

LIGHTPATH TECHNOLOGIES INC

Form 4

November 01, 2006

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

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
LEEBURG LOUIS

(Last) (First) (Middle)

2603 CHALLENGER TECH
CT, SUITE 100

(Street)

ORLANDO, FL 32826

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
LIGHTPATH TECHNOLOGIES
INC [LPTH]

3. Date of Earliest Transaction
(Month/Day/Year)
10/27/2006

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

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. 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)
				(A) or (D) Code V Amount (D) Price			
Class A Common					5,177	D	
Class A Common					1,006	D	

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

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information contained in this form are not
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SEC 1474
(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 (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 Security (Instr. 3 and 4)
				Code	V	(A) (D)	Title
Non-qualified stock option	\$ 2.41					11/10/2006 11/10/2015	Class A Common 2
Non-qualified stock option	\$ 2.41					11/10/2007 11/10/2015	Class A Common 2
Non-qualified stock option	\$ 2.41					11/10/2008 11/10/2015	Class A Common 2
Restricted stock unit	\$ 0 ⁽¹⁾					11/10/2006 ⁽²⁾ 11/10/2015	Class A Common 3
Restricted stock unit	\$ 0 ⁽¹⁾					11/10/2007 ⁽²⁾ 11/10/2015	Class A Common 3
Restricted stock unit	\$ 0 ⁽¹⁾					11/10/2008 ⁽²⁾ 11/10/2015	Class A Common 3
Restricted stock unit ⁽³⁾	\$ 0 ⁽¹⁾					11/20/2004 ⁽²⁾ 10/20/2014	Class A Common 6
Restricted stock unit	\$ 0 ⁽¹⁾					11/20/2005 ⁽²⁾ 10/20/2014	Class A Common 2
Restricted stock unit	\$ 0 ⁽¹⁾					11/20/2006 ⁽²⁾ 10/20/2014	Class A Common 2
Restricted stock unit	\$ 0 ⁽¹⁾	10/27/2006		A	3,333	10/27/2007 ⁽²⁾ 10/27/2016	Class A Common 3
Restricted stock unit	\$ 0 ⁽¹⁾	10/27/2006		A	3,333	10/27/2008 ⁽²⁾ 10/27/2016	Class A Common 3
Restricted stock unit	\$ 0 ⁽¹⁾	10/27/2006		A	3,334	10/27/2009 ⁽²⁾ 10/27/2016	Class A Common 3

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

11/01/2006

__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

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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