

LIGHTPATH TECHNOLOGIES INC  
Form 8-K  
March 24, 2011

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 8-K**

**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

**Date of Report: March 24, 2011**  
**(Date of earliest event reported)**

**LightPath Technologies Inc.**  
**(Exact name of registrant as specified in its charter)**

**FL**  
**(State or other jurisdiction**  
**of incorporation) 000-27548**  
**(Commission File Number) 86-0708398**

**(IRS Employer**  
**Identification Number)**  
**2603 Challenger Tech CT #100**  
**(Address of principal executive offices) 32826**  
**(Zip Code)**  
**407-382-4003**  
**(Registrant's telephone number, including area code)**

**Not Applicable**  
**(Former Name or Former Address, if changed since last report)**

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))

o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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**Item 8.01. Other Events**

The Registrant issued a press release on March 24, 2011 announcing two new distributors in China. A copy of the release is attached as exhibit 99.1 to this filing.

**Item 9.01. Financial Statements and Exhibits**

**(a) Financial statements:**

None

**(b) Pro forma financial information:**

None

**(c) Shell company transactions:**

None

**(d) Exhibits**

99.1 Press Release of LightPath Technologies Inc. dated March 24, 2011

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**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: March 24, 2011

**LIGHTPATH TECHNOLOGIES INC.**

By: /s/ Dorothy M Cipolla

Dorothy M Cipolla

*CFO*

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**Exhibit Index** **Exhibit No.** **Description** 99.1 Press Release of LightPath Technologies Inc. dated March 24, 2011