

Energous Corp  
Form 4  
April 08, 2015

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Johnston Cesar

(Last) (First) (Middle)

3590 NORTH FIRST STREET,  
SUITE 210

(Street)

SAN JOSE, CA 95134

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
Energous Corp [WATT]

3. Date of Earliest Transaction  
(Month/Day/Year)  
04/06/2015

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

Senior VP of Engineering

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 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 Ownership (Instr. 4)
			Code	V	Amount or (D) Price		
Common Stock	04/06/2015		M		20,000 (1)	A	\$ 0 27,000 D
Common Stock	04/07/2015		S	(2)	7,900 (3)	D	\$ 8.81 19,100 D (4)

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

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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)

Table with 8 columns: 1. Title of Derivative Security, 2. Conversion or Exercise Price of Derivative Security, 3. Transaction Date, 3A. Deemed Execution Date, if any, 4. Transaction Code, 5. Number of Derivative Securities, 6. Date Exercisable and Expiration Date, 7. Title and Amount of Underlying Securities, 8. Amount or Number of Shares. Row 1: Restricted Stock units, (5), 04/06/2015, M, 20,000, (6), (6), Common Stock, 20,000.

Reporting Owners

Table with 2 main columns: Reporting Owner Name / Address, Relationships. Relationship categories: Director, 10% Owner, Officer, Other. Owner: Johnston Cesar, 3590 NORTH FIRST STREET, SUITE 210, SAN JOSE, CA 95134. Relationship: Senior VP of Engineering.

Signatures

/s/ Cesar Johnston by Patrick R. Rogers, attorney-in-fact, 04/08/2015. Includes legend for Signature and 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) Represents shares of common stock received upon settlement and delivery of a restricted stock unit award.
(2) The reporting person's sale of Energous common stock reported herein was matchable under Section 16(b) of the Securities Exchange Act of 1934...
(3) Represents shares sold pursuant to a Sell-to-Cover Rule 10b5-1 Plan on April 7, 2015 to pay withholding taxes due in connection with the settlement of certain restricted stock unit awards on April 6, 2015.
(4) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$8.73 to \$8.95, inclusive...
(5) Each restricted stock unit represents a contingent right to receive one share of common stock.
(6) Represents a restricted stock unit award granted on August 14, 2014 and partially earned and vested on November 13, 2014 and February 26, 2015 based on the satisfaction of certain performance-based vesting requirements.

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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