SEVCON, INC. Form 4 September 10, 2014

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Form 5 Filed pur 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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *Schenker Walter Milton

2. Issuer Name **and** Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

SEVCON, INC. [SEV]

(Month/Day/Year)

09/08/2014

(Last) (First) (Middle)

3. Date of Earliest Transaction

X_ Director _____ 10% Owner ____ Officer (give title _____ Other (specify

(Check all applicable)

C/O SEVCON INC., 155 NORTHBORO ROAD

OAD

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

Applicable Line)
X Form filed by One Reporting Person
___ Form filed by More than One Reporting

Person

below)

SOUTHBOROUGH, MA 01772

(City) (State) (Zip)

(Street)

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

1.Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Da

2A. Deemed 3. 4. Securities

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

5. Amount of Securities Form: Direct Indirect
Beneficially (D) or Indirect Beneficial
Owned (I) Ownership
Following (Instr. 4) (Instr. 4)

(A) or

Reported Transaction(s) (Instr. 3 and 4)

Code V Amount (D) Price

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

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SEC 1474

(9-02)

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 4. 5. Number of 6. Date Exercisable and 7. Title and Amo Derivative Conversion (Month/Day/Year) Execution Date, if TransactionDerivative **Expiration Date** Underlying Secu Security or Exercise any Code Securities (Month/Day/Year) (Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8	3)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Am or Nu of Sha
Subscription Rights (Right to Buy) (1)	\$ 21.5	09/08/2014		M			2,600	<u>(2)</u>	09/08/2014	Preferred Stock	(1)
Series A Convertible Preferred Stock	\$ 8	09/08/2014		M		338		09/08/2014	<u>(4)</u>	Common Stock	1,
Series A Convertible Preferred Stock	\$ 8	09/08/2014		A		2,000 (5)		09/08/2014	<u>(4)</u>	Common Stock	6,

Reporting Owners

Reporting Owner Name / Address	Relationships						
1 0	Director	10% Owner	Officer	Other			
Schenker Walter Milton C/O SEVCON INC. 155 NORTHBORO ROAD SOUTHBOROUGH, MA 01772	X						

Signatures

Raymond J Thibault
Attorney-In-Fact
09/10/2014

**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 subscription rights reflected on this Form 4 were issued to the reporting person in connection with Sevcon, Inc.'s rights offering, in (1) which Sevcon, Inc. distributed, at no charge, to holders of its common stock, transferable subscription rights to purchase shares of the company's Series A Convertible Preferred Stock.
- (2) Immediately exercisable
- (3) All unexercised rights expired on September 8, 2014
- (4) The Series A Convertible Preferred Stock has no expiration date.
- (5) Maximum number of shares acquired upon exercise of oversubscription rights related to the rights received in the rights offering. Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Reporting Owners 2

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