

ABB LTD
Form 4
March 28, 2012

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
ABB Technology Ventures Ltd.

(Last) (First) (Middle)

AFFOLTERNSTRASSE 44, P.O.
BOX 1831, CH-8050

(Street)

ZURICH, SWITZERLAND, V8

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
ECOTALITY, INC. [ECTY]

3. Date of Earliest Transaction
(Month/Day/Year)
03/13/2012

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___X___ 10% Owner
___ Officer (give title below) ___ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)

___ Form filed by One Reporting Person
X 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 Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | | (A) or (D) | Amount | | |
| | | | | Code | V | | |
| | | | | | 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 Security | 2. Conversion or Exercise | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any | 4. Transaction Code | 5. Number of Derivative Securities | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Underlying Security (Instr. 3 and 4) |
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|------------------------------------|--|---|
| | | | | | | | |

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| (Instr. 3) | Price of Derivative Security | (Month/Day/Year) | (Instr. 8) | Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | Date Exercisable | Expiration Date | Title |
|----------------------------------|------------------------------------|---------------------------|------------|--|-----------|---------------------------|--------------------|-----------------|
| | | | | Code | V | | | |
| Unsecured Convertible Note | \$ 1.27 | 03/13/2012 | P | | 3,937,007 | 03/13/2012 | 03/13/2015 | Common Stock |
| Warrant | \$ 4.91 | 03/13/2012 ⁽²⁾ | D | | 1,041,667 | 01/13/2011 ⁽²⁾ | 01/12/2016 | Common Stock |
| Warrant | \$ 2.5 | 03/13/2012 ⁽²⁾ | A | | 1,041,667 | 03/13/2012 ⁽²⁾ | 01/12/2016 | Common Stock |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| ABB Technology Ventures Ltd. AFFOLTERNSTRASSE 44, P.O. BOX 1831 CH-8050 ZURICH, SWITZERLAND, V8 | | X | | |
| ABB LTD AFFOLTERNSTRASSE 44, P.O. BOX 1831 CH-8050 ZURICH, SWITZERLAND, V8 | | X | | |

Signatures

/s/ Girish
Nadkarni

03/28/2012

**Signature of Reporting
Person

Date

/s/ Natascia
Rubinic

03/28/2012

**Signature of Reporting
Person

Date

/s/ Richard A.
Brown

03/28/2012

**Signature of Reporting
Person

Date

/s/ Diane de Saint
Victor

03/28/2012

**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).

ABB Ltd owns all of ABB Asea Brown Boveri Ltd. By virtue of ABB Ltd's relationship with ABB Asea Brown Boveri Ltd, ABB Ltd may be deemed to have voting and dispositive power with respect to all of the shares beneficially owned by ABB Asea Brown Boveri Ltd. ABB Asea Brown Boveri Ltd owns all of ABB Technology Ventures Ltd. By virtue of ABB Asea Brown Boveri Ltd's relationship with ABB Technology Ventures Ltd, ABB Asea Brown Boveri Ltd, may be deemed to have voting and dispositive power with respect to all of the shares beneficially owned by ABB Technology Ventures Ltd. ABB Ltd and ABB Asea Brown Boveri Ltd disclaim beneficial ownership of the securities held by ABB Technology Ventures Ltd except to the extent of their pecuniary interest therein.

(1) The Warrant was initially issued on January 13, 2011 and was amended on March 13, 2012 to reduce the exercise price applicable to the Warrant from \$4.91 per share to \$2.50 per share. Under the Warrant, ABB Technology Ventures Ltd is entitled to purchase 1,041,667 shares of Common Stock issuable upon exercise of the Warrant.

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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