

Edgar Filing: LIGHTPATH TECHNOLOGIES INC - Form 4

LIGHTPATH TECHNOLOGIES INC

Form 4

December 13, 2001

FORM 4

OMB APPROVAL

[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*

Adler James (Last) (First) (Middle) 3819 Osuna NE (Street) Albuquerque NM 87109 (City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

Lightpath Technologies, Inc. -- LPTH

3. IRS Or Social Security Number of Reporting Person (Voluntary)

4. Statement for Month/Year

December 2001

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

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

7. Individual or Joint/Group Filing (Check Applicable Line)

[X] Form filed by One Reporting Person [] Form filed by More than One Reporting Person

Form 4 (continued)

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Table I -- Non-Derivative Securities Acquired, Disposed of,
or Beneficially Owned

Title of Security (Instr. 3)	Transaction Date (mm/dd/yy)	Transaction Code	Instr. 8 V	Amount or Price (A) (D)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4)	Owner-ship Form: Direct or Indirect (Instr.4)	Nature of Indirect Beneficial Ownership (Instr. 4)

* If the Form is filed by more than one Reporting Person, see Instruction 4(b)(v).

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

Form 4 (continued)

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

Title of Derivative Security (Instr. 3)	Conversion of Exercise Price of Derivative Security	Transaction Date (Month/Day/Year)	Transaction Code (Instr. 8) V	Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	Date Exercisable and Expiration Date (Month/Day/Year)	Title and Amount of Underlying Securities (Instr. 3 and 4)	Price of Derivative Security (Instr. 5)	Number or Shares	Beneficial Ownership (Instr. 4)

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Director
Stock Option \$3.63 10/17/01 A 4,000 11/01 10/11 Class A 4,000 59,

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Explanation of Responses:

/s/ James Adler 12/13/01

**Signature of Reporting Person Date

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed.
If space provided is insufficient, see Instruction 6 for procedures.