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LUNA INNOVATIONS INC Form 4 October 05, 2016				
FORM 4 UNITED STATI				PPROVAL
UNITED STAT	CS SECURITIES AND EXCHANGE Washington, D.C. 20549	COMMISSION	OMB Number:	3235-0287
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).	ge Act of 1934, of 1935 or Section	January 31 Expires: 2005 Estimated average burden hours per response 0.5		
(Print or Type Responses)				
1. Name and Address of Reporting Person <u>*</u> ROEDEL RICHARD	2. Issuer Name and Ticker or Trading Symbol LUNA INNOVATIONS INC [LUNA]	5. Relationship of Issuer (Chec	Reporting Per k all applicabl	
(Last) (First) (Middle) C/O LUNA INNOVATIONS INCORPORATED, 301 1ST STREET SW, SUITE 200	3. Date of Earliest Transaction (Month/Day/Year) 10/03/2016	X Director Officer (give below)		% Owner her (specify
(Street)	4. If Amendment, Date Original Filed(Month/Day/Year)	 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 		
ROANOKE, VA 24011		Person		8
(City) (State) (Zip)	Table I - Non-Derivative Securities Ac	equired, Disposed of	, or Beneficia	lly Owned
(Instr. 3) any	(A)	SecuritiesFBeneficially(IOwned(I	Form: Direct D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Reminder: Report on a separate line for each	class of securities beneficially owned directly or	indirectly.		

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 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. Transactic Code (Instr. 8)	5. Number of Defivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Units	<u>(1)</u>	10/03/2016		А	8,561.64 (2)	(3)	(3)	Common Stock	8,561.64
Stock Units	<u>(1)</u>	10/03/2016		А	513.7 <u>(4)</u>	(3)	(3)	Common Stock	513.7
Stock Units	<u>(1)</u>	10/03/2016		А	513.7 <u>(5)</u>	(3)	(3)	Common Stock	513.7

Reporting Owners

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer	Other	
ROEDEL RICHARD C/O LUNA INNOVATIONS INCORPORATED 301 1ST STREET SW, SUITE 200 ROANOKE, VA 24011	х				
Signatures					
/s/ Scott A. Graeff, Attorney-In-Fact 10/05/20	16				

Date

**Signature of 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) Stock units are convertible into issuer's common stock on a 1-for-1 basis.

(2) This grant was made pursuant to issuer's non-employee director compensation policy, as compensation for Mr. Roedel's service as chairman of the board of directors for the period from October 1, 2016 to December 31, 2016. The number of stock units is equal to \$12,500.00 divided by \$1.46, the closing price of issuer's common stock on the NASDAQ Capital Market on October 3, 2016, the first trading day of the quarter. The Reporting Person elected to receive fees in stock units.

The stock units become issuable in common stock of the issuer at the election of the Reporting Person upon the earliest to occur of the(3) Reporting Person's termination of service, a change in control of the issuer, an unforeseeable emergency, or a fixed date selected by the Reporting Person. The units have no expiration date.

This grant was made pursuant to issuer's non-employee director compensation policy, as compensation for Mr. Roedel's service on the compensation committee of the board of directors for the period from October 1, 2016 to December 31, 2016. The number of stock units

- (4) compensation commutee of the board of directors for the period from October 1, 2010 to December 31, 2010. The number of stock units is equal to \$750.00 divided by \$1.46, the closing price of issuer's common stock on the NASDAQ Capital Market on October 3, 2016, the first trading day of the quarter. The Reporting Person elected to receive fees in stock units.
- (5) This grant was made pursuant to issuer's non-employee director compensation policy, as compensation for Mr. Roedel's service on the audit committee of the board of directors for the period from October 1, 2016 to December 31, 2016. The number of stock units is equal to \$750.00 divided by \$1.46, the closing price of issuer's common stock on the NASDAQ Capital Market on October 3, 2016, the first

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trading day of the quarter. The Reporting Person elected to receive fees in stock units.

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.