LUNA INNOVATIONS INC

Form 4/A

September 04, 2008

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

OMB Number:

3235-0287

0.5

Check this box if no longer

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005

OMB APPROVAL

subject to Section 16. Form 4 or Form 5

obligations

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

Estimated average burden hours per response...

may continue. See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Backus John G

2. Issuer Name and Ticker or Trading

Issuer

below)

Symbol

LUNA INNOVATIONS INC

(Check all applicable)

5. Relationship of Reporting Person(s) to

[LUNA]

(Last)

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

X_ Director Officer (give title

10% Owner Other (specify

C/O LUNA INNOVATIONS INCORPORATED, 1 RIVERSIDE

(Street)

CIRCLE, SUITE 400

4. If Amendment, Date Original

(Instr. 8)

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

(Month/Day/Year)

04/01/2008

04/03/2008

Applicable Line) _X_ Form filed by One Reporting Person

(Instr. 4)

Form filed by More than One Reporting

ROANOKE, VA 24016

(City) (State) (Zip)

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

1.Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D)

(Instr. 3, 4 and 5)

5. Amount of Securities Beneficially Owned

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership

(Instr. 4)

(A)

Code V Amount (D) Price

Following Reported Transaction(s)

(Instr. 3 and 4)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

(Month/Day/Year)

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

Edgar Filing: LUNA INNOVATIONS INC - Form 4/A

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exer	cisable and	7. Title and A	Amount of	8. Pr
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionDerivative		Expiration Date		Underlying Securities		Deriv
Security	or Exercise		any	Code	Securities	(Month/Day/Year)		(Instr. 3 and 4)		Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A)					(Inst
	Derivative				or Disposed o	f				
	Security				(D)					
	•				(Instr. 3, 4,					
					and 5)					
				C 1 W	(A) (D	. . .	E	m: .1		
				Code V	(A) (D	·	Expiration	Title	Amount	
						Exercisable	Date		or	
									Number	
									of Shares	
Stock								Common		
	<u>(1)</u>	04/01/2008		C	416.13	(2)	(3)		416.13	\$ 7.
Unit								Stock		

Reporting Owners

Reporting Owner Name / Address

Director

Director

Director

Director

Director

Director

Officer

Other

A

State of the state of th

Signatures

/s/ Kevin W. Holt, Attorney-In-Fact 09/04/2008

**Signature of Reporting Person Date

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 registrant's common stock on a 1-for-1 basis.
- (2) See Exhibit 1.
- (3) Stock Units are issuable under the registrant's 2006 Equity Incentive Plan, which expires June 6, 2016.

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