

LIGHTPATH TECHNOLOGIES INC
 Form 3
 October 22, 2004

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF 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 * Â Patton Edward Kingston (Last) (First) (Middle) C/O 2603 CHALLENGER TECH COURT, Â SUITE 100 (Street) ORLANDO, Â FL Â 32826 (City) (State) (Zip) | 2. Date of Event Requiring Statement (Month/Day/Year) 10/20/2004 | 3. Issuer Name and Ticker or Trading Symbol LIGHTPATH TECHNOLOGIES INC [LPTH] | 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) VP - Marketing | 5. If Amendment, Date Original Filed(Month/Day/Year) | 6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person |
|---|--|--|--|--|---|

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Class A Common | 1,823 | D | Â |
| Class A Common ⁽¹⁾ | 1,552 | D | Â |

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

SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of | 5. Ownership Form of Derivative | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|------------------------------------|---------------------------------|--|
|---|---|--|------------------------------------|---------------------------------|--|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Derivative Security | Security: Direct (D) or Indirect (I) (Instr. 5) | |
|----------------------------|---------------------------|-----------------|----------------|----------------------------|---------------------|---|---|
| Non-qualified stock option | 10/20/2005 | 10/20/2014 | Class A Common | 4,000 | \$ 4.42 | D | Â |
| Restricted stock unit | 10/20/2004 ⁽³⁾ | 10/20/2014 | Class A Common | 2,500 | \$ 0 ⁽²⁾ | D | Â |
| Restricted stock unit | 10/20/2005 ⁽³⁾ | 10/20/2014 | Class A Common | 2,500 | \$ 0 ⁽²⁾ | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Patton Edward Kingston C/O 2603 CHALLENGER TECH COURT SUITE 100 ORLANDO, FL 32826 | Â | Â | Â VP - Marketing | Â |

Signatures

Edward K. Patton
10/22/2004

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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 award vesting over 2 years
- (2) Restricted stock units convert at a 1-to-1 ratio to Class A Common
- (3) 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

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.