## Edgar Filing: DENHOLM ROBYN M - Form 4

| DENHOLM R  | OBYN M  |  |   |  |                           |  |                        |  |  |   |   |
|--|---|--|---|--|---------------------------|--|------------------------|--|--|---|---|
| Form 4   | 000   |  |   |  |                           |  |                        |  |  |   |   |
| February 15, 2   |   |  |   |  |                           |  |                        |  |  |   |   |
| FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 |   |  |   |  |                           |  |                        |  |  | 3235-028  | 7 |
| Check this<br>if no longer<br>subject to<br>Section 16.<br>Form 4 or<br>Form 5 | STATEM  |  | F CHAN  | NGES IN<br>SECUI                                 | BEN<br>RITII              | IEFI<br>ES   | CIAL O                 | WNERSHIP OI  | Estimated<br>burden hol<br>response                                  | urs per   | 5 |
| obligations<br>may contin<br><i>See</i> Instruct<br>1(b).                      | ue. Section 17(<br>tion   | a) of the l                                | Public U  | tility Hol                                       | lding                     | Con  |                        | nge Act of 1934<br>of 1935 or Sect<br>940  |  |   |   |
| (  | -F)   |  |   |  |                           |  |                        |  |  |   |   |
| 1. Name and Address of Reporting Person <u>*</u><br>DENHOLM ROBYN M            |   |  | 2. Issuer Name <b>and</b> Ticker or Trading<br>Symbol |  |                           |  |                        | 5. Relationship of Reporting Person(s) to Issuer   |  |   |   |
|  |   | ECHELON CORP [ELON]                        |   |  |                           |  | (Check all applicable) |  |  |   |   |
| (Last)<br>550 MERIDIA  | 3. Date of Earliest Transaction<br>(Month/Day/Year)<br>02/15/2008 |  |   |  |                           | X_ Director 10% Owner<br>Officer (give title Other (specify<br>below) below) |                        |  |  |   |   |
| (Street) 4. If Amendme<br>Filed(Month/Da                                       |   |  |   | /Day/Year) Aj                                    |                           |  | Applicable Line)       | _X_ Form filed by One Reporting Person   |  |   |   |
| SAN JOSE, C  | CA 95126  |  |   |  |                           |  |                        | Form filed by Person   | More than One R  | eporting  |   |
| (City)   | (State)   | (Zip)                                      | Tab   | le I - Non-                                      | Deriva                    | ative \$   | Securities A           | Acquired, Disposed   | of, or Beneficia   | lly Owned   |   |
|  | Transaction Date<br>Aonth/Day/Year)                               | 2A. Deemo<br>Execution<br>any<br>(Month/Da | Date, if  | 3.<br>Transactio<br>Code<br>(Instr. 8)<br>Code V | onAcqu<br>Dispo<br>(Instr | osed (<br>r. 3, 4  |                        | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |   |
|  |   |  |   |  |                           |  |                        |  |  |   |   |
| Reminder: Repor  | t on a separate line  | tor each cl                                | ass of sec  | urities bene                                     | Pe<br>in                  | ersoi<br>form  | ns who real            | or indirectly.<br>spond to the colle<br>tained in this forr<br>ond unless the fo                                   | n are not  | SEC 1474<br>(9-02)  |   |
|  |   |  |   |  | di                        |  | ys a curre             | ntly valid OMB co  |  |   |   |

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

| 1. Title of | 2.          | 3. Transaction Date | 3A. Deemed         | 4.         | 5. Number of | 6. Date Exercisable and | 7. Title and Amount of |
|-------------|-------------|---------------------|--------------------|------------|--------------|-------------------------|------------------------|
| Derivative  | Conversion  | (Month/Day/Year)    | Execution Date, if | Transactio | Derivative   | Expiration Date         | Underlying Securities  |
| Security    | or Exercise |                     | any                | Code       | Securities   | (Month/Day/Year)        | (Instr. 3 and 4)       |
| (Instr. 3)  | Price of    |                     | (Month/Day/Year)   | (Instr. 8) | Acquired (A) |                         |                        |

|  | Derivative<br>Security |            |      |   | or Dispose<br>(D)<br>(Instr. 3, 4<br>and 5) |     |                     |                    |                 |                                     |
|--|------------------------|------------|------|---|---|-----|---------------------|--------------------|-----------------|-------------------------------------|
|  |                        |            | Code | V | (A)   | (D) | Date<br>Exercisable | Expiration<br>Date | Title           | Amount<br>or<br>Number<br>of Shares |
| Director<br>Stock<br>Option<br>(Right to<br>buy) | \$ 12.73               | 02/15/2008 | A    |   | 25,000                                      |     | 02/15/2008          | 02/15/2013         | Common<br>Stock | 25,000                              |

## **Reporting Owners**

| Reporting Owner Name / Addro                                 | 285        | Relationships |         |       |  |  |  |  |
|--|------------|---------------|---------|-------|--|--|--|--|
|  | Director   | 10% Owner     | Officer | Other |  |  |  |  |
| DENHOLM ROBYN M<br>550 MERIDIAN AVENUE<br>SAN JOSE, CA 95126 | Х          |               |         |       |  |  |  |  |
| Signatures   |            |               |         |       |  |  |  |  |
| /s/ Robyn<br>Denholm   | 02/15/2008 |               |         |       |  |  |  |  |
| <u>**</u> Signature of                                       | Date       |               |         |       |  |  |  |  |

<u>\*\*</u>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).

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.