### LUNA INNOVATIONS INC Form 3 June 05, 2009 FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 OMB approval

### 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)

1. Name and Address of Reporting Person <u>*</u> Froggatt Mark		2. Date of Event Requiring Statement (Month/Day/Year)	3. Issuer Name and Ticker or Trading Symbol LUNA INNOVATIONS INC [LUNA]				
irst)	(Middle)	03/16/2009	4. Relationship of Reporting Person(s) to Issuer			5. If Amendment, Date Original Filed(Month/Day/Year)	
CIRCLE.	SUITE					Thea(month/Day/Tear)	
,	,		(Check all applicable)				
reet) /AÂ 240	015		X Officer (give title below	v) (specify belo	ow)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person	
tate)	(Zip)	Table I - N	Non-Derivat	ive Securiti	es Ber	neficially Owned	
		2. Amount of	f Securities	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)		ure of Indirect Beneficial rship	
directly. Persons informa required	s who resp ition conta d to respor	oond to the collection of ined in this form are not nd unless the form displ	S	EC 1473 (7-02	)		
	k rst) CIRCLE, reet) 7AÂ 240 ate) ate) n a separat directly. Persons informa required	k rst) (Middle) CIRCLE, SUITE reet) 7AÂ 24015 ate) (Zip) ate) (Zip) ate) (Zip) Persons who resp information conta required to respon	Statement    k  (Month/Day/Year)    rst)  (Middle)    O3/16/2009    CIRCLE, SUITE    reet)    7AÂ 24015    ate)  (Zip)    Table I - N    2. Amount o    Beneficially (Instr. 4)    a separate line for each class of securities benefic:    directly.    Persons who respond to the collection of    information contained in this form are not	Statement  LUNA INN    k  (Month/Day/Year)    rst)  (Middle)    03/16/2009  4. Relationshi    Person(s) to I  Person(s) to I    CIRCLE, SUITE  (Check    reet) Director    XOfficer  (give title below    VAÂ 24015  Chief Tea    ate)  (Zip)    Table I - Non-Derivat    2. Amount of Securities    Beneficially Owned    (Instr. 4)    S    Persons who respond to the collection of    information contained in this form are not    required to respond unless the form displays a	Statement  Statement  LUNA INNOVATION    k  (Month/Day/Year)  UNA INNOVATION    rst)  (Middle)  03/16/2009  4. Relationship of Reporting Person(s) to Issuer    CIRCLE, SUITE  (Check all applicable)	Statement  Statement  LUNA INNOVATIONS INC    k  (Month/Day/Year)  UNA INNOVATIONS INC    rst)  (Middle)  03/16/2009  4. Relationship of Reporting Person(s) to Issuer    CIRCLE, SUITE  (Check all applicable)    reet) Director 10% Owner    _XOfficer Other  (give title below)    rAÂ 24015  Table I - Non-Derivative Securities Ber    ate)  (Zip)  Table I - Non-Derivative Securities Ber    2. Amount of Securities  3.  4. Nat    Beneficially Owned  Ownership  Owner    (Instr. 4)  Form:  (Instr.    Direct (D)  or Indirect  (I)    or a separate line for each class of securities beneficially  SEC 1473 (7-02)    Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a  SEC 1473 (7-02)	

#### Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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		4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership
	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I)	(Instr. 5)

3235-0104

January 31,

2005

0.5

Number:

Expires:

response...

Estimated average burden hours per

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(Insta 5)

						(Instr. 5)	
Stock Option (Right to Buy / Non-Qualified)	(1)	11/01/2013	Common Stock	28,262	\$ 0.3538	D	Â
Stock Option (Right to Buy)	(2)	11/11/2015	Common Stock	56,524	\$ 1.769	D	Â
Stock Option (Right to Buy)	( <u>3)</u>	02/08/2016	Common Stock	28,262	\$ 1.769	D	Â
Stock Option (Right to Buy)	(4)	01/25/2017	Common Stock	1,500	\$ 3.67	D	Â
Stock Option (Right to Buy)	(5)	02/27/2017	Common Stock	15,000	\$ 3.69	D	Â
Stock Option (Right to Buy / Non-Qualified)	(6)	11/13/2017	Common Stock	23,816	\$ 5.73	D	Â
Employee Stock Option (Right to Buy)	(6)	11/13/2017	Common Stock	51,184	\$ 5.73	D	Â
Stock Option (Right to Buy / Non-Qualified)	(7)	02/24/2019	Common Stock	83,372	\$ 1.7	D	Â
Stock Option (Right to Buy)	(7)	02/24/2019	Common Stock	41,628	\$ 1.7	D	Â

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships					
r o	Director	10% Owner	Officer	Other		
Froggatt Mark 1 RIVERSIDE CIRCLE, SUITE 400 ROANOKE, VA 24015	Â	Â	Chief Technology Officer	Â		

# Signatures

/s/ Talfourd H.	06/05/2009		
Kemper, Jr.	00/05/2009		
<u>**</u> Signature of Reporting Person	Date		

### **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)  $\frac{25\%}{\text{became exercisable one year from the vesting commencement date (11/01/2003)}}{\text{became exercisable at the rate of 1/48 per month thereafter}}$
- (2) 50% of the option shares became exercisable one year from the vesting commencement date (9/30/2005). The remaining option shares became exercisable at the rate of 1/36 per month thereafter.
- (3) 25% of the option shares became exercisable one year from the vesting commencement date (2/6/2006). The remaining option shares became exercisable at the rate of 1/36 per month thereafter.

(4)

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40% of the option shares became exercisable two years from the vesting commencement date (11/16/2006). The remaining option shares became exercisable at the rate of 1/60 per month thereafter.

- (5)  $\frac{40\%}{1000}$  of the option shares became exercisable two years from the vesting commencement date (2/27/2007). The remaining option shares become exercisable at the rate of 1/60th per month thereafter.
- (6)  $\frac{40\%}{\text{become exercisable two years from the vesting commencement date (11/13/2007)}}{\text{become exercisable at the rate of 1/60th per month thereafter}}$
- (7)  $\frac{40\%}{1000}$  of the option shares become exercisable two years from the vesting commencement date (2/24/2009). The remaining option shares become exercisable at the rate of 1/60th per month thereafter.

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.