

HARRIS RUSSELL
Form 4
November 19, 2010

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 *

HARRIS RUSSELL

(Last) (First) (Middle)

550 MERIDIAN AVE

(Street)

SAN JOSE, CA 95126

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

ECHELON CORP [ELON]

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

11/18/2010

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)

Senior VP of Operations

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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	11/18/2010		S		5,000 D \$ 8.9	D	14,371
Common Stock	11/18/2010		M		41,891 A \$ 7.69	D	56,262
Common Stock	11/18/2010		D		38,362 D \$ 8.87	D	17,900
Common Stock	11/18/2010		M		5,577 A \$ 7.69	D	23,477
Common Stock	11/18/2010		D		5,106 D \$ 8.87	D	18,371

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Common Stock	11/18/2010		M	2,354	A	\$ 7.69	20,725	D	
Common Stock	11/18/2010		D	2,155	D	\$ 8.87	18,570	D	
Common Stock	11/18/2010		G V	4,199	D	\$ 0	14,371	D	
Common Stock	11/18/2010		G V	4,199	A	\$ 0	4,199	I	See footnote <u>(2)</u>
Common Stock							10,000	I	See footnote <u>(1)</u>

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 Security (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Appreciation Right	\$ 7.69	11/18/2010		M	41,891	12/17/2009 12/17/2010	Common Stock	41,891	
Stock Appreciation Right	\$ 7.69	11/18/2010		M	5,577	12/17/2009 12/17/2010	Common Stock	5,577	
Stock Appreciation Right	\$ 7.69	11/18/2010		M	2,354	12/17/2009 12/17/2010	Common Stock	2,354	

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

HARRIS RUSSELL
550 MERIDIAN AVE
SAN JOSE, CA 95126

Senior VP of Operations

Signatures

/s/ Oliver R. Stanfield, attorney-in-fact for Russell
Harris

11/19/2010

__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) These shares are held by The Russell R. Harris 2004 Children's Trust dated April 22, 2004, of which the Reporting Person is the Settlor and his spouse is Trustee.
- (2) These shares are held by The Harris Living Trust dated March 22, 2004, of which the Reporting Person and his spouse, Jan Johnson Harris, serve as co-trustees.

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.