## Edgar Filing: ECHELON CORP - Form 4

FOULTI ON CODD

Form 4	CORP								
May 28, 20									
FORM	N OMB A Number:	.PPROVAL 3235-0287							
Check this box Washington, D.C. 20549									January 31,
if no lor subject Section Form 4 Form 5	to STATEN 16. or			SECUI	RITIES	ICIAL O	Estimated burden hou response	ted average hours per	
obligati may con <i>See</i> Inst 1(b).	ons ntinue. Section 17(	a) of the l	Public U	Itility Hol	ding Cor		nge Act of 1934, of 1935 or Secti 940		
(Print or Type	Responses)								
1. Name and BRUGGIN	2. Issuer Name <b>and</b> Ticker or Trading Symbol ECHELON CORP [ELON]				5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First) (	Middle)	3. Date of	of Earliest T	ransaction		(Chi	eck all applicabl	e)
550 MERI	(Month/Day/Year) 05/27/2008				Director 10% Owner X Officer (give title Other (specify below) below) Sr. VP & GM of Ser Prov Gp				
SAN JOSE	4. If Amendment, Date Original Filed(Month/Day/Year)				<ul> <li>6. Individual or Joint/Group Filing(Check Applicable Line)</li> <li>_X_Form filed by One Reporting Person</li> <li>Form filed by More than One Reporting</li> </ul>				
							Person		
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative	Securities A	Acquired, Disposed	of, or Beneficia	lly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deem Execution any (Month/Da	Date, if	3. Transactio Code (Instr. 8)	4. Securit onAcquired Disposed (Instr. 3, 4	(A) or of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code V		(D) Price	`````		
Reminder: Re	port on a separate line	e for each cl	ass of sec	urities bene	-	-	-	ation of a	NEC 1474
					inforn requir	nation cont ed to resp lys a curre	spond to the colle tained in this forn ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)

 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
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securitie
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

## Edgar Filing: ECHELON CORP - Form 4

(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8	3)	Acquired ( or Dispose (D) (Instr. 3, 4 and 5)	ed of				
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amour or Numbe of Shar
Performance Shares	<u>(1)</u>	05/27/2008		А		11,250		(2)	05/27/2012	Common Stock	11,25
Stock Appreciation Right	\$ 13.32	05/27/2008		А		33,750		(3)	05/27/2013	Common Stock	33,75

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
BRUGGINK FREDERIK 550 MERIDIAN AVE SAN JOSE, CA 95126			Sr. VP & GM of Ser Prov Gp				
Signatures							
/s/ Oliver R. Stanfield, attorney Bruggink	05/28/2008						
<u>**</u> Signature of Repor	ting Person		Date				

## **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) Each performance share represents the right to receive one share of the Issuer's Common Stock.
- Pursuant to the Issuer's 1997 Stock Plan (the "Plan") the Reporting Person was granted 11,250 performance shares. 1/4th of such shares will vest on May 27, 2009 and on each one year anniversary thereafter.
- (3) Pursuant to the Plan the Reporting Person was granted stock appreciation rights with respect to 33,750 shares. 1/4th of such shares will vest on May 27, 2009 and on each one year anniversary thereafter.

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.