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

OMB APPROVAL					
DMB Number:	3235-0287				
Estimated average burden					
ours per respon-	se 0.5				

Check this box if no longer subject to 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 or Section 30(h) of the Investment Company Act of 1940

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2/2018	(Monui/Da	iy/ i eai )		V		(4)		(Instr. 3 and 4)		ı(s)	Direct (D)	Beneficial Ownership
				ı,	Amoun	(A) or t (D)	Price					(Instr. 4)
2/2018			A		26,929 (1) (2)	A S	0 0	97,741			D	
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3/2018			S(3)		11,353 (4)	$ D ^2$	3.669 5)	111,388			D	
h class of secur	rities bene	ficially o	owned dia	ectly	or							
				con	ntained i	n this fo	orm are	e not req	uired to re	spond un	less	EC 1474 (9- 02)
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rative Conversion Date Execution Date, if Transaction of		and (M	and Expiration Date (Month/Day/Year)  Au Un Se (II		Amo Und Secu	derlying str. 3 and Derivative Security (Instr. 5)		Derivative Securities Beneficially Owned Following Reported Transaction(s)	Ownersl Form of Derivati Security Direct (I or Indirect)	Beneficial Ownershi (Instr. 4)		
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2	3A. Deemed Execution Da	(e.g., puts, of 3A. Deemed 4. Execution Date, if any (Month/Day/Year) (Inst	(e.g., puts, calls, wa 3A. Deemed Execution Date, if any (Month/Day/Year)  (Instr. 8)	(e.g., puts, calls, warrants, of GAA. Deemed Execution Date, if any (Month/Day/Year)  (Month/Day/Year)  (Instr. 8)  5. Number of Derivative Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Table II - Derivative Securities Acquired, I  (e.g., puts, calls, warrants, option  3A. Deemed Execution Date, if Transaction of Code Derivative (Instr. 8)  (Month/Day/Year)  (Instr. 8)  (Instr. 3, 4, and 5)  (Day Corthe	Contained in the form distance of the form distance	Contained in this fet the form displays at the form	Contained in this form are the form displays a curre  Table II - Derivative Securities Acquired, Disposed of, or Beneficial (e.g., puts, calls, warrants, options, convertible securities)  3A. Deemed 4. 5. Number of and Expiration Date (Instr. 8) Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)  Date Expiration Date (Instr. 3)  Date Expiration Date (Expiration Date)  Title	Contained in this form are not required the form displays a currently valid  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  3A. Deemed 4. 5. Number of Code Derivative (Month/Day/Year)  (Instr. 8) Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)  Date Expiration Date (Instr. 3 and 4)  Amount or Number of Title Part or Number of Securities (Instr. 3 and 4)	Contained in this form are not required to rethe form displays a currently valid OMB cor  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  3A. Deemed 4. 5. Number of Code Derivative (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Instr. 8)  Date Expiration Date (Instr. 3 and 4)  Date Exercisable Expiration Date (Instr. 5)  Amount or Number of N	Contained in this form are not required to respond un the form displays a currently valid OMB control number of the form displays a currently valid OMB control numbers.  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  3A. Deemed	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)  3A. Deemed 4. 5. Number of Code Derivative (Month/Day/Year)

Donation Owner Many / Address	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
Gaulding John C/O ENERGOUS CORPORATION 3590 NORTH FIRST STREET, SUITE 210 SAN JOSE, CA 95134	X					

# **Signatures**

/s/ Bill Mannina, Attorney-in-Fact	01/04/2018
**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) Each Restricted Stock Unit ("RSU") represents a contingent right to receive one share of common stock.
- The RSU vests in three equal annual installments on January 2, 2019, 2020, and 2021, subject to the reporting person's continued service to the Issuer. The RSU was granted to the Reporting Person on January 2, 2018 pursuant to the Company's nonemployee director compensation policy.
- (3) This transaction was effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person.
- Represents the number of shares required to be sold by the reporting person to cover tax withholding obligations in connection with the vesting of a restricted stock unit
- (4) grant that was previously reported in Table I on the Form 4 filed on June 16, 2017. This sale is mandated by the Issuer's election under its equity incentive plans to require the satisfaction of tax withholding obligations to be funded by a "sell to cover" transaction and does not represent a discretionary trade by the reporting person.
- Represents a weighted average sales price per share. These shares were sold in multiple transactions at prices ranging from \$23.57 to \$23.89 per share. The Reporting (5) Person has provided to the Issuer, and undertakes to provide to the staff of the Securities and Exchange Commission or any security holder of the Issuer, upon request, full information regarding the number of shares purchased at each separate price within the range.

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.