

ECHELON CORP
Form 4
August 30, 2007

FORM 4

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

OMB APPROVAL

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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 *
BRUGGINK FREDERIK

2. Issuer Name and Ticker or Trading Symbol
ECHELON CORP [ELON]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
550 MERIDIAN AVE

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
08/30/2007

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Sr. VP & GM of Ser Prov Gp

SAN JOSE, CA 95126

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

(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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 08/30/2007 | | M | | 50,000 | A | \$ 12.91 |
| Common Stock | 08/30/2007 | | S | | 100 | D | \$ 28.49 |
| Common Stock | 08/30/2007 | | S | | 400 | D | \$ 28.48 |
| Common Stock | 08/30/2007 | | S | | 300 | D | \$ 28.46 |
| Common Stock | 08/30/2007 | | S | | 100 | D | \$ 28.45 |

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| | | | | | | | |
|--------------|------------|---|-------|---|----------|---------|---|
| Common Stock | 08/30/2007 | S | 275 | D | \$ 28.44 | 279,256 | D |
| Common Stock | 08/30/2007 | S | 100 | D | \$ 28.43 | 279,156 | D |
| Common Stock | 08/30/2007 | S | 200 | D | \$ 28.42 | 278,956 | D |
| Common Stock | 08/30/2007 | S | 900 | D | \$ 28.41 | 278,056 | D |
| Common Stock | 08/30/2007 | S | 1,106 | D | \$ 28.4 | 276,950 | D |
| Common Stock | 08/30/2007 | S | 600 | D | \$ 28.39 | 276,350 | D |
| Common Stock | 08/30/2007 | S | 1,394 | D | \$ 28.38 | 274,956 | D |
| Common Stock | 08/30/2007 | S | 1,050 | D | \$ 28.37 | 273,906 | D |
| Common Stock | 08/30/2007 | S | 1,200 | D | \$ 28.36 | 272,706 | D |
| Common Stock | 08/30/2007 | S | 1,000 | D | \$ 28.35 | 271,706 | D |
| Common Stock | 08/30/2007 | S | 300 | D | \$ 28.34 | 271,406 | D |
| Common Stock | 08/30/2007 | S | 500 | D | \$ 28.33 | 270,906 | D |
| Common Stock | 08/30/2007 | S | 500 | D | \$ 28.32 | 270,406 | D |
| Common Stock | 08/30/2007 | S | 100 | D | \$ 28.31 | 270,306 | D |
| Common Stock | 08/30/2007 | S | 700 | D | \$ 28.3 | 269,606 | D |
| Common Stock | 08/30/2007 | S | 100 | D | \$ 28.29 | 269,506 | D |
| Common Stock | 08/30/2007 | S | 300 | D | \$ 28.28 | 269,206 | D |
| Common Stock | 08/30/2007 | S | 1,300 | D | \$ 28.27 | 267,906 | D |
| Common Stock | 08/30/2007 | S | 954 | D | \$ 28.26 | 266,952 | D |
| Common Stock | 08/30/2007 | S | 700 | D | \$ 28.25 | 266,252 | D |
| | 08/30/2007 | S | 8,371 | D | | 257,881 | D |

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| | | | | | | | |
|--------------|------------|---|-------|---|----------|------------------------|---|
| Common Stock | | | | | | \$ 28.24 | |
| Common Stock | 08/30/2007 | S | 1,200 | D | \$ 28.23 | 256,681 | D |
| Common Stock | 08/30/2007 | S | 1,100 | D | \$ 28.22 | 255,581 | D |
| Common Stock | 08/30/2007 | S | 700 | D | \$ 28.21 | 254,881 | D |
| Common Stock | 08/30/2007 | S | 1,200 | D | \$ 28.2 | 253,681 ⁽²⁾ | D |

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 required to respond unless the form displays a currently valid OMB control number.

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(9-02)

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 Amount of Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares |
| Employee stock option (Right to buy) | \$ 12.91 | 08/30/2007 | | M | 50,000 | ⁽¹⁾ 05/21/2008 | Common Stock 50,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| BRUGGINK FREDERIK 550 MERIDIAN AVE SAN JOSE, CA 95126 | | | Sr. VP & GM of Ser Prov Gp | |

Signatures

/s/ Oliver R. Stanfield, attorney-in-fact for Frederik
Bruggink

08/30/2007

__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).

- The Reporting Person exercised 50,000 of the 50,000 share option grant dated May 21, 2003. Previous vesting was such that this 50,000
- (1) share option vested as to 12,500 shares on May 21, 2004 and the remaining 37,500 shares vested monthly thereafter through May 21, 2007; however, on November 18, 2005 vesting was accelerated in full.
 - (2) First of two Forms 4 filed to report the Reporting Person's transactions on August 30, 2007.

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.