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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549**

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**FORM 8-K**

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**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 4, 2013**

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**POWELL INDUSTRIES, INC.**

(Exact Name of Registrant as Specified in Its Charter)

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**Delaware**  
(State or other jurisdiction of  
incorporation or organization)

**001-12488**  
(Commission  
File Number)

**88-0106100**  
(I.R.S. Employer  
Identification Number)

**8550 Mosley Drive**  
**Houston, Texas**  
(Address of Principal Executive Offices)

**77075-1180**  
(Zip Code)

**(713) 944-6900**  
(Registrant's Telephone Number, Including Area Code)

**N/A**  
(Former Name or Former Address, if Changed Since Last Report)

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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 (17CFR230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17CFR240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17CFR240.14D-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17CFR240.13e-4(c))
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**Item 8.01 – Other Events**

On November 5, 2013, Powell Industries, Inc. (the “Company”) issued a press release announcing that on November 4, 2013 its Board of Directors approved a quarterly cash dividend on the Company’s common stock in the amount of \$0.25 per share, payable on December 18, 2013 to shareholders of record at the close of business on November 20, 2013. A copy of such press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

**Item 9.01 – Financial Statements and Exhibits**

*(d) – Exhibits*

<u>Exhibit Number</u>	<u>Description</u>
99.1	Press Release dated November 5, 2013

**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.

POWELL INDUSTRIES, INC.

Date: November 7, 2013

By: /s/ Don R. Madison

Don R. Madison  
Executive Vice President  
Chief Financial and Administrative Officer  
(Principal Financial Officer)

**EXHIBIT INDEX**

**Exhibit  
Number**

**Description**

99.1

Press Release dated November 5, 2013



PRESS RELEASE

FOR IMMEDIATE RELEASE

Contacts: Don R. Madison, CFO  
Powell Industries, Inc.  
713-947-4422

**POWELL INDUSTRIES LAUNCHES QUARTERLY CASH DIVIDEND**

HOUSTON — NOVEMBER 5, 2013 — Powell Industries, Inc. (NASDAQ: POWL), a leading supplier of custom engineered solutions for the management and control of electrical energy and other critical processes, announced today that on November 4, 2013 its Board of Directors adopted a quarterly cash dividend policy, declaring its first quarterly cash dividend on the Company's common stock in the amount of \$0.25 per share. The dividend is payable on December 18, 2013 to shareholders of record at the close of business on November 20, 2013, subject to receipt of the required formal consent per the Company's credit facility.

Michael A. Lucas, Chief Executive Officer, stated, "We are pleased to announce our first quarterly cash dividend to shareholders. Over the past two years, we generated sufficient cash to complete substantial investments in two new manufacturing facilities to enhance our position for future growth, while maintaining a cash balance in excess of \$100 million. With these facility investments completed, combined with our strong balance sheet, access to debt financing and projected future cash flows, we believe we have adequate resources to support a quarterly dividend to our shareholders as well as continue our growth plans."

The Board of Directors anticipates declaring this dividend in future quarters on a regular basis; however, future declarations of dividends will be determined by the Board based on the financial condition and outlook for the Company as well as any particular cash and financing needs of the Company.

Powell Industries, Inc., headquartered in Houston, engineers packaged solutions and systems for the control, distribution and management of electrical energy and other dynamic processes. Powell markets include large industrial customers such as utilities, oil and gas producers, refineries, petrochemical plants, pulp and paper producers, mining operations, commuter railways and other vehicular transportation facilities. For more information, please visit [powellind.com](http://powellind.com).

*Any forward-looking statements in the preceding paragraphs of this release are made pursuant to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. Investors are cautioned that such forward-looking statements involve risks and uncertainties in that actual results may differ materially from those projected in the forward-looking statements. In the course of operations, we are subject to certain risk factors, competition and competitive pressures, sensitivity to general economic and industrial conditions, international political and economic risks, availability and price of raw materials and execution of business strategy. For further information, please refer to the Company's filings with the Securities and Exchange Commission, copies of which are available from the Company without charge.*

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