

ARCH HILL CAPITAL NV

Form 4

March 05, 2008

**FORM 4**
**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
See Instruction  
1(b).

**STATEMENT OF CHANGES IN 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

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
ARCH HILL CAPITAL NV

2. Issuer Name **and** Ticker or Trading  
Symbol  
LITHIUM TECHNOLOGY CORP  
[LTHU]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/28/2008

\_\_\_\_ Director \_\_\_\_X\_\_\_\_ 10% Owner  
\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

PARKWEG 2, 2585  
JJ'S-GRAVENHAGE

(Street)

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

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_ Form filed by One Reporting Person  
\_X\_ Form filed by More than One Reporting  
Person

P7

(City) (State) (Zip)

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

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of Indirect<br>Beneficial Ownership<br>(Instr. 4)        |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------|
| Common<br>Stock                       |                                         |                                                             |                                      | (A)<br>or<br>(D) Price                                                  | 148,568,284                                                                                                        | I                                                                       | Held by Stichting<br>Gemeensch-appelij<br>Bezit LTC <sup>(1)</sup> |
| Common<br>Stock                       |                                         |                                                             |                                      |                                                                         | 40,718,526                                                                                                         | D                                                                       |                                                                    |
| Common<br>Stock                       | 02/28/2008                              |                                                             | P V                                  | 302,714,400 A                                                           | \$ 0<br><u>(2)</u>                                                                                                 | 302,714,400 D                                                           |                                                                    |

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

**Persons who respond to the collection of  
information contained in this form are not**

SEC 1474  
(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)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |     | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |                    |                 |                                  |
|-----------------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|--------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|-----|---------------------------------------------------------------------|--------------------|-----------------|----------------------------------|
|                                                     |                                                                       |                                         |                                                             | Code                                    | V                                                                                                            | (A)                                                            | (D) | Date<br>Exercisable                                                 | Expiration<br>Date | Title           | Amount of<br>Number of<br>Shares |
| Series C<br>Preferred<br>Stock                      | \$ 0.1                                                                | 11/28/2007                              | 11/28/2007                                                  | P                                       |                                                                                                              | 11,280                                                         |     | 11/28/2007                                                          | 11/28/2008         | Common<br>Stock | 28,200                           |
| Series B<br>Preferred<br>Stock                      | \$ 0                                                                  |                                         |                                                             |                                         |                                                                                                              |                                                                |     | 10/21/2005                                                          | 10/21/2007         | Common<br>Stock | 264,103                          |
| Warrants                                            | \$ 0.38                                                               |                                         |                                                             |                                         |                                                                                                              |                                                                |     | 10/21/2005                                                          | 10/21/2010         | Common<br>Stock | 2,205,                           |
| Warrants                                            | \$ 0.0625                                                             |                                         |                                                             |                                         |                                                                                                              |                                                                |     | 08/30/2004                                                          | 08/30/2008         | Common<br>Stock | 17,050                           |
| Warrants                                            | \$ 0.075                                                              |                                         |                                                             |                                         |                                                                                                              |                                                                |     | 08/30/2004                                                          | 08/30/2008         | Common<br>Stock | 17,050                           |
| Warrants                                            | \$ 0.0625                                                             |                                         |                                                             |                                         |                                                                                                              |                                                                |     | 08/30/2004                                                          | 08/30/2008         | Common<br>Stock | 18,400                           |
| Warrants                                            | \$ 0.075                                                              |                                         |                                                             |                                         |                                                                                                              |                                                                |     | 08/30/2004                                                          | 08/30/2008         | Common<br>Stock | 18,400                           |
| Warrants                                            | \$ 2                                                                  |                                         |                                                             |                                         |                                                                                                              |                                                                |     | 04/13/2004                                                          | 04/13/2009         | Common<br>Stock | 1,500,                           |
| Warrants                                            | \$ 2.4                                                                |                                         |                                                             |                                         |                                                                                                              |                                                                |     | 04/13/2004                                                          | 04/13/2009         | Common<br>Stock | 9,889,                           |

## Reporting Owners

| Reporting Owner Name / Address                                                   | Relationships |           |         |       |
|----------------------------------------------------------------------------------|---------------|-----------|---------|-------|
|                                                                                  | Director      | 10% Owner | Officer | Other |
| ARCH HILL CAPITAL NV<br>PARKWEG 2<br>2585 JJ'S-GRAVENHAGE<br>P7                  |               | X         |         |       |
| Stichting Gemeenschappelijk Bezit LTC<br>PARKWEG 2<br>2585 JJ'S-GRAVENHAGE<br>P7 |               | X         |         |       |

## Signatures

/s/ C. van den Berg 03/04/2008

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) Held by Stichting Gemeenschappelijk Bezit LTC, an entity controlled by Arch Hill Capital, NV.  
On February 28, 2008, the Issuer, GAIA Akkumulatorenwerke GmbH ("GAIA"), Arch Hill Ventures N.V., Arch Hill Real Estate N.V. and Arch Hill Capital N.V. (collectively, the "Debtholders") executed a Debt Settlement Agreement dated February 27, 2008. Pursuant to the Agreement \$5,773,707 of debt owed by LTC and GAIA to the Debtholders was settled. LTC agreed to issue to Arch Hill Capital N.V. 302,714,400 shares of LTC common stock in full and complete settlement of the Debt (the "Debt Settlement").
- (2)

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.