Moghadam Farhad Form 3 August 05, 2009

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

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

A Moghadam Farhad

(Last)

(First)

(Middle)

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

Statement

(Month/Day/Year)

08/03/2009

4. Relationship of Reporting

Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

C/O ASCENT SOLAR TECHNOLOGIES, INC., Â 12300 GRANT STREET

(Street)

(State)

10% Owner Director _X__ Officer

(Check all applicable)

President and CEO

Other (give title below) (specify below)

Ascent Solar Technologies, Inc. [ASTI]

6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting

Person

Form filed by More than One Reporting Person

THORNTON, COÂ 80241

1. Title of Security

(City)

(Instr. 4)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned

2. Amount of Securities Beneficially Owned

(Instr. 4)

3. Ownership 4. Nature of Indirect Beneficial Ownership

Form: (Instr. 5)

Direct (D) or Indirect (I)

(Instr. 5)

Common Stock

 $14,000 \stackrel{(1)}{=}$

Â D

Reminder: Report on a separate line for each class of securities beneficially

owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and **Expiration Date** (Month/Day/Year)

3. Title and Amount of Securities Underlying **Derivative Security** (Instr. 4)

4. Conversion or Exercise Price of

5. Ownership Form of Derivative

6. Nature of Indirect Beneficial

Ownership

(Instr. 5)

Derivative

Security:

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Restricted Stock Units	08/03/2011(2)	(2)	Common Stock	55,000	\$ (3)	D	Â
Restricted Stock Units	08/03/2012(4)	(4)	Common Stock	35,000	\$ (3)	D	Â
Common Stock Option (Right to Buy)	08/03/2010(5)	08/03/2019	Common Stock	100,000	\$0	D	Â
Common Stock Option (Right to Buy)	08/03/2010(5)	08/03/2019	Common Stock	200,000	\$ 0	D	Â

Reporting Owners

Reporting Owner Name / Address		Relationships				
	Director	10% Owner	Officer	Other		
Moghadam Farhad C/O ASCENT SOLAR TECHNOLOGIES, INC. 12300 GRANT STREET THORNTON Â COÂ 80241	Â	Â	President and CEO	Â		

Signatures

David C. Wang, as attorney-in-fact for Farhad Moghadam

08/05/2009

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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).
- Of the restricted stock units granted to Dr. Moghadam on August 3, 2009, 20,000 vested immediately. Pursuant to the award agreement and the Issuer's 2008 Restricted Stock Plan under which the award was made, 6,000 shares were retained by the Issuer for purposes of tax withholding, resulting in a net issuance of 14,000 shares.
- (2) The restricted stock units vest in the following amounts on the following dates: 20,000 on August 3, 2011; 15,000 on August 3, 2012; and 20,000 on August 3, 2013.
- (3) Each restricted stock unit represents a contingent right to receive one share of the Issuer's common stock.
- Up to 15,000 restricted stock units will vest on August 3, 2012, and up to 20,000 restricted stock units will vest on August 3, 2013, in each case the Issuer's Board of Directors or its Compensation Committee will determine the total amount to be vested based upon an evaluation of the Dr. Moghadam's performance relative to agreed upon performance criteria.
- (5) The stock option vests in the following amounts on the following dates: 25% of the option vests on August 3, 2010; 25% of the option vests on August 3, 2011; 25% of the option vests on August 3, 2013.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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