

Edgar Filing: LIGHTPATH TECHNOLOGIES INC - Form 4

[x] Form filed by One Reporting Person
 [] Form filed by More Than one Reporting Person

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Form 4 (continued)

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

Title of Security (Instr. 3)	Transaction Date (mm/dd/yy)	Transaction Code	V	Amount or Price (D)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	Amount of Secur- ities Benefi- cially Owned End of Mon (Instr 3 and
Class A common stock (1)	02/21/03	A	V	507,904	A \$0.28	1,175,

1) Restricted Stock Award which vests over 2 years.

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

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

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.

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Form 4 (continued)

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

Number of Deriv- ative Secur- ities	Title and Amount of Underlying Securities
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Title of Derivative Security (Instr. 3)	Exercise Price of Derivative (Instr. 3)	Transaction Date (Month/Day/Year)	Transaction Code	Transaction Type (V, A, D)	Quantity	Acquired Date (Month/Day/Year)	Expiration Date (Month/Day/Year)	Instrument (Instr. 3)	Price of Derivative (Instr. 3)
Stock Option (3)	\$3.63	02/21/03	D	V	4000	10/17/01	10/11	Common	4000
Stock Option (3)	\$6.00	02/21/03	D	V	1000000	4/12/00	4/10	Common	1000000
Stock Option (3)	\$7.48	02/21/03	D	V	11808	11/16/99	11/09	Common	11808

3) Option Cancelled.

Explanation of Responses:

/s/ Robert Ripp

02/26/03

**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.
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.