

LIGHTPATH TECHNOLOGIES INC

Form 3

April 28, 2015

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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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 *

Zhu Xudong

(Last)

(First)

(Middle)

2. Date of Event Requiring Statement

(Month/Day/Year)

04/28/2015

3. Issuer Name and Ticker or Trading Symbol

LIGHTPATH TECHNOLOGIES INC [LPTH]

4. Relationship of Reporting Person(s) to Issuer

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

(Check all applicable)

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

2603 CHALLENGER TECH CT, SUITE 100

(Street)

ORLANDO, FL 32826

(City)

(State)

(Zip)

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 Stock, par value \$0.01 per share 2,270,026

I

By Pudong Science and Technology Investment (Caymen) Co., Ltd. (1)

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

SEC 1473 (7-02)

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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

4. Conversion or Exercise

5. Ownership Form of

6. Nature of Indirect Beneficial Ownership (Instr. 5)

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Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Zhu Xudong 2603 CHALLENGER TECH CT SUITE 100 ORLANDO, FL 32826	☒	☒	☐	☐

Signatures

/s/ Dorothy M. Cipolla,
attorney-in-fact
04/28/2015

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).

These shares of common stock are held by Pudong Science and Technology Investment (Cayman) Co., Ltd. ("Pudong Cayman"), a direct wholly-owned subsidiary of Shanghai Pudong Science and Technology Investment Co., Ltd. Dr. Zhu is the sole director of Pudong Cayman. Dr. Zhu expressly disclaims beneficial ownership of such securities held by Pudong Cayman.

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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