

ECHELON CORP  
Form SC 13G/A  
March 10, 2015

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

**SCHEDULE 13G/A**  
**Under the Securities Exchange Act of 1934**  
**(Amendment No. 1)\***

**Echelon Corporation**

**(Name of Issuer)**

**Common Stock, \$0.01 par value**

**(Title of Class of Securities)**

**27874N 10 5**

**(CUSIP Number)**

**12/31/14**

**(Date of Event which Requires Filing of this Statement)**

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 ( Act ) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 27874N 10 5

1. Names of Reporting Persons.

Barbara S. Oshman

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a) " (b) "

3. SEC Use Only

4. Citizenship or Place of Organization

United States of America

5. Sole Voting Power

Number of 2,513,793

6. Shared Voting Power

Shares  
Beneficially  
Owned by

0

Each 7. Sole Dispositive Power

Reporting  
Person

2,513,793

With: 8. Shared Dispositive Power

0

9. Aggregate Amount Beneficially Owned by Each Reporting Person

2,513,793

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares

11. Percent of Class Represented by Amount in Row (9)

5.7%  
12. Type of Reporting Person

IN

**Item 1.**

- (a) Name of Issuer: Echelon Corporation
- (b) Address of Issuer's Principal Executive Offices: 550 Meridian Avenue, San Jose, CA 95126

**Item 2.**

- (a) Name of Person Filing: Barbara S. Oshman
- (b) Address of Principal Business Office or, if none, Residence: 545 Middlefield Road, Suite 165, Menlo Park, CA 94025
- (c) Citizenship: United States of America
- (d) Title of Class of Securities: Common Stock, \$0.01 par value
- (e) CUSIP Number: 27874N 10 5

**Item 3. If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:**

Not applicable.

**Item 4. Ownership**

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

- (a) Amount beneficially owned: 2,513,793 shares\*
- (b) Percent of class: 5.7%, based on 43,983,651 outstanding shares of Common Stock of the Issuer as of December 31, 2014.
- (c) Number of shares as to which the person has:

- (i) Sole power to vote or to direct the vote: 2,513,793 shares\*
- (ii) Shared power to vote or to direct the vote: 0 shares
- (iii) Sole power to dispose or to direct the disposition of: 2,513,793 shares\*
- (iv) Shared power to dispose or to direct the disposition of: 0 shares

\* As of December 31, 2014 and following the death of M. Kenneth Oshman on August 6, 2011, shares were held by the following trusts, of which Barbara S. Oshman serves as sole trustee: (i) 2,461,400 by the M. Kenneth and Barbara S. Oshman Trusts dated July 10, 1979; and (ii) 52,393 by the Peter Lawrence Oshman 2010 Trust.

**Item 5. Ownership of Five Percent or Less of a Class**

Not applicable.

**Item 6. Ownership of More than Five Percent on Behalf of Another Person**

Not applicable.

**Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Control Person**

Not applicable.

**Item 8. Identification and Classification of Members of the Group**

Not applicable.

**Item 9. Notice of Dissolution of Group**

Not applicable.

**Item 10. Certifications**

Not applicable.

**SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

March 10, 2015

Date

/s/ Barbara S. Oshman

Signature

Barbara S. Oshman

Name/Title