

ARCH HILL CAPITAL NV
Form 4
November 16, 2005

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 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 *
ARCH HILL CAPITAL NV

2. Issuer Name and Ticker or Trading Symbol
LITHIUM TECHNOLOGY CORP
[LTHU]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
11/14/2005

____ Director
____ Officer (give title below)
 10% Owner
____ Other (specify below)

PARKWEG 2,
(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

2585 JJS GRAVENHAGE, P7

(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 or Reported (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock | | | | (A) or (D) Code V Amount (D) Price | 148,568,284 | I ⁽¹⁾ | Held by Stichting Gemeenschappelijk Bezit LTC ⁽¹⁾ |
| Common Stock | | | | | 5,981,036 | I ⁽²⁾ | Held by Stichting Gemeenschappelijk Bezit GAIA ⁽²⁾ |

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) | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title Underlying Instrument (Instr. 3, 4, and 5) |
|--|--|--------------------------------------|--|--------------------------------|--|-------------|--|-----------------|---|
| | | | | | (A) | (D) | Date Exercisable | Expiration Date | |
| 10% Debentures | \$ 0.0167 | 11/14/2005 | | C | | 264,103,114 | 10/21/2005 | 10/21/2007 | Common Stock |
| Series B Convertible Stock | \$ 0 | 11/14/2005 | | C | 100,000 | | 11/14/2005 | 11/14/2007 | Common Stock |
| Warrants | \$ 0.38 | | | | | | 10/21/2005 | 10/21/2010 | Common Stock |
| Warrants | \$ 0.0625 | | | | | | 08/30/2004 | 08/30/2008 | Common Stock |
| Warrants | \$ 0.075 | | | | | | 08/30/2004 | 08/30/2008 | Common Stock |
| Warrants | \$ 0.0625 | | | | | | 08/30/2004 | 08/30/2008 | Common Stock |
| Warrants | \$ 0.075 | | | | | | 08/30/2004 | 08/30/2008 | Common Stock |
| Warrants | \$ 2 | | | | | | 04/13/2004 | 04/13/2009 | Common Stock |
| Warrants | \$ 2.4 | | | | | | 04/13/2004 | 04/13/2009 | Common Stock |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|-----------------------------------|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| ARCH HILL CAPITAL NV PARKWEG 2 | | X | | |

2585 JJS GRAVENHAGE, P7

Stichting Gemeenschappelijk Bezit LTC

PARKWEG 2

2585 JJ'S

X

GRAVENHAGE, P7

Signatures

/s/ Harry H. van

11/16/2005

Andel

__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) Held by Stichting Gemeenschappelijk Bezit LTC, an entity controlled by Arch Hill Capital, N.V.

(2) Held by Stichting Gemeenschappelijk Bezit GAIA, an entity controlled by Arch Hill Capital, N.V.

\$4,410,522 of convertible debentures and 2,205,262 warrants were issued in exchange for the cancellation of debt on 10/21/05.

(3) \$4,410,522 of convertible debentures were converted into 100,000 shares of Series B Convertible Preferred Stock on 11/14/05 in lieu of common stock.

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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