

LIGHTPATH TECHNOLOGIES INC
 Form 3
 January 27, 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)

| | | | | |
|---|---|---|--|---|
| <p>1. Name and Address of Reporting Person *</p> <p>Â Shanghai Pudong Science & Technology Investment Co., Ltd.</p> <p>(Last) (First) (Middle)</p> <p>13 BUILDING, NO. 439, CHUNXIAO ROAD,Â ZHANGJIANG HIGH-TECH PARK, PUDONG</p> <p>(Street)</p> <p>SHANGHAI,Â F4Â 201203</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>01/20/2015</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>LIGHTPATH TECHNOLOGIES INC [LPTH]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p>___ Director ___X___ 10% Owner ___ Officer ___ Other (give title below) (specify below)</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> |
| | | | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p>__X__ Form filed by One Reporting Person ___ Form filed by More than One Reporting Person</p> | |

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 | 2,270,026 | I | By Pudong Science and Technology Investment (Cayman) 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)

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| 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 Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|--|--|--|--|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Shanghai Pudong Science & Technology Investment Co., Ltd. 13 BUILDING, NO. 439, CHUNXIAO ROAD ZHANGJIANG HIGH-TECH PARK, PUDONG SHANGHAI, F4 201203 | ^ | ^ X | ^ | ^ |

Signatures

/s/ Xudong Zhu, director of the reporting person
 Signature of Reporting Person: _____ Date: 01/27/2015

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) Shanghai Pudong Science and Technology Investment Co., Ltd. currently owns the entire outstanding share capital of Pudong Science and Technology Investment (Cayman) Co., Ltd. which directly holds 2,270,026 shares of the Issuer.

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Remarks:

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

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.