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Form 4						
November 18, 2016						
FORM 4 UNITED STATE	S SECURITIES AND EXCHANGE	COMMISSION		PPROVAL		
	Washington, D.C. 20549		OMB Number:	3235-0287		
Check this box if no longer	OF CHANGES IN BENEFICIAL OV	Expires:	January 31, 2005			
Section 16. Form 4 or	Estimated a burden hou response	average Irs per				
obligations may continue. Section 17(a) of the	 Section 16(a) of the Securities Exchance Public Utility Holding Company Act a) of the Investment Company Act of 1 	of 1935 or Section	1			
(Print or Type Responses)						
1. Name and Address of Reporting Person <u>*</u> EDWARDS BRUCE C	2. Issuer Name and Ticker or Trading Symbol LANTRONIX INC [LTRX]	5. Relationship of Reporting Person(s) to Issuer				
	(Check	eck all applicable)				
(Last) (First) (Middle)	3. Date of Earliest Transaction (Month/Day/Year)	X Director	10%	Owner		
C/O LANTRONIX, 7535 IRVINE CENTER DRIVE, SUITE 100	11/16/2016	Officer (give titleOther (specify below) below)				
(Street)	4. If Amendment, Date Original	6. Individual or Jo	int/Group Filir	ng(Check		
IRVINE, CA 92618	Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by O Form filed by M Person				
(City) (State) (Zip)	Table I - Non-Derivative Securities A	cquired, Disposed of	, or Beneficial	lly Owned		
(Instr. 3) any	med3.4. Securitieson Date, ifTransactionAcquired (A) or CodeDisposed of (D)Day/Year)(Instr. 8)(Instr. 3, 4 and 5)	SecuritiesForBeneficially(IOwned(I	orm: Direct D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
	(A) or Code V Amount (D) Price	Transaction(s) (Instr. 3 and 4)				
Reminder: Report on a separate line for each	class of securities beneficially owned directly o	or indirectly.				
	information cont required to resp	spond to the collect ained in this form a ond unless the forn ntly valid OMB cont	are not n	EC 1474 (9-02)		

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of	8.1
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities	De
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Sec

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr.	8)	Acquired or Dispos (D) (Instr. 3, 4 and 5)	ed of				
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	<u>(1)</u>	11/16/2016		А		10,000		<u>(1)</u>	(1)	Common Stock	10,000

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
EDWARDS BRUCE C C/O LANTRONIX 7535 IRVINE CENTER DRIVE, SUITE 100 IRVINE, CA 92618	Х					
Signatures						
/s/ Jeremy Whitaker, Attorney-in-fact for Bruc Edwards	e	11/18	/2016			
**Signature of Reporting Person		Da	te			

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 restricted stock units ("RSUs") will vest at the rate of one half (1/2) of the shares vesting six (6) months following the Grant Date and (1) one half (1/2) of the shares vesting on the first anniversary of the Grant Date, such that the RSUs will be fully (100%) vested after one (1) year.

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.

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