

Port Michael Harry  
Form 4  
August 17, 2017

**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 \*  
Port Michael Harry

(Last) (First) (Middle)

32000 AURORA ROAD, SUITE B

(Street)

SOLON, OH 44139

(City) (State) (Zip)

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

ENERGY FOCUS, INC/DE [EFOI]

3. Date of Earliest Transaction  
(Month/Day/Year)

08/16/2017

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)

CFO &amp; Secretary

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_X\_\_\_\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|---|---|--------------------------------------|--|--|--|---|
|                                       |   |   | Code                                 | V  | Amount   | (A)<br>or<br>(D)   | Price   |
| Common<br>Stock                       | 08/16/2017                              |   | M                                    |  | 1,666  | A  | \$ 0 6,019  |

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

**Persons who respond to the collection of  
information contained in this form are not  
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SEC 1474  
(9-02)

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

## Edgar Filing: Port Michael Harry - Form 4

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) | Amount<br>or<br>Number<br>of Shares |
|---|---|---|---|---|---|--|---|-------------------------------------|
| Restricted<br>Stock<br>Units                        | <u>(1)</u>  | 08/16/2017                              |   | M                                       | 1,666   | 08/16/2017 <sup>(2)</sup> 08/16/2019                           | Common<br>Stock   | 1,666                               |
| Stock<br>Option                                     | \$ 3.17   |   |   |   |   | 04/03/2018 <sup>(3)</sup> 04/03/2027                           | Common<br>Stock   | 28,96                               |
| Restricted<br>Stock<br>Units                        | <u>(1)</u>  |   |   |   |   | 04/03/2018 <sup>(2)</sup> 04/04/2020                           | Common<br>Stock   | 19,30                               |
| Restricted<br>Stock<br>Units                        | <u>(1)</u>  |   |   |   |   | 03/16/2018 <sup>(4)</sup> 03/16/2019                           | Common<br>Stock   | 2,347                               |
| Restricted<br>Stock<br>Units                        | <u>(1)</u>  |   |   |   |   | 03/13/2018 <sup>(2)</sup> 03/14/2020                           | Common<br>Stock   | 8,561                               |
| Stock<br>Option                                     | \$ 15.08  |   |   |   |   | 07/13/2016 <sup>(3)</sup> 09/17/2025                           | Common<br>Stock   | 5,000                               |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                 |       |
|---|---------------|-----------|-----------------|-------|
|   | Director      | 10% Owner | Officer         | Other |
| Port Michael Harry<br>32000 AURORA ROAD<br>SUITE B<br>SOLON, OH 44139 |               |           | CFO & Secretary |       |

## Signatures

/s/ Michael H.  
Port 08/17/2017

                    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) Each Restricted Stock Unit represents a contingent right to receive one share of Energy Focus, Inc. Common Stock.
- (2) Date applies to one-third of the total. Another one-third vests two years from the grant date and the final one-third vests three years from the grant date.
- (3) Date applies to one-third of the total. The remaining two-thirds vest in equal monthly installments thereafter over a two year period.
- (4) Date applies to 1,173 of the restricted stock units. The remaining 1,174 restricted stock units vest on March 16, 2019.

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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