Staran Michael Edward Form 4/A May 18, 2012

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

3235-0287

Expires:

January 31, 2005

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response...

subject to Section 16. Form 4 or Form 5 obligations

may continue.

Check this box

if no longer

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

See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* Staran Michael Edward

2. Issuer Name and Ticker or Trading Symbol

Issuer

ENOVA SYSTEMS INC [ENA]

(Check all applicable)

(First) (Middle) (Last)

3. Date of Earliest Transaction

Director 10% Owner

5. Relationship of Reporting Person(s) to

(Month/Day/Year) 12/19/2011

Officer (give title Other (specify below) below)

1560 WEST 190TH STREET

CHIEF EXECUTIVE OFFICER

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

Applicable Line)

12/21/2011

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

(Instr. 4)

Person

TORRANCE, CA 90501

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year)

Execution Date, if

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D)

5. Amount of Securities Beneficially Owned

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (T)

(Instr. 4)

(A)

(Instr. 8)

Following Reported Transaction(s)

(Instr. 3 and 4)

Code V Amount (D) Price

(Instr. 3, 4 and 5)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)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)

1. Title of Derivative Conversion Security or Exercise

3. Transaction Date 3A. Deemed (Month/Day/Year)

Execution Date, if any

4. 5. Number of TransactionDerivative Code Securities

6. Date Exercisable and **Expiration Date** (Month/Day/Year)

7. Title and Amount of **Underlying Securities** (Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	Disposed o	uired (A) or bosed of (D) tr. 3, 4, and				
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy)	\$ 0.19 (1)	12/19/2011	12/19/2011	A	300,000		(2)	12/18/2014	Common Stock	300,000

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Staran Michael Edward 1560 WEST 190TH STREET TORRANCE, CA 90501

CHIEF EXECUTIVE OFFICER

#### **Signatures**

/s/ John Micek, Chief Financial
Officer

05/18/2012

\*\*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).
- The exercise price of the options will be the greater of: a) the effective share value of the Company's stock determined on a five-day Volume-Weighted Average Closing Price ("VWAP") as traded on the NYSE Amex for such five day trading period after a capital raising has been completed by the Company; or b) the fair market value of the common shares of the Company determined in accordance with the Plan based on the last reported sale price as traded on the NYSE Amex as of the date of grant.
  - The options will only vest in the event that: a) the Company is sold during the Term for a price that results in proceeds to the Company's shareholders for each outstanding share of Common Stock equal to or greater in value than at least twice the exercise price; or b) during any ten (10) day trading period during the Term when the Company's common shares have a VWAP for such ten (10) day trading period
- (2) equal to or greater than twice the exercise price based on the average of the closing bid and asked prices of the Company's Common Stock if quoted in the Over-The-Counter or similar market or the last reported sale price of the Common Stock or the closing price quoted on the NYSE Amex or any other U.S. exchange on which the Common Stock is then listed, as published in the Western Edition of The Wall Street Journal. This filing amends the exercisable date inadvertently reported as 3/31/12.

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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