

LUNA INNOVATIONS INC  
 Form 3  
 June 05, 2009

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**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 * Å Froggatt Mark (Last) (First) (Middle)  1 RIVERSIDE CIRCLE, SUITE 400 (Street)  ROANOKE, Å VA Å 24015 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 03/16/2009	3. Issuer Name and Ticker or Trading Symbol LUNA INNOVATIONS INC [LUNA]	4. Relationship of Reporting Person(s) to Issuer  (Check all applicable)  <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Chief Technology Officer	5. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
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**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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**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)  Date Exercisable      Expiration Date	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)  Title      Amount or Number of Shares	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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(Instr. 5)

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

## Reporting Owners

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

## Signatures

/s/ Talfourd H.  
Kemper, Jr. 06/05/2009

\*\*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) 25% of the option shares became exercisable one year from the vesting commencement date (11/01/2003). The remaining option shares 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) 40% 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) 40% of the option shares become exercisable two years from the vesting commencement date (11/13/2007). The remaining option shares become exercisable at the rate of 1/60th per month thereafter.
- (7) 40% 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.

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