Misra Mohan Form 4 May 05, 2010

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

OMB APPROVAL

response...

if no longer subject to Section 16. Form 4 or Form 5 obligations may continue.

See Instruction

Check this box

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(b).

1. Name and Address of Reporting Person * Misra Mohan

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

Ascent Solar Technologies, Inc.

(Check all applicable)

[ASTI]

(Last) (First) 3. Date of Earliest Transaction

10% Owner _X__ Director X_ Officer (give title Other (specify below)

(Month/Day/Year)

(Middle)

(Zip)

05/03/2010

Chief Strategy Officer

C/O ASCENT SOLAR TECHNOLOGIES, INC., 12300 **GRANT STREET**

(Street)

(State)

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

Applicable Line)

X Form filed by One Reporting Person

Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

THORNTON, CO 80241

(City)

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

| 1.Title of Security | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if | 3. Transactio | 4. Securities Acquired on(A) or Disposed of (D) | | | 5. Amount of Securities | 6. Ownership Form: Direct | 7. Nature of Indirect |
|------------------------|--------------------------------------|-------------------------------|----------------------------------|---|-----------|---------------|--|---------------------------|-------------------------|
| (Instr. 3) | | any | Code | (Instr. 3, 4 and 5) | | Beneficially | (D) or | Beneficial | |
| | | (Month/Day/Year) | (Instr. 8) | | (A) or | ъ. | Owned Following Reported Transaction(s) (Instr. 3 and 4) | Indirect (I) (Instr. 4) | Ownership (Instr. 4) |
| Common Stock | 05/03/2010 | | Code V $S_{\underline{1}}^{(1)}$ | Amount 10,000 | (D) | Price \$ 3.89 | 449,993 (2) | D | |
| Common Stock | 05/03/2010 | | S <u>(1)</u> | 20,000 | D | \$ 3.89 | 726,000 | I (3) | See Footnote 3 |

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)

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

| 1. Title of | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. | 6. Date Exerc | isable and | 7. Title | e and | 8. Price of | 9 |
|-------------|-------------|---------------------|--------------------|------------|------------|---------------------|--------------------|----------|----------|-------------|---|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transacti | onNumber | Expiration Da | ate | Amou | nt of | Derivative | J |
| Security | or Exercise | | any | Code | of | (Month/Day/ | Year) | Under | lying | Security | , |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Derivative | e | | Securi | ties | (Instr. 5) | J |
| | Derivative | | | | Securities | | | (Instr. | 3 and 4) | | (|
| | Security | | | | Acquired | | | | | | J |
| | | | | | (A) or | | | | | | J |
| | | | | | Disposed | | | | | | - |
| | | | | | of (D) | | | | | | (|
| | | | | | (Instr. 3, | | | | | | |
| | | | | | 4, and 5) | | | | | | |
| | | | | | | | | | | | |
| | | | | | | | | | Amount | | |
| | | | | | | Date Exercisable | Expiration Date | Title N | or | | |
| | | | | | | | | | Number | | |
| | | | | | | | | | of | | |
| | | | | Code V | (A) (D) | | | | Shares | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | |
|--|---------------|-----------|------------------------------|-------|--|--|
| | Director | 10% Owner | Officer | Other | | |
| Misra Mohan C/O ASCENT SOLAR TECHNOLOGIES, INC. 12300 GRANT STREET THORNTON, CO 80241 | X | | Chief Strategy Officer | | | |
| Signatures | | | | | | |
| David C. Wang, as attorney-in-fact for Mohan Misra | 05/03 | 5/2010 | | | | |
| **Signature of Reporting Person | Da | ite | | | | |

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) The transactions reported in this Form 4 were effected pursuant to Rule 10b5-1 trading plans adopted by the reporting person and ITN Energy Systems, Inc. on January 13, 2010.
- Dr. Misra also directly holds the following derivative securities: vested options to purchase 50,000 shares of common stock that expire on November 18, 2015; vested options to purchase 40,000 shares of common stock that expire on December 2, 2018; unvested options to purchase 40,000 shares of common stock that expire on December 2, 2018; and 50,000 unvested restricted stock units. Each restricted stock unit represents a contingent right to receive one share of the Issuer's common stock.
- (3) Dr. Misra indirectly holds the shares of the Issuer's common stock held by ITN Energy Systems, Inc., which is wholly owned by Inica, Inc., a Colorado corporation that is owned by Dr. Misra and an immediate family member.

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.

Reporting Owners 2