

FORM 4

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

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response...	0.5

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 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person VDA GROUP S.p.A.		2. Issuer Name and Ticker or Trading Symbol TELKONET INC [TKOI]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ Officer (give title below) _____ X Other (specify below) _____ Former 10% owner		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 10/18/2021			
(Street) PORDENONE, L6 33170			4. If Amendment, Date Original Filed (Month/Day/Year)		6. Individual or Joint/Group Filing (Check Applicable Line) _ Form filed by One Reporting Person X Form filed by More than One Reporting Person	
(City)	(State)	(Zip)				

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			

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

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 control number.

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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 Underlying Securities (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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
VDA GROUP S.p.A. VIALE LINO ZANUSSI, 3, PORDENONE, L6 33170				Former 10% owner
VDA Holding S.A. 8 RUE DE BEGGEN LUXEMBOURG, N4 L-1220				Former 10% owner
METI Holding Sarl 8 RUE DE BEGGEN LUXEMBOURG, N4 L 1220				Former 10% owner
De Paulis Flavio 8 RUE DE BEGGEN LUXEMBOURG, N4 L-1220				Former 10% owner

Signatures

VDA Group S.p.A. By: /s/ Piercarlo Gramaglia Director		10/18/2021
<small>Signature of Reporting Person</small>		<small>Date</small>
VDA Holding S.A. By: /s/ Giorgio Bianchi Director		10/18/2021
<small>Signature of Reporting Person</small>		<small>Date</small>
Meti Holding Sarl By: /s/ Flavio De Paulis Director		10/18/2021
<small>Signature of Reporting Person</small>		<small>Date</small>
By: /s/ Flavio De Paulis Director		10/18/2021
<small>Signature of Reporting Person</small>		<small>Date</small>

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).

Remarks:

The Reporting Persons are no longer the beneficial owners (per Section 13(d) of the Securities Exchange Act of 1934, as amended) of more than 10% of the outstanding shares of the Issuer and are therefore no longer subject to Section 16

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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