

ENERGY FOCUS, INC/DE

Form 3

October 01, 2013

FORM 3UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIESFiled 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 *

Â Bright Horizon Partners Inc.

(Last)

(First)

(Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)

03/18/2013

3. Issuer Name **and** Ticker or Trading Symbol
ENERGY FOCUS, INC/DE [EFOI]4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

____ Director ____X____ 10% Owner
____ Officer ____ Other
(give title below) (specify below)6. Individual or Joint/Group
Filing(Check Applicable Line)
X Form filed by One Reporting
Person
____ Form filed by More than One
Reporting PersonSEA MEADOW
HOUSE,Â BLACKBURNE
HIGHWAY, ROAD TOWN

(Street)

TORTOLAÂ BVI

(City)

(State)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned1. Title of Security
(Instr. 4)2. Amount of Securities
Beneficially Owned
(Instr. 4)3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)4. Nature of Indirect Beneficial
Ownership
(Instr. 5)Reminder: Report on a separate line for each class of securities beneficially
owned directly or indirectly.

SEC 1473 (7-02)

**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.****Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative
Security
(Instr. 4)2. Date Exercisable and Expiration
Date
(Month/Day/Year)

Date Exercisable

Expiration Date

3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

Title

Amount or
Number of4. Conversion
or Exercise
Price of
Derivative
Security5. Ownership
Form of
Derivative
Security:
Direct (D)6. Nature of
Indirect
Beneficial
Ownership
(Instr. 5)

				Shares		or Indirect (I) (Instr. 5)	
Subordinated Convertible Note	07/31/2013 ⁽¹⁾	12/31/2016 ⁽²⁾	Common Stock	\$ 1,000,000 ⁽³⁾	\$ 0.23	D	Â
Subordinated Convertible Note	09/30/2013 ⁽¹⁾	12/31/2016 ⁽²⁾	Common Stock	\$ 1,350,000 ⁽³⁾	\$ 0.23	D	Â
Subordinated Convertible Note	10/31/2013 ⁽¹⁾	12/31/2016 ⁽²⁾	Common Stock	\$ 50,000 ⁽³⁾	\$ 0.23	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Bright Horizon Partners Inc. SEA MEADOW HOUSE BLACKBURNE HIGHWAY, ROAD TOWN TORTOLAÂ BVI	Â	Â X	Â	Â

Signatures

/s/ Frank Lamanna for Bright Horizon Partners Inc. under Power of Attorney

10/01/2013

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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) Date shown is when Note first becomes convertible into Common Stock.

(2) Date shown is the maturity date of the Subordinated Convertible Note.

(3) Represents the Note principle amount, which is convertible into Common Stock at \$0.23 per share.

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.