ENERGY FOCUS, INC/DE

Form 4

January 30, 2014

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

Check this box if no longer

subject to Section 16. Form 4 or

Form 5 obligations

may continue. See Instruction STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

2. Issuer Name and Ticker or Trading

ENERGY FOCUS, INC/DE [EFOI]

30(h) of the Investment Company Act of 1940

(Print or Type Responses)

SOLON, OH 44139

(City)

1.Title of

Security

(Instr. 3)

1(b).

(Last)

1. Name and Address of Reporting Person * DAVENPORT JOHN

(Zip)

2. Transaction Date 2A. Deemed

(First) (Middle)

ENERGY FOCUS, INC., 32000 AURORA ROAD, SUITE B

(Street)

(State)

(Month/Day/Year)

4. If Amendment, Date Original

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Symbol

Filed(Month/Day/Year)

(Month/Day/Year)

01/28/2014

3. Date of Earliest Transaction

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 3. 4. Securities TransactionAcquired (A) or

Execution Date, if Code Disposed of (D) (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5)

(A)

or Code V Amount (D) Price

5. Amount of

Securities Beneficially Owned Following

Issuer

below)

X_ Director

Applicable Line)

Officer (give title

Reported

Transaction(s) (Instr. 3 and 4)

SEC 1474

7. Nature of

Ownership

(Instr. 4)

Indirect

(D) or Indirect Beneficial

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

5. Relationship of Reporting Person(s) to

6. Individual or Joint/Group Filing(Check

6. Ownership

Form: Direct

X Form filed by One Reporting Person Form filed by More than One Reporting

(I)

(Instr. 4)

(Check all applicable)

10% Owner

Other (specify

Estimated average

burden hours per

Persons who respond to the collection of information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Conversion (Month/Day/Year) Security or Exercise

3. Transaction Date 3A. Deemed Execution Date, if any

4. 5. Number of **Transaction**Derivative Code Securities

6. Date Exercisable and **Expiration Date** (Month/Day/Year)

7. Title and Amount of **Underlying Securities** (Instr. 3 and 4)

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(Month/Day/Year) (Instr. 8) Acquired (A)

	Derivative Security	`	, , ,	,	or Dispose (D) (Instr. 3, 4		f			
			Code	V	and 5) (A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Share
Stock option	\$ 0.41	01/28/2014	A		50,000		01/28/2015(1)	01/28/2024	Common Stock	50,000

Reporting Owners

Price of

Reporting Owner Name / Address

Director 10% Owner Officer Other

DAVENPORT JOHN
ENERGY FOCUS, INC.
32000 AURORA ROAD, SUITE B
SOLON, OH 44139

Signatures

(Instr. 3)

/s/ John
Davenport

**Signature of Date

**Signature of Reporting Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Date applies to one-third of the total. The remaining two-thirds vest monthly over the following two year period.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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