

Form 10-Q/A
(Amendment No. 1)

The number of outstanding shares of the registrant's Common Stock, \$0.0001 par value, as of February 26, 2009 was 14,832,130.

TABLE OF CONTENTS

Explanatory Note	3
Part II—Other Information: Item 6—Exhibits	3
Signatures	3
Exhibit Index	4

EXPLANATORY NOTE

This Amendment to the Company's Report on Form 10-Q for its quarterly period ended June 30, 2006 is being filed solely to amend Exhibit 10.1 originally filed with that Report. Confidential treatment has been granted for certain parts of the Agreement. Those parts have been redacted from the copy of the Agreement filed as an exhibit to this Amendment, marked with ***, and separately filed with the Commission.

PART II - OTHER INFORMATION

Item 6. Exhibits

Exhibit Number	Description of Documents
10.1*	Equipment Purchase and Product Supply Agreement entered into as of May 25, 2006 between the Company (formerly known as Fiberstars, Inc.) and Venture Lighting International, Inc.

* Confidential treatment has been granted for certain portions of this Agreement.

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.

Date: February 27, 2009

ENERGY FOCUS, INC.

By: /s/ Joseph G. Kaveski
Joseph G. Kaveski
Chief Executive Officer

By: /s/ Nicholas G. Berchtold
Nicholas G. Berchtold
Vice President Finance and Chief
Financial Officer

EXHIBIT INDEX

Exhibit
Number

Description of Documents

10.1* Equipment Purchase and Product Supply Agreement entered into as of May 25, 2006 between the Company (formerly known as Fiberstars, Inc.) and Venture Lighting International, Inc.

* Confidential treatment has been granted for certain portions of this Agreement.