

ENOVA SYSTEMS INC  
Form 5  
December 04, 2009

**FORM 5**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).  
Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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

1. Name and Address of Reporting Person \*  
**SHELL ASSET MANAGEMENT CO**  
  
(Last) (First) (Middle)

2. Issuer Name and Ticker or Trading Symbol  
**ENOVA SYSTEMS INC [ENA]**  
  
3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
**12/31/2008**

5. Relationship of Reporting Person(s) to Issuer  
  
(Check all applicable)  
  
 Director  10% Owner  
 Officer (give title below)  Other (specify below)

**SIR WINSTON CHURCHILLAAN**  
**366 H, 2285 SJ RIJSWIJK ZH**  
  
(Street)

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

6. Individual or Joint/Group Reporting  
  
(check applicable line)

**THE NETHERLANDS**

Form Filed by One Reporting Person  
 Form Filed by More than One Reporting Person

(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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	08/29/2008	Â	P4	89,750 A \$ 2.2	2,880,000	I	By various pension plans <sup>(1)</sup>
Common Stock	08/29/2008	Â	P4	62,750 A \$ 2.2	2,880,000	I	By various pension plans <sup>(1)</sup>

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Common Stock	09/01/2008	Â	P4	122,333	A	\$ 2.18	2,880,000	I	By various pension plans <sup>(1)</sup>
Common Stock	09/01/2008	Â	P4	77,667	A	\$ 2.18	2,880,000	I	By various pension plans <sup>(1)</sup>
Common Stock	09/02/2008	Â	P4	2,938	A	\$ 2.5196	2,880,000	I	By various pension plans <sup>(1)</sup>
Common Stock	09/02/2008	Â	P4	1,862	A	\$ 2.5196	2,880,000	I	By various pension plans <sup>(1)</sup>
Common Stock	09/03/2008	Â	P4	5,657	A	\$ 2.3968	2,880,000	I	By various pension plans <sup>(1)</sup>
Common Stock	09/03/2008	Â	P4	3,591	A	\$ 2.3968	2,880,000	I	By various pension plans <sup>(1)</sup>
Common Stock	09/05/2008	Â	P4	734	A	\$ 2.4539	2,880,000	I	By various pension plans <sup>(1)</sup>
Common Stock	09/05/2008	Â	P4	466	A	\$ 2.4539	2,880,000	I	By various pension plans <sup>(1)</sup>
Common Stock	09/08/2008	Â	P4	4,771	A	\$ 2.5327	2,880,000	I	By various pension plans <sup>(1)</sup>
Common Stock	09/08/2008	Â	P4	3,029	A	\$ 2.5327	2,880,000	I	By various pension plans <sup>(1)</sup>
Common Stock	09/09/2008	Â	P4	7,221	A	\$ 2.3324	2,880,000	I	By various pension plans <sup>(1)</sup>
	09/09/2008	Â	P4	4,584	A		2,880,000	I	

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Common Stock						\$ 2.3324			By various pension plans <sup>(1)</sup>
Common Stock	09/10/2008	Â	P4	17,738	A	\$ 2.2093	2,880,000	I	By various pension plans <sup>(1)</sup>
Common Stock	09/10/2008	Â	P4	11,262	A	\$ 2.2093	2,880,000	I	By various pension plans <sup>(1)</sup>
Common Stock	09/12/2008	Â	P4	6,178	A	\$ 2.1753	2,880,000	I	By various pension plans <sup>(1)</sup>
Common Stock	09/12/2008	Â	P4	3,922	A	\$ 2.1753	2,880,000	I	By various pension plans <sup>(1)</sup>
Common Stock	09/16/2008	Â	P4	4,529	A	\$ 2.1762	2,880,000	I	By various pension plans <sup>(1)</sup>
Common Stock	09/16/2008	Â	P4	2,876	A	\$ 2.1762	2,880,000	I	By various pension plans <sup>(1)</sup>
Common Stock	09/17/2008	Â	P4	3,731	A	\$ 2.1093	2,880,000	I	By various pension plans <sup>(1)</sup>
Common Stock	09/17/2008	Â	P4	2,369	A	\$ 2.1093	2,880,000	I	By various pension plans <sup>(1)</sup>
Common Stock	09/18/2008	Â	P4	9,175	A	\$ 1.95	2,880,000	I	By various pension plans <sup>(1)</sup>
Common Stock	09/18/2008	Â	P4	5,825	A	\$ 1.95	2,880,000	I	By various pension plans <sup>(1)</sup>
	09/19/2008	Â	P4	14,526	A		2,880,000	I	

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Common Stock						\$ 1.9003			By various pension plans <sup>(1)</sup>
Common Stock	09/19/2008	Â	P4	9,224	A	\$ 1.9003	2,880,000	I	By various pension plans <sup>(1)</sup>
Common Stock	09/22/2008	Â	P4	2,700	A	\$ 1.9774	2,880,000	I	By various pension plans <sup>(1)</sup>
Common Stock	09/24/2008	Â	P4	2,600	A	\$ 2.0519	2,880,000	I	By various pension plans <sup>(1)</sup>
Common Stock	09/26/2008	Â	P4	3,700	A	\$ 2.1338	2,880,000	I	By various pension plans <sup>(1)</sup>
Common Stock	09/30/2008	Â	P4	2,815	A	\$ 2.2569	2,880,000	I	By various pension plans <sup>(1)</sup>

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.**

SEC 2270 (9-02)

**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 Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. of
					(A) (D)	Date Exercisable Expiration Date	Title	Amount or Number of Shares	

# Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SHELL ASSET MANAGEMENT CO SIR WINSTON CHURCHILLAAN 366 H 2285 SJ RIJSWIJK ZH THE NETHERLANDS	X			

# Signatures

/s/ O.F. Capon, Authorized Signatory for Shell Asset Management Company BV	12/03/2009
__Signature of Reporting Person	Date
/s/ M.A. Boorsma, Authorized Signatory for Shell Asset Management Company BV	12/03/2009
__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 Reporting Person is an asset manager licensed by the Netherlands Securities Regulator and manages assets of The Shell Group and its subsidiaries and affiliates, including certain pension plans organized for the benefit of employees of The Shell Group, which is a multi-national company headquartered in The Netherlands. The shares reported herein are owned of record by such pension plans, and the Reporting Person disclaims beneficial ownership of such shares except to the extent of its pecuniary interest, if any, therein.

Remarks:  
Second of Three Forms

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.