

Tu James
Form 3
December 10, 2018

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF 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
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person * Â Tu James (Last) (First) (Middle) 1 BRIDGE PLAZA NORTH, #275,Â (Street) FORT LEE,Â NJÂ 07024 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 11/30/2018	3. Issuer Name and Ticker or Trading Symbol ENERGY FOCUS, INC/DE [EFOI]	4. Relationship of Reporting Person(s) to Issuer (Check all applicable) ☐ Director ☐ 10% Owner ☐ Officer ☒ Other (give title below) (specify below) Member of 10% owner group	5. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) ☐ Form filed by One Reporting Person ☒ Form filed by More than One Reporting Person
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Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock, par value \$0.0001 per share ("Common Stock")	1,167,390	I	See footnotes <u>(1)</u> <u>(2)</u>
Common Stock	519,565	I	See footnote <u>(3)</u>
Common Stock	2,502	D <u>(4)</u>	Â
Common Stock	437,391	I	See footnotes <u>(2)</u> <u>(5)</u>

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

SEC 1473 (7-02)

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

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1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Tu James 1 BRIDGE PLAZA NORTH, #275 FORT LEE, NJ 07024	^	^	^	Member of 10% owner group
Huang Gina 3F-4, NO.9, MIN QUAN EAST ROAD SECTION 3 LANE 140 SONG SHAN DISTRICT TAIPEI CITY, F5 105	^	^	^	Member of 10% owner group
Jag International Co Ltd. 3F-4, NO.9, MIN QUAN EAST ROAD SECTION 3 LANE 140, SONG SHAN DISTRICT TAIPEI CITY, F5 105	^	^	^	Member of 10% owner group
Brilliant Start Enterprise, Inc. 3F-4, NO.9, MIN QUAN EAST ROAD SECTION 3 LANE 140, SONG SHAN DISTRICT TAIPEI CITY, F5 105	^	^	^	Member of 10% owner group
Luo Jiangang 18 MICHELLE WAY PINE BROOK, NJ 07058	^	^	^	Member of 10% owner group
Cleantech Global Ltd ONE OFFSHORE INCORPORATION CENTRE ROAD TOWN, D8 VG1110	^	^	^	Member of 10% owner group
5 ELEMENTS GLOBAL FUND, LP 1 BRIDGE PLAZA NORTH, #275 FORT LEE, NJ 07024	^	^	^	Member of 10% owner group
Cheng Yeh Mei-Hui SEA MEADOW HOUSE, BLACKBURNE HIGHWAY, P.O. BOX 116 ROAD TOWN, D8 VG1110	^	^	^	Member of 10% owner group
Communal International, Ltd. 1 BRIDGE PLAZA NORTH, #275 FORT LEE, NJ 07024	^	^	^	Member of 10% owner group
	^	^	^	

5 Elements Energy Efficiency Ltd.
17F, NO.87, SUNG CHIANG ROAD
TAIPEI.Â F5Â 104

Member of 10% owner group

Signatures

JAMES TU, /s/ James Tu, James Tu

12/07/2018

Signature of Reporting Person

Date _____

GINA HUANG, /s/ Gina Huang (Mei-Yun Huang), Gina Huang (Mei-Yun Huang)

12/06/2018

****Signature of Reporting Person**

Date _____

JAG INTERNATIONAL, LTD., By: /s/ Gina Huang (Mei-Yun Huang), Gina Huang (Mei-Yun Huang), General Partner

12/06/2018

Signature of Reporting Person

Date _____

BRILLIANT START ENTERPRISE, INC., By: /s/ Gina Huang (Mei-Yun Huang), Gina Huang (Mei-Yun Huang), General Partner

12/06/2018

**Signature of Reporting Person

Date _____

JIANGANG LUO, /s/ Jiangang Luo, Jiangang Luo

12/06/2018

****Signature of Reporting Person**

Date _____

CLEANTECH GLOBAL LTD., By: /s/ Jiangang Luo, Jiangang Luo, Managing Partner

12/06/2018

Signature of Reporting Person

Date _____

5 ELEMENTS GLOBAL FUND L.P., By: /s/ James Tu, James Tu, Managing Partner

12/07/2018

**Signature of Reporting Person

Date _____

YEH MEI-HUI CHENG, /s/ Yeh Mei-Hui Cheng, Yeh Mei-Hui Cheng

12/06/2018

 **Signature of Reporting Person

Date _____

COMMUNAL INTERNATIONAL, LTD., By: /s/ Yeh Mei-Hui Cheng, Yeh Mei-Hui Cheng,
Authorized Representative

12/06/2018

****Signature of Reporting Person**

Date _____

5 ELEMENTS ENERGY EFFICIENCY LIMITED, By: /s/ Yeh Mei-Hui Cheng, Yeh Mei-Hui Cheng, Authorized Representative

12/06/2018

****Signature of Reporting Person**

Date _____

Explanation of Responses:

- | | |
|-----|---|
| * | If the form is filed by more than one reporting person, <i>see</i> Instruction 5(b)(v). |
| ** | Intentional misstatements or omissions of facts constitute Federal Criminal Violations. <i>See</i> 18 U.S.C. 1001 and 15 U.S.C. 78ff(a). |
| | These securities are indirectly beneficially owned by Gina Huang and are directly held as follows: (a) 600,000 shares of Common Stock by Jag International, Ltd., a British Virgin Islands entity ("Jag"), (b) 417,390 shares of Common Stock by Brilliant Start Enterprise, Inc., a British Virgin Islands entity ("Brilliant Start"), and (c) 150,000 shares of Common Stock by 5 Elements Global Fund L.P., a Delaware limited partnership ("Global Fund"). Ms. Huang is the sole owner of each of Jag and Brilliant Start, and has a pecuniary interest in 50% of the 300,000 shares of Common Stock held by Global Fund. |
| (1) | |
| (2) | Mr. Tu is the Managing Partner of Global Fund and does not beneficially own any securities required to be reported on this Form 3. |
| (3) | These securities are directly held by Cleantech Global Ltd. a British Virgin Islands entity ("Cleantech"), and indirectly beneficially owned by Jiangang Luo, who is the Managing Partner of Cleantech. Mr. Luo beneficially owns 5% of the shares of Common Stock held by Cleantech. |
| (4) | These securities are owned solely by Jiangang Luo. |

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- (5) These securities are indirectly beneficially owned by Yeh Mei-Hui Cheng and are directly held as follows: (a) 150,000 shares of Common Stock by Global Fund and (b) 287,391 by 5 Elements Energy Efficiency Limited, a British Virgin Islands entity ("Energy Efficiency"), which is owned 50% by Ms. Cheng and 50% by Communal International, Ltd. ("Communal"). Each of James Tu and Ms. Cheng is a Co-Founder and 50% owner of Communal. Ms. Cheng is the general partner and controlling partner of Energy Efficiency and has a pecuniary interest in all the shares of Common Stock held by Energy Efficiency. In addition, Ms. Cheng has a pecuniary interest in 50% of the 300,000 shares of Common Stock held by Global Fund.

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Remarks:

On November 30, 2018, the Reporting Persons filed a Schedule 13D reporting that they may be d

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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