

Energous Corp  
Form SC 13G  
February 14, 2018

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**SCHEDULE 13G**

Under the Securities Exchange Act of 1934

(Amendment No. \_\_)\*

**Energous Corporation**

(Name of Issuer)

**Common Stock**

(Title of Class of Securities)

**29272C103**

(CUSIP Number)

**December 31, 2017**

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

☐ Rule 13d-1(b)

☐ Rule 13d-1(c)

☒ Rule 13d-1(d)

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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1 NAMES OF REPORTING  
PERSONS/I.R.S.  
IDENTIFICATION NOS. OF  
ABOVE PERSONS (ENTITIES  
ONLY)

**Stephen R. Rizzone**  
CHECK THE APPROPRIATE BOX  
IF A MEMBER OF A GROUP

2 (a) "

(b) "  
SEC USE ONLY

3  
CITIZENSHIP OR PLACE OF  
ORGANIZATION

4  
**United States**  
NUMBER OF  
SHARES  
BENEFICIALLY 5  
OWNED BY  
EACH  
REPORTING  
PERSON WITH

SOLE VOTING POWER  
**1,399,037 (1)**  
SHARED VOTING POWER

6  
**0**  
SOLE DISPOSITIVE POWER

7  
**1,399,037 (1)**  
8 SHARED DISPOSITIVE POWER

0

AGGREGATE AMOUNT  
BENEFICIALLY OWNED BY  
EACH REPORTING PERSON

9

**1,399,037 (1)**

CHECK IF THE AGGREGATE  
AMOUNT IN ROW (9)  
EXCLUDES CERTAIN SHARES "

10

PERCENT OF CLASS  
REPRESENTED BY AMOUNT IN  
ROW (9)

11

**6.0% (2)**

TYPE OF REPORTING PERSON

12

**IN**

Includes (i) 253,719 shares of common stock held directly by the Reporting Person; (ii) 724,885 shares of common stock subject to options held by the Reporting Person that are exercisable within 60 days of December 31, 2017; (iii) 270,433 shares of common stock issuable to the Reporting Person upon the settlement of restricted stock units ("RSUs") that vest within 60 days of December 31, 2017; (iv) and 150,000 shares of common stock subject to Performance Stock Units ("PSUs") held by the Reporting Person that are issuable upon the earlier of (a) the attainment of certain performance goals or (b) his retirement.

Based on 22,238,957 shares of common stock outstanding as of December 31, 2017, as reported by the Issuer to the Reporting Person, plus (i) 724,885 shares of common stock subject to options held by the Reporting Person that are exercisable within 60 days of December 31, 2017; (ii) 270,433 shares of common stock issuable to the Reporting Person upon the settlement of the RSUs that vest within 60 days of December 31, 2017; (iii) and 150,000 shares of common stock subject to PSUs held by the Reporting Person that are issuable upon the earlier of (a) the attainment of certain performance goals or (b) his retirement, all of which are treated as converted into common stock only for the purpose of computing the percentage ownership of the Reporting Person.

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Item 1(a) Name of Issuer:

**Energous Corporation**

Item 1(b) Address of Issuer's Principal Executive Offices:

**3590 North First Street, Suite 210  
San Jose, California 95134**

Item 2(a) Name of Person Filing:

**Stephen R. Rizzone, the "Reporting Person".**

Item 2(b) Address of Principal Business Office or, If None, Residence:

**c/o Energous Corporation  
3590 North First Street, Suite 210  
San Jose, California 95134**

Item 2(c) Citizenship:

**United States**

Item 2(d) Title of Class of Securities:

**Common Stock**

**Item 2(e)** CUSIP Number:

**29272C103**

**Item 3. Not applicable.**

**Item 4.** Ownership:

(a) Amount Beneficially Owned:

**See Row 9 of cover page for the Reporting Person.**

(b) Percent of Class:

**See Row 11 of cover page for the Reporting Person.**

(c) Number of shares as to which the person has:

(i) Sole power to vote or direct the vote:

**See Row 5 of cover page for the Reporting Person.**

(ii) Shared power to vote or direct the vote:

**See Row 6 of cover page for the Reporting Person.**

(iii) Sole power to dispose or to direct the disposition of:

**See Row 7 of cover page for the Reporting Person.**

(iv) Shared power to dispose or to direct the disposition of:

**See Row 8 of cover page for the Reporting Person.**

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**Item 5. Ownership of Five Percent or Less of a Class**

**Not applicable.**

**Item 6. Ownership of More Than Five Percent on Behalf of Another Person**

**Not applicable.**

**Item 7. Identification and Classification of Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person**

**Not applicable.**

**Item 8. Identification and Classification of Members of the Group**

**Not applicable.**

**Item 9. Notice of Dissolution of Group**

**Not applicable.**

**Item 10. Certifications**

**Not applicable.**

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**SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: February 13, 2018

By: /s/ Stephen R. Rizzone  
Name: Stephen R. Rizzone