

LIGHTPATH TECHNOLOGIES INC  
Form 4  
August 04, 2008

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
RIPP ROBERT

2. 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)  
2603 CHALLENGER TECH CT, SUITE 100  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
08/01/2008

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

ORLANDO, FL 32826

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

(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			
Class A Common					7,812	I	Trust-Children (1)
Class A Common					167,863	D	
Class A Common (6)	08/01/2008		A	3,333.33 A \$ 1.4	2,381	D	

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

SEC 1474 (9-02)

required to respond unless the form displays a currently valid OMB control number.

**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 Underlying Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
Common Stock Warrant (Right to buy)	\$ 3.2					01/05/2004 09/30/2013	Class A Common
Common Stock Warrant (Right to buy)	\$ 48					11/05/1999 11/10/2009	Class A Common
Common Stock Warrant (Right to buy)	\$ 48					11/05/1999 11/10/2009	Class A Common
Restricted Stock Unit <sup>(4)</sup>	\$ 0 <sup>(2)</sup>					10/20/2004 <sup>(3)</sup> 10/20/2014	Class A Common
Restricted Stock Unit	\$ 0 <sup>(2)</sup>					10/20/2005 <sup>(3)</sup> 10/20/2014	Class A Common
Restricted Stock Unit	\$ 0 <sup>(2)</sup>					10/20/2006 <sup>(3)</sup> 10/20/2014	Class A Common
Non-qualified stock option	\$ 2.41 <sup>(2)</sup>					11/10/2006 <sup>(3)</sup> 11/10/2015	Class A Common
Non-qualified stock option	\$ 2.41 <sup>(2)</sup>					11/10/2007 11/10/2015	Class A Common
Non-qualified stock option	\$ 2.41 <sup>(2)</sup>					11/10/2008 11/10/2015	Class A Common
Restricted Stock Unit	\$ 0 <sup>(2)</sup>					11/10/2006 <sup>(3)</sup> 11/10/2015	Class A Common
Restricted Stock Unit	\$ 0 <sup>(2)</sup>					11/10/2007 <sup>(3)</sup> 11/10/2015	Class A Common
Restricted Stock Unit	\$ 0 <sup>(2)</sup>					10/10/2008 <sup>(3)</sup> 11/10/2015	Class A Common
Restricted Stock Unit	\$ 0 <sup>(2)</sup>					10/27/2007 <sup>(3)</sup> 10/27/2016	Class A Common

