

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Johnston Cesar</u>			2. Issuer Name and Ticker or Trading Symbol <u>Energous Corp [WATT]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Senior VP of Engineering</u>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>12/31/2015</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
3590 NORTH FIRST STREET, SUITE 210			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street) <u>SAN JOSE CA 95134</u>								
(City) (State) (Zip)								

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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	02/17/2016		A		1,520 ⁽¹⁾	A	\$0.00	37,740	D	
Common Stock	02/19/2016		M		6,250 ⁽²⁾	A	\$0.00	43,990	D	
Common Stock	02/19/2016		M		1,500 ⁽³⁾	A	\$0.00	45,490	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Performance Share Units	(4)	12/31/2015		A		1,520		(5)	(5)	Common Stock	1,520	\$0.00	1,636	D	
Restricted Stock Units	(6)	02/19/2016		M			6,250	(7)	(7)	Common Stock	6,250	\$0.00	6,250	D	
Restricted Stock Units	(6)	02/19/2016		M			1,500	(8)	(8)	Common Stock	1,500	\$0.00	0	D	

Explanation of Responses:

- Represents shares of common stock received upon vesting of a performance share unit award granted on May 21, 2015 pursuant to the Company's 2015 Performance Share Unit Plan and partially earned on December 31, 2015 based on the satisfaction of certain performance-based vesting requirements. The performance share units vested on December 31, 2015 and the shares of common stock were delivered on February 17, 2016.
- Represents shares of common stock received upon vesting of a restricted stock unit award that partially vested on February 16, 2016 and settled on February 19, 2016.
- Represents shares of common stock received upon vesting of a restricted stock unit award that vested on May 31, 2015 and settled on February 19, 2016.
- Each performance share unit represents a contingent right to receive one share of common stock.
- Represents a performance share unit award granted on May 21, 2015 pursuant to the Company's 2015 Performance Share Unit Plan and partially earned on December 31, 2015 based on the satisfaction of certain performance-based vesting requirements. The performance share units vest on December 31, 2018.
- Each restricted stock unit represents a contingent right to receive one share of common stock.
- Represents a restricted stock unit award granted on December 17, 2015 that partially vested on February 16, 2016 and settled on February 19, 2016. The restricted stock unit award vests as follows: one-half on February 16, 2016 and the remaining one-half on October 22, 2016.
- Represents a restricted stock unit award granted on May 21, 2015 that vested on May 31, 2015 and settled on February 19, 2016.

Remarks:

/s/ Cesar Johnston by Patrick J. Rogers, attorney-in-fact 02/19/2016

** Signature of Reporting Person Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.