ECHELON CORP Form 4 August 13, 2014

FORM 4

OMB APPROVAL

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

OMB 3235-0287 Number:

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Check this box if no longer subject to Section 16. Form 4 or

January 31, Expires:

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue.

30(h) of the Investment Company Act of 1940 See Instruction

1(b).

Stock

Stock

Common

08/12/2014

(Print or Type Responses)

1. Name and Address of Reporting Person * MOORE ALICIA JAYNE		Person * 2. Issuer Symbol	2. Issuer Name and Ticker or Trading Symbol				5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (M		ON COR	_	Ŋ		(Chec	ck all applicable)	
550 MERID	(Month/D	3. Date of Earliest Transaction (Month/Day/Year) 08/12/2014				Director 10% Owner _X_ Officer (give title Other (specify below) Sen. VP & General Counsel				
		4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
SAN JOSE,						Form filed by More than One Reporting Person				
(City)	(State)	(Zip) Tabl	e I - Non-D	erivative S	ecuritie	es Acq	uired, Disposed o	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securiti on(A) or Dis (Instr. 3, 4)	sposed of and 5) (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)	
Stock	08/12/2014		M	11,250	A ((1)	11,250	D		

D

4,227

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

F

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7,023

D

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration D (Month/Day)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amoun or Numbe of Shar	
Performance Shares	<u>(1)</u>	08/12/2014		M	11,250	(2)	08/12/2017	Common Stock	11,25	

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

MOORE ALICIA JAYNE 550 MERIDIAN AVENUE SAN JOSE, CA 95126

Sen. VP & General Counsel

Signatures

/s/ Alicia Jayne Moore 08/13/2014

**Signature of Date
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) Each performance share represents the right to receive one share of the Issuer's Common Stock.

11,250 of the 45,000 shares granted to the Reporting Person under the Issuer's 1997 Stock Plan were vested and released to the Reporting (2) Person effective August 12, 2014. Such 45,000 share grant vests at the following rate: 1/4th of such shares on August 12, 2014 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.

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