

Tu James  
Form 4  
May 01, 2013

**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

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Tu James

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

ENERGY FOCUS, INC/DE [EFOI]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)

32000 AURORA ROAD

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

04/29/2013

☒ Director ☒ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)

Executive Chairman

(Street)

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

SOLON, OH 44139

(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)
				(A) or (D)			Shares held by 5 Elements Global Fund LP
Common Stock					1,800,000	I <sup>(1)</sup>	
Common Stock					3,800,000	I <sup>(1) (2)</sup>	Shares held by 5 Elements Energy Efficiency Ltd

## Edgar Filing: Tu James - Form 4

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 Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Stock Option	\$ 0.23	04/29/2013		A		400,000		05/29/2013 <sup>(3)</sup>	04/29/2023	Common Stock	400,000
Warrant	\$ 0.54							02/27/2012	02/27/2015	Common Stock	900,000
Warrant	\$ 0.54							02/27/2012	02/27/2015	Common Stock	1,900,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Tu James 32000 AURORA ROAD SOLON, OH 44139	X	X	Executive Chairman	

## Signatures

/s/ James Tu                      05/01/2013

\_\_\_\_\_  
\*\*Signature of                      Date  
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) James Tu is Founder, Chief Executive Officer and Chief Investment Officer of 5 Elements Global Advisors, which manages the Fund.
- (2) Communal International Ltd. is a 50% owner of 5 Elements Energy Efficiency Ltd. James Tu is Co-Founder of Communal International Ltd, and has shared voting and shared dispositive power over the shares.
- (3) Date applies to 1/12th of the total, as options vest monthly over a twelve month period.

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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