#### LANTRONIX INC Form 4

August 23, 2013

### 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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**OMB APPROVAL** 

Check this box if no longer subject to Section 16.

Form 4 or Form 5 obligations may continue.

See Instruction

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

(Print or Type Responses)

1(b).

1. Name and Address of Reporting Person \* Fink Michael Andrew

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Vice President of Operations

below)

LANTRONIX INC [LTRX]

(Last)

(First) (Middle)

2. Transaction Date 2A. Deemed

3. Date of Earliest Transaction

(Month/Day/Year)

3.

08/22/2013

X\_ Officer (give title

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

below)

10% Owner Other (specify

C/O LANTRONIX, 167 **TECHNOLOGY DRIVE** 

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

6. Individual or Joint/Group Filing(Check

Director

Applicable Line)

**IRVINE, CA 92618** 

1. Title of

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

(City) (State) (Zip)

(Street)

Security (Month/Day/Year) Execution Date, if TransactionAcquired (A) or (Instr. 3) Code Disposed of (D) (Instr. 3, 4 and 5) (Month/Day/Year) (Instr. 8)

5. Amount of 6. Ownership Securities Form: Direct Beneficially Owned (I) Following (Instr. 4) Reported

Transaction(s)

Indirect (D) or Indirect Beneficial Ownership (Instr. 4)

7. Nature of

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

(A)

4. Securities

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 3. Transaction Date 3A. Deemed Derivative Conversion (Month/Day/Year) Execution Date, if Security or Exercise any

4. 5. Number of TransactionDerivative Code Securities

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

7. Title and Amount of 8 **Underlying Securities** (Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security	vative		(Instr. 8	or I	str. 3, 4,	d of				
				Code	V (	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to buy)	\$ 1.56	08/22/2013		A	20	,000		<u>(1)</u>	08/22/2020	Common Stock	20,000

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Fink Michael Andrew C/O LANTRONIX 167 TECHNOLOGY DRIVE IRVINE, CA 92618

Vice President of Operations

## **Signatures**

/s/ Jeremy Whitaker, Attorney-in fact for Michael Fink

08/23/2013

\*\*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 option vests according to the following schedule: 25% of the option (5,000 shares) vests on the first anniversary of the grant date and the remainder of the option (15,000 shares) shall vest ratably each month thereafter over a period of 36 months.

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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