

ENERGY FOCUS, INC/DE

Form 4

May 19, 2014

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN 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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *

Luo Jiangang

2. Issuer Name **and** Ticker or Trading

Symbol

ENERGY FOCUS, INC/DE [EFOI]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

18 MICHELLE WAY

3. Date of Earliest Transaction

(Month/Day/Year)

03/31/2014

☐ Director☒ 10% Owner☐ Officer (give title
below)☐ Other (specify
below)

(Street)

4. 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

PINE BROOK, NJ 07058

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially 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. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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)
Common Stock	03/31/2014		C	9,108,697 A	\$ 0.23	9,108,697 I	

Held by
Prime
Science &
Technology
Inc. ⁽¹⁾

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

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information contained in this form are not
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SEC 1474
(9-02)

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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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Underlying (Instr. 3 and
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Subordinated Convertible Debt	\$ 0.23	03/31/2014		C	1,086,957	04/30/2013	12/31/2016	Common Stock
Subordinated Convertible Debt	\$ 0.23	03/31/2014		C	652,174	07/31/2013	12/31/2016	Common Stock
Subordinated Convertible Debt	\$ 0.23	03/31/2014		C	869,565	09/30/2013	12/31/2016	Common Stock
Subordinated Convertible Debt	\$ 0.23	03/31/2014		C	2,173,913	10/31/2013	12/31/2016	Common Stock
Subordinated Convertible Debt	\$ 0.23	03/31/2014		C	434,783	12/31/2013	12/31/2016	Common Stock
Subordinated Convertible Debt	\$ 0.23	03/31/2014		C	1,282,609	01/31/2014	12/31/2016	Common Stock
Subordinated Convertible Debt	\$ 0.23	03/31/2014		C	2,608,696	02/28/2014	12/31/2016	Common Stock
	\$ 0.48					01/18/2014 ⁽²⁾	12/18/2023	

Common
Stock Option

Common
Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Luo Jiangang 18 MICHELLE WAY PINE BROOK, NJ 07058	X	X		
Prime Science & Technology Inc. 18 MICHELLE WAY PINE BROOK, NJ 07058		X		

Signatures

/s/ Frank Lamana as
Attorney-in-Fact

05/19/2014

__Signature of Reporting 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) Mr. Luo is Managing Partner and President of Prime Science & Technology Inc.
- (2) Date applies to 1/12th of the total as option vest monthly over a twelve month period.

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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