Edgar Filing: Williamson Mark C - Form 4

Williamson I Form 4	Mark C										
August 26, 2		STATES					NGE CO	OMMISSION	OMB	PROVAL 3235-0287	
Section 16. SECURITIES burden how							Expires: Estimated a burden hour response	January 31, 2005 verage			
(Print or Type I	Responses)										
Williamson Mark C Symbol				N ENERGY SYSTEMS, INC.				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Mc			(Month/I	Date of Earliest Transaction Ionth/Day/Year) B/26/2010				_X_ Director 10% Owner Officer (give title Other (specify below)			
Filed(Mo							6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting				
MADISON							-	Person		porting	
(City)	(State)	(Zip)					-	ired, Disposed of,		-	
			Date, if	3. 4. Securities Acquired (A Transactionor Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A)			D)	 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) 	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
_				Code V	Amount	or (D)	Price \$	(Instr. 3 and 4)			
Common Stock	08/26/2010			Р	10,000	А	2.2058 (1)	10,000	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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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. Transactio Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration Date Underlyi (Month/Day/Year) (Instr. 3 a		7. Title and A Underlying S (Instr. 3 and	Securities	8. De Se (Ir
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Options (right to buy)	\$ 3.78					05/19/2010 <u>(2)</u>	05/19/2019	Common Stock	10,583	
Stock Options (right to buy)	\$ 3.46					05/18/2011 <u>(3)</u>	05/18/2020	Common Stock	19,912	

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Williamson Mark C 123 E. MAIN ST., SUITE 202 MADISON, WI 53703	Х						
Signatures							
/s/ Steven R. Barth, Attorney-in-Fact		08/26/2010					
**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).
- The price in Column 4 is a weighted average price. The prices actually received ranged from \$2.15 to \$2.22. The reporting person has
 (1) provided to the issuer, and will provide to any security holder of the issuer, or the SEC staff, upon request, information regarding the number of shares sold at each price within the range for all transactions reported in this Form 4 utilizing an average weighted price.
- (2) Grant to reporting person of option to buy shares under the 2004 Stock and Incentive Awards Plan. This option, granted May 19, 2009, vests and becomes exercisable in three equal installments on May 19, 2010, 2011 and 2012, respectively.
- (3) Grant to reporting person of option to buy shares under the 2004 Stock and Incentive Awards Plan. This option, granted May 18, 2010, vests and becomes exercisable in three equal installments on May 18, 2011, 2012 and 2013, 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.