SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)

1. Name and Address of Reporting Person*

Berube Melissa

| (Last) | (First) | (Middle) |

C/O EOS ENERGY ENTERPRISES, INC.

3920 PARK AVENUE

(Street)

| EDISON | NJ | 08820 |

| (City) | (State) | (Zip) |

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

Eos Energy Enterprises, Inc. [EOSE]

3. Date of Earliest Transaction (Month/Day/Year)
01/27/2024

4. If Amendment, Date of 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) |

General Counsel

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

| X | Form filed by One Reporting Person |
| | Form filed by More than One Reporting Person |

Rule 10b5-1(c) Transaction Indication

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

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	(A) or (D)	Price			
Common Stock	01/27/2024		M		25,000	A	$0	73,411	D	
Common Stock	01/27/2024		M		50,000	A	$0	123,411	D	
Common Stock	01/27/2024		M		129,657	A	$0	253,068	D	
Common Stock	01/27/2024		F		81,232(1)	D	$1.04	171,836	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units(2)	(3)	01/27/2024		M			25,000	(4)	(4)	Common Stock	25,000	$0	0	D	
Restricted Stock Units(2)	(3)	01/27/2024		M			50,000	(4)	(4)	Common Stock	50,000	$0	0	D	
Restricted Stock Units(2)	(3)	01/27/2024		M			129,657	(4)	(4)	Common Stock	129,657	$0	0	D	

Explanation of Responses:

1. Represents shares withheld from vested restricted stock unit ("RSU") award to satisfy tax obligations, as permitted by the Company's Amended and Restated 2020 Incentive Plan.

2. Reflects the accelerated vesting of the reporting person's restricted stock units in accordance with the reporting person's separation agreement.

3. Each RSU represents a contingent right to receive one share of common stock.

4. Not applicable.

Remarks:

/s/ Melissa Berube   01/30/2024

** Signature of Reporting Person   Date

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

* 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).

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

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 Number.