HARRIS RUSSELL

Form 4 May 21, 2012

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

OMB APPROVAL

Number:

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obligations

may continue.

See Instruction

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

1(b).

Common

Stock

(Print or Type Responses)

HARRIS RUSSELL S			Symbol							5. Relationship of Reporting Person(s) to Issuer			
	ECHELON CORP [ELON]						(Check all applicable)						
(Last)	(First) (I	Middle)	3. Date of	Earlies	t Tra	nsaction							
550 MEDIDIAN AVE			(Month/Day/Year)						Director 10% Owner X Officer (give title Other (specify				
550 MERIDIAN AVE			05/18/2012						below) Senior VP of Operations				
	4. If Amendment, Date Original						6. Individual or Joint/Group Filing(Check						
	Filed(Month/Day/Year)						Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person						
SAN JOSE,													
(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									lly Owned				
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	ction Date 2A. Deer Pay/Year) Execution any (Month/I		3. Transa Code (Instr.		4. Securities Acquired n(A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
Common Stock	05/18/2012			G	·	Amount 15,830	(D)	Price \$ 0	0	D			
Common Stock	05/18/2012			G	V	15,830	A	\$0	31,704	I	See footnote (2)		

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

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See

footnote (1)

(9-02)

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number.

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

1. Tit	le of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	e and	8. Price of	9. Nu
Deriv	ative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration D	ate	Amou	nt of	Derivative	Deriv
Secur	ity	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secui
(Instr	(Instr. 3) Price of			(Month/Day/Year)	(Instr. 8)	Derivative			Securities	(Instr. 5)	Bene	
		Derivative				Securities Acquired			(Instr.	3 and 4)		Owne
		Security									Follo	
		•				(A) or						Repo
						Disposed						Trans
						of (D)						(Instr
						(Instr. 3,						
						4, and 5)						
										Amount		
										Amount		
						Date	Expiration ble Date		Or			
						Exercisable		Title Number	of			
				C-J- V	(A) (D)							
					Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

HARRIS RUSSELL 550 MERIDIAN AVE SAN JOSE, CA 95126

Senior VP of Operations

Date

Signatures

/s/ Kathleen B. Bloch, attorney-in-fact for Russell Harris

05/21/2012

**Signature of Reporting Person

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) These shares are held by The Russell R. Harris 2004 Children's Trust dated April 22, 2004, of which the Reporting Person is the Settlor and his spouse, Jan Johnson Harris, is Trustee.
- (2) These shares are held by The Harris Living Trust dated March 22, 2004, of which the Reporting Person and his spouse serve as co-trustees.

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.

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