## Edgar Filing: TELKONET INC - Form 4

TELKONET Form 4	INC										
September 01	1, 2015										
	FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							COMMISSION		PPROVAL 3235-0287	
Check thi if no long subject to Section 10 Form 4 or Form 5 obligation may conti <i>See</i> Instru 1(b).	er <b>STATI</b> 6. Filed p <sup>15</sup> Section 1	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								January 31. 2005 average rs per 0.5	
(Print or Type R	lesponses)										
Davis William H Symbol				r Name <b>and</b> Ticker or Trading NET INC [TKOI]				5. Relationship of Reporting Person(s) to Issuer			
(Month/I			3. Date of (Month/Da 09/01/20	- 2015				(Check all applicable) <u>X</u> Director Officer (give title below) below) (Check all applicable) 10% Owner Director below)			
Filed(Mon				ndment, Date Original th/Day/Year)				<ul> <li>6. Individual or Joint/Group Filing(Check Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>			
WAUKESH	A, WI 53186							Person		porting	
(City)	(State)	(Zip)	Table	e I - Non-D	erivative S	Securi	ities Acc	quired, Disposed of	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, if any (Month/Day/Year)		on Date, if	Code (D) (Instr. 8) (Instr. 3, 4 and 5)			Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
Common Stock	09/01/2015			Code V P	Amount 6,818 (1)	(A) or (D) A	Price \$ 0.23	Transaction(s) (Instr. 3 and 4) 1,437,621	D		

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.

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

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

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1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)		4. Transactio	5. Mumber	6. Date Exer Expiration D			le and unt of	8. Price of Derivative	9. Nu Deriv
Security	or Exercise	(Wohaw Day, Tear)	any	Code	of	(Month/Day/Year)		Unde	rlying	Security	Secu
(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3,	Derivative Securities Acquired A) or Disposed of (D)		Secur (Instr	ities . 3 and 4)	(Instr. 5)	Bene Owne Follo Repo Trans (Instr
					4, and 5)						
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Davis William H 20800 SWENSON DR. SUITE 175 WAUKESHA, WI 53186	Х							
Signatures								
/s/ James J. Schilling, power of attorney	(	09/01/2015						
**Signature of Reporting Person		Date						
Explanation of Responses:								

## **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) Table I, Item 4 -- Represents purchase by the reporting person on the open market per Rule 10b 5-1.

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.