

ACORN ENERGY, INC.

Form 4

March 18, 2016

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 *
LOEB JAN H

(Last) (First) (Middle)

LEAP TIDE CAPITAL
MANAGEMENT, 10451 MILL
RUN CIRCLE SUITE 400

(Street)

OWINGS MILLS, MD 21117

(City) (State) (Zip)

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

ACORN ENERGY, INC. [ACFN]

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

03/16/2016

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)

President and CEO

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------------|---|---|--------------------------------------|--|--|--|---|
| | | | | (A) or (D) | | | |
| | | | | Code V Amount | Price | | |

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
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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)**

| 1. Title of Derivative | 2. Conversion | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if | 4. Transaction | 5. Number of Derivative | 6. Date Exercisable and Expiration Date | 7. Title and Amount of Underlying | 8. Price | 9. Deriv |
|---------------------------|---------------|---|----------------------------------|----------------|----------------------------|--|--------------------------------------|----------|----------|
|---------------------------|---------------|---|----------------------------------|----------------|----------------------------|--|--------------------------------------|----------|----------|

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| Security (Instr. 3) | or Exercise Price of Derivative Security | any (Month/Day/Year) | Code (Instr. 8) | Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | (Month/Day/Year) | | Securities (Instr. 3 and 4) | | Secur (Instr | |
|------------------------|---|-------------------------|--------------------|--|------------------|-----|--------------------------------|--------------------|-----------------|-------------------------------------|
| | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| warrants (1) | \$ 0.13 | 03/16/2016 | P | | 35,000 | | (2) | (3) | common stock | 35,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| LOEB JAN H LEAP TIDE CAPITAL MANAGEMENT 10451 MILL RUN CIRCLE SUITE 400 OWINGS MILLS, MD 21117 | X | | President and CEO | |

Signatures

Jan Loeb 03/18/2016

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 warrants are held by Leap Tide Capital Management, LLC. The warrants were purchased pursuant to the terms of a Consulting Agreement between Leap Tide Capital Management, LLC and Acorn Energy, Inc., dated January 8, 2016. Mr. Loeb is the sole owner and

- (1) manager of Leap Tide Management, LLC, with sole voting and dispositive power over the warrants and the shares underlying the warrants. Mr. Loeb disclaims beneficial ownership of the warrants and the shares underlying the warrants except to the extent of his pecuniary interest therein.
- (2) One-fourth of the warrants are immediately exercisable; an additional one-fourth become exercisable on each of 6/16/16, 9/16/16 and 12/16/16.
- (3) The warrants expire upon the earlier of (a) 3/16/23 or (b) 18 months from the date Mr. Loeb ceases to be a director, officer, employee or consultant of Acorn Energy, Inc.
- (4) Pursuant to the terms of the Consulting Agreement, the warrants were purchased for an aggregate nominal purchase price of \$100.00.

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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