

ENCISION INC
Form SC 13G/A
September 03, 2014

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

SCHEDULE 13G/A
Under the Securities Exchange Act of 1934
(Amendment No. 1)*

ENCISION INC.

(Name of Issuer)

Common stock, no par value per share

(Title of Class of Securities)

29254Q104

(CUSIP Number)

December 31, 2013

(Date of Event which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 (Act) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

Continued on following pages

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1 Names of Reporting Persons

I.R.S. Identification Nos. of above persons (entities only)

Charles E. Sheedy

2 Check the Appropriate Box If a Member of a Group (See Instructions)

a. " b. "

3 SEC Use Only

4 Citizenship or Place of Organization

UNITED STATES

5 Sole Voting Power

Number of

Shares 953,319
6 Shared Voting Power

Beneficially

Owned By 0
Each **7** Sole Dispositive Power

Reporting

Person 953,319
8 Shared Dispositive Power

With

0

9 Aggregate Amount Beneficially Owned by Each Reporting Person

953,319

10 Check Box If the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) "

11 Percent of Class Represented By Amount in Row (9)

8.9%

12 Type of Reporting Person (See Instructions)

IN

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Item 1(a) Name of Issuer:

Encision Inc. (the Issuer).

Item 1(b) Address of the Issuer s Principal Executive Offices:

6797 Winchester Circle

Boulder, CO 80301

Item 2(a) Name of Person Filing:

This statement is filed on behalf of Charles E. Sheedy (the Reporting Person).

Item 2(b) Address of Principal Business Office or, if None, Residence:

Two Houston Center, Suite 2907

909 Fannin Street

Houston, TX 77010

Item 2(c) Citizenship:

The Reporting Person is a citizen of the United States.

Item 2(d) Title of Class of Securities:

Common stock, no par value (the Shares).

Item 2(e) CUSIP Number:

29254Q104

Item 3. If this statement is filed pursuant to Rule 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a:

The person filing is not listed in Items 3(a) through 3(k).

Item 4. Ownership:

Item 4(a) Amount Beneficially Owned:

As of the date hereof, the Reporting Person may be deemed to be the beneficial owner of 953,319 Shares. This number consists of: (i) 828,319 Shares held by the Reporting Person and (ii) 125,000 Shares issuable upon exercise of a warrant held by the Reporting Person.

Item 4(b) Percent of Class:

According to the Issuer's Form 10-Q filed with the Securities and Exchange Commission on August 12, 2014, the number of Shares outstanding as of June 30, 2014 was 10,673,225. Assuming exercise of the warrant held by the Reporting Person, the Reporting Person may be deemed to be the beneficial owner of approximately 8.9% of the total number of Shares outstanding.

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Item 4(c) Number of shares as to which such person has:Sheedy, Charles E.

| | | |
|-------|---|---------|
| (i) | Sole power to vote or direct the vote | 953,319 |
| (ii) | Shared power to vote or to direct the vote | 0 |
| (iii) | Sole power to dispose or to direct the disposition of | 953,319 |
| (iv) | Shared power to dispose or to direct the disposition of | 0 |

Item 5. Ownership of Five Percent or Less of a Class:

This Item 5 is not applicable.

Item 6. Ownership of More than Five Percent on Behalf of Another Person:

This Item 6 is not applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company:

This Item 7 is not applicable.

Item 8. Identification and Classification of Members of the Group:

This Item 8 is not applicable.

Item 9. Notice of Dissolution of Group:

This Item 9 is not applicable.

Item 10. Certification:

By signing below the Reporting Person certifies that, to the best of such person's knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the Issuer of such securities and were not acquired and are not held in connection with or as a participant in any transaction having such purpose or effect.

SIGNATURES

After reasonable inquiry and to the best of my knowledge and belief, the undersigned certifies that the information set forth in this statement is true, complete and correct.

Date: September 2, 2014

Charles E. Sheedy

/s/ Charles E. Sheedy