

Highpower International, Inc.
Form 4
June 26, 2015

FORM 4

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

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

**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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Sun Henry

(Last) (First) (Middle)

BLDG. A1, LUOSHAN IND.
ZONE, SHANXIA, PINGHU,
LONGGANG, SHENZHEN

(Street)

GUANGDONG, F4 518111

(City) (State) (Zip)

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

Highpower International, Inc. [HPJ]

3. Date of Earliest Transaction
(Month/Day/Year)

06/24/2015

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)
CFO

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 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 Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transaction	5. Number of Derivative	6. Date Exercisable and Expiration Date	7. Title and Amount Underlying Securities
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Security (Instr. 3)	or Exercise Price of Derivative Security	any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year)		(Instr. 3 and 4)			
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Employee Stock Options (right to buy) ⁽¹⁾	\$ 4.12	06/24/2015	A		60,000		06/24/2015 ⁽²⁾	06/24/2025	Common Stock	60,000
Employee Stock Options (right to buy) ⁽¹⁾	\$ 4.12	06/24/2015	A		40,000		01/01/2016 ⁽³⁾	06/24/2025	Common Stock	40,000
Employee Stock Options (right to buy)	\$ 3.55						11/01/2011	01/21/2021	Common Stock	250,000
40,000	\$ 2.63						11/14/2014	11/14/2023	Common Stock	40,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Sun Henry BLDG. A1, LUOSHAN IND. ZONE, SHANXIA PINGHU, LONGGANG, SHENZHEN GUANGDONG, F4 518111			CFO	

Signatures

/s/ Henry Sun 06/26/2015

^{**}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) Employee stock options (right to buy) ("Options") granted pursuant to Issuer's 2008 Omnibus Incentive Plan.

(2)

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Of such Options, 30,000 vest and are exercisable on the date of grant. The balance of 30,000 Options vest and are exercisable on the date of Issuer's board of directors meeting in the first quarter of 2016 or on March 31, 2016, whichever comes first.

- (3) Subject to certain performance criteria, the Options vest in two tranches as follows: 20,000 Options vest on January 1, 2016, and the remaining 20,000 Options vest on December 1, 2016.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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