Edgar Filing: LANTRONIX INC - Form 4

LANTRON Form 4	IIX INC									
April 29, 20)16									
FORM			GEGU				COMMISSIO		PPROVAL	
	UNITED	STATES	SECU Wa	N OMB Number:	3235-0287					
Check t if no lor subject Section Form 4 Form 5 obligati may cor	nger to 16. or Filed put ons Section 17(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							January 31, 2005 average Jrs per . 0.5	
<i>See</i> Inst 1(b).		30(h)	of the I	nvestment	t Compar	y Act of 1	940			
(Print or Type	Responses)									
1. Name and Address of Reporting Person <u>*</u> Benck Jeff			2. Issuer Name and Ticker or Trading Symbol LANTRONIX INC [LTRX]				5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (Middle)	3. Date of	of Earliest T	ransaction		(Che	eck all applicabl	e)	
C/O LANTRONIX, 7535 IRVINE CENTER DRIVE, SUITE 100			(Month/Day/Year) 04/28/2016			X Director 10% Owner X Officer (give title Other (specify below) below) Chief Executive Offcer				
	(Street) 4. If Amendment, Date Origin Filed(Month/Day/Year)				1	 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 				
IRVINE, C	CA 92618						Person		epotting	
(City)	(State)	(Zip)	Tab	ole I - Non-l	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution any	Date, if	3. Transactio Code (Instr. 8) Code V	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)	
Reminder: Re	eport on a separate line	e for each cl	ass of sec	urities bene	Perso inforn requir	ns who res nation cont red to respo	spond to the colle ained in this forn ond unless the fo	n are not rm	SEC 1474 (9-02)	
					displa numb		ntly valid OMB co	ontrol		

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

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	Disposed o	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)				
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	<u>(1)</u>	04/28/2016		А	450,000		<u>(1)</u>	<u>(1)</u>	Common Stock	450,000

Reporting Owners

Reporting Owner Name / Address				
	Director	10% Owner	Officer	Other
Benck Jeff C/O LANTRONIX 7535 IRVINE CENTER DRIVE, SUITE 100 IRVINE, CA 92618	Х		Chief Executive Offcer	
Signatures				
/s/ Jeremy Whitaker, Attorney-in-fact for Jeff Benck		04/29/201	6	
**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) The shares subject to the RSUs will vest according to the following schedule: one-third (150,000) of the RSUs shall vest on December 1, 2016 and the remaining RSUs shall vest ratably each quarter thereafter for a period of 24 months.

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.