

Energous Corp
Form 4
August 16, 2016

FORM 4

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

OMB APPROVAL

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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 *
Sereda Brian J

(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)

08/12/2016

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)

Vice President and CFO

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)
			Code	V	Amount or Price		
Common Stock	08/12/2016		A		1,920 (1)	A	\$ 0 3,099 D
Common Stock	08/12/2016		F		722 (2)	D	\$ 12.88 2,377 D
Common Stock	08/12/2016		M		30,000 (3)	A	\$ 0 32,377 D
Common Stock	08/12/2016		F		11,274 (4)	D	\$ 12.88 21,103 D

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

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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)	8. Amount or Number of Shares
Restricted Stock Units	(5)	08/12/2016		M	30,000	(6) (6)	Common Stock	30,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Sereda Brian J 3590 NORTH FIRST STREET, SUITE 210 SAN JOSE, CA 95134			Vice President and CFO	

Signatures

/s/ Brian J. Sereda by Mark R. Busch,
attorney-in-fact

08/16/2016

__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).

(1) Represents shares of common stock received upon vesting of a performance share unit award granted on December 17, 2015 pursuant to the Company's 2015 Performance Share Unit Plan and partially earned on June 30, 2016 based on the satisfaction of certain performance-based vesting requirements. The performance share units vested on June 30, 2016 and the shares of common stock were delivered on August 12, 2016.

(2) Represents shares of common stock withheld to satisfy tax withholding requirements on the vesting of performance share units on June 30, 2016 and the delivery of shares of common stock with respect thereto on August 12, 2016.

(3) Represents shares of common stock received upon vesting of a restricted stock unit award that partially vested on July 13, 2016 and settled on August 12, 2016.

(4)

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Represents shares of common stock withheld to satisfy tax withholding requirements on the vesting of restricted stock units on July 13, 2016 and the settlement of shares of common stock with respect thereto on August 12, 2016.

- (5) Each restricted stock unit represents a contingent right to receive one share of common stock.
- (6) These restricted stock units vest over a period of four years in four equal annual installments on July 13 of each of 2016, 2017, 2018 and 2019.

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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