solutions.

The NYT-VIP is an important partnership between the New York State Energy Research and Development Authority (NYSERDA), New York State Department of Transportation (NYSDOT), New York City Department of Transportation (NYCDOT), and CALSTART.

The program offers incentives for truck purchasers operating in 30 counties in the state. The Workhorse E-100 qualifies for a $60,000 voucher that reduces the purchase price to $73,000. Vehicles destined for New York operations are equipped with a cold weather package for maintaining battery performance.

California Environmental Protection Agency
Air Resources Board

The HVIP is designed to offset much of the cost of eligible hybrid and battery-electric medium and heavy-duty vehicles using a simplified purchase voucher. The Workhorse E-100 qualifies for a base incentive of $90,000 under the HVIP in California.

The first three vehicles purchased by a fleet also receive an additional incentive of $10,000 per vehicle. Added together, a Workhorse truck is available to a California purchaser for as little as $33,000.

drive clean CHICAGO

Offers $11,000,000 in incentives to fleets interested in shifting from diesel to zero-emission vehicles. Vouchers are available for fleets operating in the city of Chicago and six surrounding counties.

Workhorse E-100 All-Electric Walk In Vans qualify for an incentive of $60,000 and are equipped with a CARB-certified, on-board, fuel-fired heating system and a cold weather package for maintaining battery performance. The Workhorse E-GEN qualifies for a $32,800 incentive.

Incentives worth $60,000 are also available to customers that wish to convert certain 2004 to 2011 Navistar or Workhorse diesel Walk In Vans to all electric power.

## AMP SET TO RAMP PRODUCTION;
*ACQUIRED NAVISTAR PLANT & BRAND IN 2013*

**AMP Holding Inc. acquired the Workhorse brand, engineering, and factory from Navistar International Corporation (NYSE: NAV) and established a supply agreement with its parts supplier UpTime parts. In 2005, when Navistar acquired Workhorse and UpTime, they had a combined revenues of $480 million.**

- Purchased Workhorse Custom Chassis from Navistar in March, 2013
- Includes a 215,000 sq. ft. assembly plant, 40,000 sq. ft. office and 15,000 sq. ft. pre-delivery inspection building on a 45 acre campus
- Manufactures Class 4, 5, and 6 Workhorse brand strip chassis
- Capacity to produce up to 60,000 chassis per year
- Scalable infrastructure
- Production lines in 2015;
  - E-GEN 20 mpg extended range electric trucks
  - 100-mile range all-electric medium duty trucks

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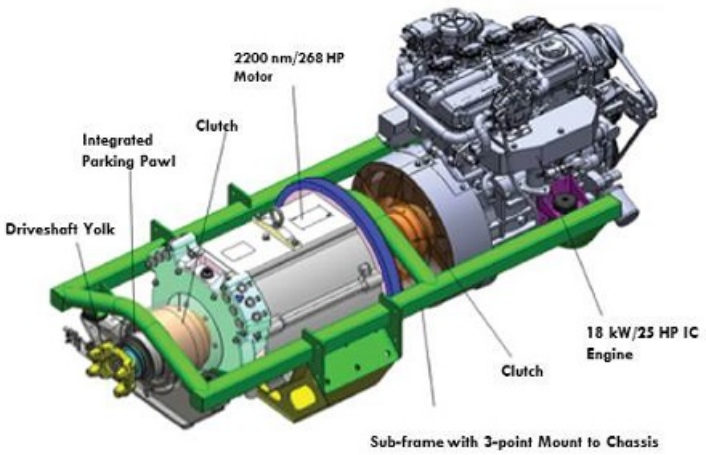
# AMP HEADQUARTERS:
# EV VEHICLE AND DRONE (R&D) FACILITY

WORKHORSE

**Partnering with Univ. of Cincinnati Department of Aerospace Engineering and Engineering Mechanics**

**E-GEN Drive System (below)**




- **AMP Electric Vehicles, Inc. Cincinnati, OH**
- Proven expertise in engineering variations to traditional drive systems that significantly enhance fuel efficiency
- 30,000 sq. ft. facility includes Corporate Headquarters and R&D
- Manufactures electric drive trains for package delivery trucks
- Developed an all-electric drive system and E-GEN (adjacent picture) for UPS package delivery trucks and completed durability and field testing in 2013
- Developed and delivered a similar system for a medium-duty passenger bus
- Developed a command and control system as well as a delivery Octocopter (drone) to reduce the cost of last mile delivery with the University of Cincinnati

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# AMP'S PRODUCT LINE

WORKHORSE

## Medium-Duty Delivery Trucks

**Innovative design and attractive price point positions AMP Trucks/Workhorse as a top competitor in this market segment.**

**The Workhorse strip chassis can be powered by an array of propulsion systems and fuel choices.**

### E-GEN
### (Emergency Range Electric Vehicle)

- Revolutionary patent-pending system incorporates a 2.4 Liter gas engine de-rated to 25 horsepower that powers the TM4 electric motor as a generator when the battery pack falls below the optimal level of charge
- E-GEN Workhorse truck will deliver the equivalent of 20 mpg compared to the 7.5 mpg of conventional fleet operators, significantly reducing operating costs
- Utilizes a smaller, less expensive battery pack than its competitors
- Reduces customer concerns over range anxiety
- Achieves an industry first: a positive return on investment in three years without government incentives
- Approved for incentive funding in Chicago

