

ECHELON CORP

Form 4

August 13, 2007

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Check this box
if no longer
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Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
STANFIELD OLIVER R

(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)
08/09/2007

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)

Executive VP and CFO

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	08/09/2007		S	200	D \$ 31.18 3,775	I	See footnote (1)
Common Stock	08/09/2007		S	300	D \$ 31.17 3,475	I	See footnote (1)
Common Stock	08/09/2007		S	200	D \$ 31.15 3,275	I	See footnote (1)
Common Stock	08/09/2007		S	100	D \$ 31.14 3,175	I	See footnote

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								<u>(1)</u>
Common Stock	08/09/2007	S	100	D	\$ 31.12	3,075	I	See footnote <u>(1)</u>
Common Stock	08/09/2007	S	200	D	\$ 31.09	2,875	I	See footnote <u>(1)</u>
Common Stock	08/09/2007	S	100	D	\$ 31.05	2,775	I	See footnote <u>(1)</u>
Common Stock	08/09/2007	S	100	D	\$ 31.02	2,675	I	See footnote <u>(1)</u>
Common Stock	08/09/2007	S	1,225	D	\$ 31	1,450	I	See footnote <u>(1)</u>
Common Stock	08/09/2007	S	100	D	\$ 30.76	1,350	I	See footnote <u>(1)</u>
Common Stock	08/09/2007	S	200	D	\$ 30.74	1,150	I	See footnote <u>(1)</u>
Common Stock	08/09/2007	S	600	D	\$ 31.79	550	I	See footnote <u>(1)</u>
Common Stock	08/09/2007	S	100	D	\$ 31.785	450	I	See footnote <u>(1)</u>
Common Stock	08/09/2007	S	100	D	\$ 31.22	350	I	See footnote <u>(1)</u>
Common Stock	08/09/2007	S	100	D	\$ 31.2	250 <u>(4)</u>	I	See footnote <u>(1)</u>
Common Stock	08/13/2007	S	<u>2,000</u> <u>(3)</u>	D	\$ 27.05	529,475 <u>(4)</u>	I	See footnote <u>(2)</u>
Common Stock						130,600 <u>(4)</u>	D	

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 Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
								Amount or Number of Shares	
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