

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
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(Print or Type Responses)

1. Name and Address of Reporting Person *
SILVERMAN GARY

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**

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

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

(Street)
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. 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)
				(A) or (D) Code V Amount (D) Price			
Class A Common					9,937	D	
Class A Common					875	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
required to respond unless the form
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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 Acquired (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)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-qualified stock option	\$ 2.41							11/10/2006	11/10/2015	Class A Common	2,03
Non-qualified stock option	\$ 2.41							11/10/2007	11/10/2015	Class A Common	2,03
Non-qualified stock option	\$ 2.41							11/10/2008	11/10/2015	Class A Common	2,03
Restricted stock unit	\$ 0 <u>(1)</u>							11/10/2006	11/10/2015	Class A Common	3,33
Restricted stock unit	\$ 0 <u>(1)</u>							11/10/2007	11/10/2015	Class A Common	3,33
Restricted stock unit	\$ 0 <u>(1)</u>							11/10/2008	11/10/2015	Class A Common	3,33
Restricted stock unit <u>(2)</u>	\$ 0 <u>(1)</u>							10/20/2004	10/20/2014	Class A Common	6,00
Restricted stock unit	\$ 0 <u>(1)</u>							10/20/2005	10/20/2014	Class A Common	2,85
Restricted stock unit	\$ 0 <u>(1)</u>							10/20/2006	10/20/2014	Class A Common	2,85
Restricted stock unit	\$ 0 <u>(1)</u>	10/27/2006		A		3.333		10/27/2007	10/27/2016	Class A Common	3,33
Restricted stock unit	\$ 0 <u>(1)</u>	10/27/2006		A		3.333		10/27/2008	10/27/2016	Class A Common	3,33
Restricted stock unit	\$ 0 <u>(1)</u>	10/27/2006		A		3.334		10/27/2009	10/27/2016	Class A Common	3,33

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Reporting Owners

SILVERMAN GARY
2603 CHALLENGER TECH CT
SUITE 100
ORLANDO, FL 32826

X

Signatures

/s/ Gary S
Silverman

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-to-1 ratio to Class A Common
- (2) Granted as vested in lieu of grant in prior 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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