

LIGHTPATH TECHNOLOGIES INC

Form 4

August 02, 2012

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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 SECURITIESFiled 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 *
LEEBURG LOUIS2. Issuer Name and Ticker or Trading Symbol
LIGHTPATH TECHNOLOGIES
INC [LPTH]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)
08/01/2012☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)2603 CHALLENGER TECH
CT, SUITE 100

(Street)

4. If Amendment, Date Original
Filed(Month/Day/Year)6. Individual or Joint/Group Filing(Check Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting Person

ORLANDO, FL 32826

(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 Ownership (Instr. 4)
Class A Common				(A) or (D)	21,429	D	
Class A Common ⁽⁸⁾	08/01/2012		A	1,457	\$ 1.03	1,457	D

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

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(9-02)

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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 Underlying Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of S
Non-qualified stock option	\$ 2.41					11/10/2006 11/10/2015	Class A Common 2,0
Non-qualified stock option	\$ 2.41					11/10/2007 11/10/2015	Class A Common 2,0
Non-qualified stock option	\$ 2.41					11/10/2008 11/10/2015	Class A Common 2,0
Restricted stock unit	\$ 0 ⁽¹⁾					11/10/2006 ⁽²⁾ 11/10/2015	Class A Common 3,3
Restricted stock unit	\$ 0 ⁽¹⁾					11/10/2007 ⁽²⁾ 11/10/2015	Class A Common 3,3
Restricted stock unit	\$ 0 ⁽¹⁾					11/10/2008 ⁽²⁾ 11/10/2015	Class A Common 3,3
Restricted stock unit ⁽³⁾	\$ 0 ⁽¹⁾					11/20/2004 ⁽²⁾ 10/20/2014	Class A Common 6,0
Restricted stock unit	\$ 0 ⁽¹⁾					11/20/2005 ⁽²⁾ 10/20/2014	Class A Common 2,8
Restricted stock unit	\$ 0 ⁽¹⁾					11/20/2006 ⁽²⁾ 10/20/2014	Class A Common \$ 2
Restricted stock unit	\$ 0 ⁽¹⁾					10/27/2007 ⁽²⁾ 10/27/2016	Class A Common 3,3
Restricted stock unit	\$ 0 ⁽¹⁾					10/27/2008 ⁽²⁾ 10/27/2016	Class A Common 3,3
Restricted stock unit	\$ 0 ⁽¹⁾					10/27/2009 ⁽²⁾ 10/27/2016	Class A Common 3,3
Restricted stock unit	\$ 0					⁽⁴⁾ 11/06/2017	Class A Common 10,
8% Convertible	\$ 1.4					08/01/2008 08/01/2011	Class A Common 12,

debenture

Common stock warrant	\$ 1.68	08/01/2008	08/01/2013	Class A Comon	5,
Common stock warrant	\$ 1.89	08/01/2008	08/01/2013	Class A Common	2,
Restricted stock unit	\$ 0	10/30/2009	10/30/2011 ⁽⁵⁾	Class A Common	15,
Common stock warrant ⁽⁶⁾	\$ 0.87	12/31/2008	12/31/2013	Class A Common	3,
Restricted Stock Unit	\$ 0	02/04/2011	02/04/2013	Class A Common	15,
Common stock warrant ⁽⁷⁾	\$ 2.48	10/08/2010	10/08/2015	Class A Common	4
Restricted stock unit	\$ 0	11/03/2011 ⁽⁵⁾	11/03/2013	Class A common	15,
Restricted stock unit	\$ 0	10/27/2012 ⁽⁵⁾	10/27/2015	Class A Common	29,

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LEEBURG LOUIS 2603 CHALLENGER TECH CT SUITE 100 ORLANDO, FL 32826	X			

Signatures

/s/ Louis
Leeburg 08/02/2012

__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).
- (1) Restricted stock units convert at a 1-10-1 ratio Class A Common
- (2) The Reporting person shall be eligible to electively receive one share of Class A Common for each restricted stock unit at this date subject to continued employment
- (3) Granted as vested in lieu of grant in poor year
- (4) These restricted shares vest over four years.

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- (5) These restricted shares vest over 3 years.
- (6) These warrants were issued per amendment number 1 to the 8% senior debentures.
- (7) These warrants wre issued with the private placement of common stock.
- (8) These shares were issued for annual interest payment on convertible debentures.

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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