

LITHIUM TECHNOLOGY CORP
Form 4
October 26, 2005

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
ARCH HILL CAPITAL NV

2. Issuer Name and Ticker or Trading Symbol
LITHIUM TECHNOLOGY CORP
[LTHU]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
10/24/2005

___ Director ___X___ 10% Owner
___ Officer (give title below) ___ Other (specify below)

PARKWEG2, 2585
JJ'S-GRAVENHAGE

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
___ Form filed by One Reporting Person
X Form filed by More than One Reporting Person

THE NETHERLANDS, P7

(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. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
COMMON STOCK	10/24/2005		C	264,103,114 A \$ 0 (3)	148,568,284	I (1)	Held by Stichting Gemeenschappel Bezit LTC (1)
COMMON STOCK					5,981,036	I (2)	Held by Stichting Gemeenschappel Bezit GAIA (2)

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

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

SEC 1474 (9-02)

number.

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 a Underly (Instr. 3)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
10% DEBENTURES	\$ 0.0167	10/24/2005		C	264,103,114	10/21/2005	10/21/2007	COMM STO
WARRANTS	\$ 0.38					10/21/2005	10/21/2010	COMM STO
WARRANTS	\$ 0.0625					08/30/2004	08/30/2008	COMM STO
WARRANTS	\$ 0.075					08/30/2004	08/30/2008	COMM STO
WARRANTS	\$ 0.0625					08/30/2004	08/30/2008	COMM STO
WARRANTS	\$ 0.075					08/30/2004	08/30/2008	COMM STO
WARRANTS	\$ 2					04/13/2004	04/13/2009	COMM STO
WARRANTS	\$ 2.4					04/13/2004	04/13/2009	COMM STO

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ARCH HILL CAPITAL NV PARKWEG2 2585 JJ'S-GRAVENHAGE THE NETHERLANDS, P7		X		

Stichting Gemeenschappelijk Bezit LTC
PARKWEG2
2585 JJ'S-GRAVENHAGE
THE NETHERLANDS, P7

X

Signatures

/s/ Harry H. van
Andel 10/24/2005

__Signature of Date
Reporting Person

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) Held by Stichting Gemeenschappelijk Bezit LTC, an entity controlled by Arch Hill Capital, N.V.
- (2) Held by Stichting Gemeenschappelijk Bezit GAIA, an entity controlled by Arch Hill Capital, N.V.

On October 24, 2005 a conversion notice for \$4,410,522 of convertible debentures into 264,103,144 shares of Issuer Common Stock (the (3) "Conversion Shares") was delivered by Stichting Gemeenschappelijk Bezit LTC to Issuer. Certificates for the Conversion Shares have not yet been delivered by Issuer. The convertible debentures were issued in a debt exchange on October 21, 2005.

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.