

# SECURITIES & EXCHANGE COMMISSION EDGAR FILING

## LIGHTPATH TECHNOLOGIES INC

**Form: 8-K**

**Date Filed: 2020-02-26**

Corporate Issuer CIK: 889971

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K**

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

February 24, 2020

Date of Report (Date of earliest event reported)

**LIGHTPATH TECHNOLOGIES, INC.**

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of  
incorporation or organization)

000-27548

(Commission File Number)

86-0708398

(I.R.S. Employer  
Identification Number)

2603 Challenger Tech Court, Suite 100

Orlando, Florida 32826

(Address of principal executive office, including zip code)

(407) 382-4003

(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Securities registered pursuant to Section 12(b) of the Act:**

<b>Title of each class</b>	<b>Trading Symbol(s)</b>	<b>Name of each exchange on which registered</b>
Class A Common Stock, par value \$0.01	LPTH	The Nasdaq Stock Market, LLC

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards providing pursuant to Section 13(a) of the Exchange Act.

**Item 8.01. Other Events.**

As previously disclosed by LightPath Technologies, Inc. (the "Company") on that certain Current Report on Form 8-K filed on July 18, 2019 with the U.S. Securities and Exchange Commission (the "SEC"), on July 15, 2019, the Company received a written notice (the "Initial Notice") from the Listing Qualifications department of The Nasdaq Stock Market LLC ("Nasdaq") indicating that the Company was not in compliance with Nasdaq Listing Rule 5550(a)(2), which requires a minimum closing bid price of \$1.00 per share of the Company's Class A common stock (the "Minimum Bid Price Requirement"). The Initial Notice provided the Company 180 calendar days, or until January 13, 2020, to regain compliance with Nasdaq Listing Rule 5550(a)(2).

Further, as previously disclosed by the Company on that certain Current Report on Form 8-K filed on January 16, 2020 with the SEC, on January 14, 2020, the Company received a written notice from the Listing Qualifications department of Nasdaq that the Company had been granted an additional 180 calendar days, or until July 13, 2020, to regain compliance with the Minimum Bid Price Requirement.

On February 24, 2020, the Company received a letter (the "Compliance Letter") from the Listing Qualifications department of Nasdaq notifying the Company that it has regained compliance with the Minimum Bid Price Requirement. The Compliance Letter noted that (i) the Company's Class A common stock had a closing bid price of at least \$1.00 for a minimum of ten consecutive trading days from February 7, 2020 to February 21, 2020, and (ii) the Company has regained compliance with the Minimum Bid Price Requirement. Accordingly, Nasdaq considers the matter closed.

On February 26, 2020, the Company issued a press release with respect to regaining compliance with the Minimum Bid Price Requirement, a copy of which is attached as Exhibit 99.1 and is incorporated herein by reference.

**Item 9.01. Financial Statements and Exhibits.**

(d)

<b>Exhibit No.</b>	<b>Description</b>
<a href="#">99.1</a>	Press Release of LightPath Technologies, Inc., dated February 26, 2020

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this Report to be signed in its behalf by the undersigned, thereunto duly authorized.

LIGHTPATH TECHNOLOGIES, INC.

Dated: February 26, 2020

By: /s/ Donald O. Retreage, Jr.

*Donald O. Retreage, Jr.,  
Chief Financial Officer*

---

For Immediate Release

## LightPath Technologies Regains Compliance with Nasdaq Minimum Bid Price Listing Requirement

ORLANDO, FL – February 26, 2020 – [LightPath Technologies, Inc.](#) (NASDAQ: LPTH) (“LightPath,” the “Company,” or “we”), a leading vertically integrated [global manufacturer, distributor](#) and [integrator](#) of [proprietary optical and infrared components](#) and [high-level assemblies](#), today announced that it has received a letter dated February 24, 2020 from The Nasdaq Stock Market LLC (“Nasdaq”) notifying the Company that it has regained compliance with the minimum bid price requirement under Nasdaq Listing Rule 5550(a)(2) (the “Bid Price Rule”).

The letter noted that (i) the Company’s Class A common stock had a closing bid price of at least \$1.00 for a minimum of ten consecutive trading days from February 7, 2020 to February 21, 2020, and (ii) the Company has regained compliance with the Bid Price Rule. Accordingly, Nasdaq considers the matter closed.

### About LightPath Technologies

LightPath Technologies, Inc. (NASDAQ: LPTH) is a leading global, vertically integrated provider of optics, photonics and infrared solutions for the industrial, commercial, defense, telecommunications, and medical industries. LightPath designs, manufactures, and distributes proprietary optical and infrared components including molded glass aspheric lenses and assemblies, infrared lenses and thermal imaging assemblies, fused fiber collimators, and proprietary [Black Diamond](#)<sup>™</sup> (“BD6”) chalcogenide-based glass lenses. LightPath also offers custom optical assemblies, including full engineering design support. The Company is headquartered in Orlando, Florida, with manufacturing and sales offices in Latvia and China.

LightPath’s wholly-owned subsidiary, [ISP Optics Corporation](#), manufactures a full range of infrared products from high performance MWIR and LWIR lenses and lens assemblies. ISP’s infrared lens assembly product line includes athermal lens systems used in cooled and un-cooled thermal imaging cameras. Manufacturing is performed in-house to provide precision optical components including spherical, aspherical and diffractive coated infrared lenses. ISP’s optics processes allow it to manufacture its products from all important types of infrared materials and crystals. Manufacturing processes include CNC grinding and CNC polishing, diamond turning, continuous and conventional polishing, optical contacting and advanced coating technologies.

---

For more information on LightPath and its businesses, please visit [www.lightpath.com](http://www.lightpath.com).

#### **Forward-Looking Statements**

*This news release includes statements that constitute forward-looking statements made pursuant to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995, including statements regarding our ability to expand our presence in certain markets, future sales growth, continued improvements in our financial results, and implementation of new distribution channels. This information may involve risks and uncertainties that could cause actual results to differ materially from such forward-looking statements. Factors that could cause or contribute to such differences include, but are not limited to, factors detailed by LightPath Technologies, Inc. in its public filings with the Securities and Exchange Commission, including its most recent Annual Report on Form 10-K. Except as required under the federal securities laws and the rules and regulations of the Securities and Exchange Commission, we do not have any intention or obligation to update publicly any forward-looking statements, whether as a result of new information, future events or otherwise.*

#### **Contacts:**

Jim Gaynor, President & CEO  
LightPath Technologies, Inc.  
Tel: 407-382-4003  
[jgaynor@lightpath.com](mailto:jgaynor@lightpath.com)

Donald O. Retreage, Jr., CFO  
LightPath Technologies, Inc.  
Tel: 407-382-4003 x329  
[dretreage@lightpath.com](mailto:dretreage@lightpath.com)

Jordan Darrow  
Darrow Associates  
Tel: 512-551-9296  
[jdarrow@darrowir.com](mailto:jdarrow@darrowir.com)

---