Edgar Filing: KROSS PETER T - Form 4

| KROSS PET | ER T | | | | | | | | | |
|--|---|--|---|--|---|----------------------|--|--|--|--|
| Form 4 | 0 | | | | | | | | | |
| April 02, 201 | | | | | | | | | PPROVAL | |
| FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 | | | | | | | | | 3235-0287 | |
| Check this box if no longer subject to STATEMENT OF CHANC | | | | GES IN BENEFICIAL OWNERSHIP OF SECURITIES | | | | | Expires: January 31 2005 Estimated average burden hours per | |
| Form 4 or Form 5 obligation may conti <i>See</i> Instru 1(b). | Filed purs s Section 17(a | suant to Section a) of the Public 30(h) of the | Utility Hold | ling Com | pany | Act of | f 1935 or Sectio | response n | 0.5 | |
| (Print or Type R | esponses) | | | | | | | | | |
| KROSS PETER T Symbol | | | uer Name and 1 CONET INC | | | g | 5. Relationship of Reporting Person(s) to Issuer | | | |
| | | | of Earliest Tr | - | 5D] | | (Check all applicable) | | | |
| 20800 SWEI | onth/Day/Year) 31/2019 | | | | _X_Director10% Owner Officer (give titleOther (specify below)below) | | | | | |
| | | | Amendment, Date Original Month/Day/Year) | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person | | | |
| WAUKESH | A, WI 53186 | | | | | | Form filed by N Person | Iore than One Re | eporting | |
| (City) | (State) (| (Zip) Ta | ible I - Non-D | erivative S | ecurit | ties Acc | quired, Disposed of | f, or Beneficial | ly Owned | |
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, any (Month/Day/Yea | on Date, if Transaction(A Code (D /Day/Year) (Instr. 8) (In | | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | | |
| Common Stock | 03/31/2019 | | Code V A | Amount 73,077 | (D) A | Price (<u>1)</u> | 5,701,806 | D | | |

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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

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| | itle of vative | 2. Conversion | 3. Transaction Date (Month/Day/Year) | | 4. Transactio | 5. onNumber | 6. Date Exer Expiration D | | 7. Tit Amou | | 8. Price of Derivative | 9. Nu Deriv |
|-------|-------------------|------------------|---|------------------|------------------|----------------|------------------------------|------------|----------------|------------|---------------------------|----------------|
| Secu | ırity | or Exercise | • | any | Code | of | (Month/Day/ | Year) | Unde | rlying | Security | Secu |
| (Inst | tr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Derivativ | e | | Secur | ities | (Instr. 5) | Bene |
| | | Derivative | | | | Securities | 8 | | (Instr | . 3 and 4) | | Owne |
| | | Security | | | | Acquired | | | | | | Follo |
| | | | | | | (A) or | | | | | | Repo |
| | | | | | | Disposed | | | | | | Trans |
| | | | | | | of (D) | | | | | | (Instr |
| | | | | | | (Instr. 3, | | | | | | |
| | | | | | | 4, and 5) | | | | | | |
| | | | | | Code V | (A) (D) | Date | Expiration | Title | Amount | | |
| | | | | | | | Exercisable | Date | | or | | |
| | | | | | | | | | | Number | | |
| | | | | | | | | | | of | | |
| | | | | | | | | | | Shares | | |
| | | | | | | | | | | | | |
| | | | | | | | | | | | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | | |
|--|---------------|-----------|---------|-------|--|--|--|--|
| | Director | 10% Owner | Officer | Other | | | | |
| KROSS PETER T 20800 SWENSON DR. SUITE 175 WAUKESHA, WI 53186 | Х | | | | | | | |
| Signatures | | | | | | | | |
| /s/ Richard E. Mushrush, by Power o Attorney | . 04/02/2019 | | | | | | | |
| **Signature of Reporting Person | | Da | ite | | | | | |
| Explanation of Responses: | | | | | | | | |

analion of nesponses.

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).

Item 4, Table I -- Shares issued pursuant to the Telkonet, Inc. director compensation policy pursuant to which non-employee directors are compensated Three Thousand Dollars (\$3,000) per month to be accrued and paid through the issuance of unrestricted Telkonet, Inc. common stock, par value, \$0.001, each monthly component to be valued at the closing price of the Company's common stock as of the

(1) 15th of such month (or as of the next succeeding business day if such date is not a trading date) rounded down to the nearest whole share. The shares reported here are for service in the months of January, February and March are priced at \$0.12, \$0.12 and \$0.13 per share, the closing price of a share of common stock on January 15, 2019, February 15, 2019 and March 15, 2019, respectively.

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.