ENOVA SYSTEMS INC

Form 4

December 21, 2011

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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Check this box

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

2. Issuer Name and Ticker or Trading

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * **MICEK JOHN**

(Middle)

5. Relationship of Reporting Person(s) to Issuer

Symbol ENOVA SYSTEMS INC [ENA]

12/19/2011

(Check all applicable)

(Last)

(First)

3. Date of Earliest Transaction

_X__ Director

10% Owner Other (specify

300 HAMILTON

(Street)

(Month/Day/Year)

X_ Officer (give title below)

below)

AVENUE, FOURTH FLOOR

4. If Amendment, Date Original

(Instr. 8)

6. Individual or Joint/Group Filing(Check

Applicable Line) _X_ Form filed by One Reporting Person

Chief Financial Officer

Filed(Month/Day/Year)

Form filed by More than One Reporting

(Instr. 4)

Person

PALO ALTO, CA 94301

(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 Following

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

(A)

(Instr. 3, 4 and 5)

Reported Transaction(s)

(Instr. 3 and 4) Code V Amount (D) Price

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.

SEC 1474 (9-02)

(Instr. 4)

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 Underlying Securities (Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8	Di	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amou: Number Shares
Stock option (right to buy)	\$ 0.19 (1)	12/19/2011	12/19/2011	A	2.	50,000		03/31/2012(2)	12/19/2014	Common stock	250,0

Reporting Owners

Reporting Owner Name / Address	Relationships						
• 0	Director	10% Owner	Officer	Other			
MICEK JOHN							
300 HAMILTON AVENUE FOURTH FLOOR	X		Chief Financial Officer				

Signatures

PALO ALTO, CA 94301

John Micek, Chief Financial
Officer
12/21/2011

**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).
- (1) 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.
- 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 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, whichever is applicable, as published in the

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

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.

Western Edition of The Wall Street Journal (or such other reference reasonably relied upon by the Company if not so published).

Reporting Owners 2