### GEN 2
### (Full Electric)

- Patent-pending designs developed by AMP
- Leverages the electric drive train with a mass-produced chassis to deliver a highway-capable, 100% electric vehicle that meets the range and performance requirements of large commercial delivery companies
- Approved for incentive funding in New York, California, and Chicago

### Conventional, Liquid Propane Gas and Compressed Natural Gas

- Navistar built 15,909 commercial chassis between 2008 and mid-2012
- Increasing demand from fleet operators for LPG and CNG
- AMP will continue to offer these products given the robust demand

**Underlying both the E-GEN and the GEN 2 electric trucks is AMP's innovative battery pack.**

Featuring world-class Japanese 18650 cells, the same type of cells used in the Tesla Model S

Negotiated a supply agreement with major Japanese battery manufacturer for 18650 cells

Coupled with AMP's proprietary battery management system, the battery pack can be sized to meet the varying range requirements of fleet customers

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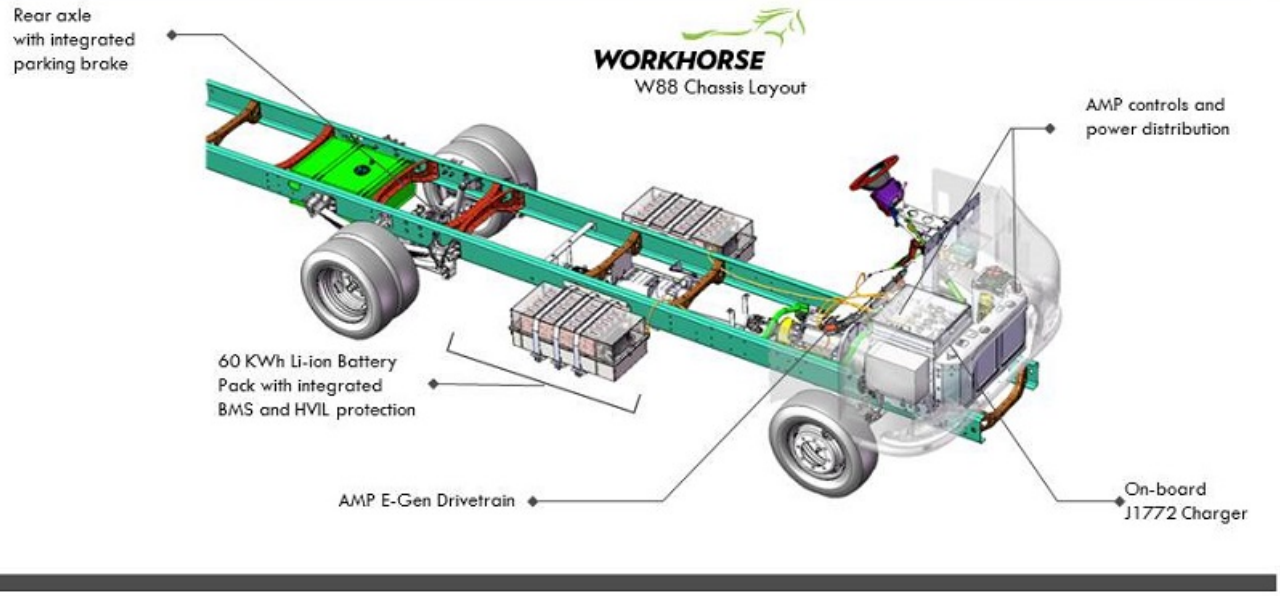
## E-GEN WORKHORSE W88 CHASSIS LAYOUT:

*DEPLOYING THE SAME PANASONIC BATTERY AS TESLA*

**AMP's patent-pending E-GEN-power train is unmatched by any other power train supplier.**

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## VALUE DRIVERS

WORKHORSE

**Competitive Advantages**

- **Workhorse brand is well received**
- **Compelling Value Proposition**
  - AMP products provide breakthroughs in fuel and maintenance efficiency, and environmental impact
  - Acquisition of the Workhorse plant and proprietary technological advancements allow AMP to enter the truck market for a fraction of the estimated $500m investment to launch a new truck
  - E-GEN breaks even in 3 years and is much more cost effective than diesel over the long term
  - E-GEN gets the equivalent of 20 mpg versus 7.5 mpg for the competitors
  - Regenerative braking technology offers superior cost advantages over traditional brakes / brake pads
- **Scalable**
  - Union City plant has the capacity to produce 60,000 units per year

**Sizable Market**

- **Addressable attractive margin markets:** Significant opportunity for recurring revenue in the $1.3 billion per year strip chassis market
- **Game changing technology** validated by state energy authorities and lead customers
- **Strategic partnerships** with industry leaders and transportation technology pioneers

**Patents and Achievements**

- 6 issued and 2 pending or provisional patents
- **Approved for incentive funding:**
- New York Truck VIP, California HVIP, Drive Clean Chicago

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## CONTACT INFORMATION

WORKHORSE

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