

# FORM 4

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

OMB APPROVAL	
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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person LaPenta Robert V Jr		2. Issuer Name and Ticker or Trading Symbol Revolution Lighting Technologies, Inc. [RVLT]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)						
(Last) (First) (Middle) C/O ASTON CAPITAL, 177 BROAD ST., 12TH FLOOR		3. Date of Earliest Transaction (Month/Day/Year) 12/01/2014								
(Street) STAMFORD, CT 06901		4. 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						
(City) (State) (Zip)		<b>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b>								
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)				Price
Common Stock, par value \$0.001 per share	12/01/2014		C		28,092,176	A	(1)	75,045,868 (1)	I	By limited liability company (6)
Common Stock, par value \$0.001 per share	12/01/2014		P		8,207,995	A	(1)	83,253,863 (1)	I	By limited liability company (6)

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

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Series B Convertible Preferred Stock, par value \$0.001	\$ 0.13	12/01/2014		C			2	(2)	(2)	Common Stock, par value \$0.001 per share	153 (2)	\$ 0	0	I	By limited liability company (6)
Series C Convertible Preferred Stock, par value \$0.001	\$ 0.6889	12/01/2014		C		10,224			05/15/2013	Common Stock, par value \$0.001 per share	15,444,912 (3)	\$ 0	0	I	By limited liability company (6)
Series E Convertible Redeemable Preferred Stock, par \$0.001	\$ 1.17	12/01/2014		C		5,000			05/15/2013	Common Stock, par value \$0.001 per share	4,441,025 (4)	\$ 0	0	I	By limited liability company (6)
Series G Convertible Redeemable Preferred Stock, par \$0.001										Common Stock, par value \$0.001 per share	8,207,995 (5)	\$ 0	0	I	By limited liability company (6)

Redeemable Preferred Stock, par \$0.001	\$ 2.3	12/01/2014		C		18,000	(5)	(5)	par value \$0.001 per share	8,200,000 (5)	\$ 0	0	I	liability company (6)
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LaPenta Robert V Jr C/O ASTON CAPITAL 177 BROAD ST., 12TH FLOOR STAMFORD, CT 06901	X	X		

## Signatures

/s/ Robert V. LaPenta, Jr.	12/03/2014
<small>Signature of Reporting Person</small>	<small>Date</small>

## 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).

Pursuant to the Exchange Agreement dated November 25, 2014 (the "Exchange Agreement") between Revolution Lighting Technologies, Inc. (the "Issuer") and RVL 1 LLC ("RVL") and the certificate of designations relating to each outstanding series of preferred stock of the Issuer, on December 1, 2014, RVL converted each such series of preferred stock, including accrued but unpaid dividends thereon, as applicable, into an aggregate of 28,092,176 shares of common stock, par value \$0.001 per share, of the Issuer (the "Common Stock"). As consideration for RVL's conversion of preferred stock and the extinguishment of all rights relating thereto under the applicable certificate of designations, the Issuer issued to RVL 8,207,995 additional shares of Common Stock. As of December 1, 2014, Aston Capital, LLC ("Aston") held directly 800,000 shares of the Company's restricted Common Stock.

Pursuant to the Exchange Agreement and the Certificate of Designations, Preferences and Rights relating to the Series B Convertible Preferred Stock, par value \$0.001 per share, of the Issuer (the "Series B Stock"), on December 1, 2014, RVL converted two outstanding shares of Series B Stock into 153 shares of Common Stock. Such shares of Series B Stock had become convertible immediately upon issuance and had no expiration date.

Pursuant to the Exchange Agreement and the Certificate of Designations, Preferences and Rights relating to the Series C Senior Convertible Preferred Stock, par value \$0.001 per share, of the Issuer (the "Series C Stock"), on December 1, 2014, RVL converted 10,224 outstanding shares of Series C Stock, plus 416 shares of Series C Stock representing accrued but unpaid dividends thereon, into 15,444,912 shares of Common Stock. Such shares of Series C Stock had no expiration date.

Pursuant to the Exchange Agreement and the Certificate of Designations, Preferences and Rights relating to the Series E Convertible Redeemable Preferred Stock, par value \$0.001 per share, of the Issuer (the "Series E Stock"), on December 1, 2014, RVL converted 5,000 outstanding shares of Series E Stock, plus 196 shares of Series E Stock representing accrued but unpaid dividends thereon, into 4,441,025 shares of Common Stock. Such shares of Series E Stock had no expiration date.

Pursuant to the Exchange Agreement and the Certificate of Designations, Preferences and Rights relating to the Series G Senior Convertible Redeemable Preferred Stock, par value \$0.001 per share, of the Issuer (the "Series G Stock"), on December 1, 2014, RVL elected to convert 18,000 outstanding shares of Series G Stock, plus 874 shares of Series G Stock representing accrued but unpaid dividends thereon, into 8,206,086 shares of Common Stock. Such shares of Series G Stock had become convertible immediately upon issuance and had no expiration date.

Aston is the managing member of RVL and may be deemed to possess the power to vote and to direct the disposition of the securities of the Issuer beneficially owned by RVL and may be deemed to beneficially own such securities. The Robert V. LaPenta Jr. 2012 Trust (the "Trust") is a member of RVL. Mr. LaPenta, Jr. is an officer of RVL, a member and officer of Aston, a trustee and the beneficiary of the Trust and may be deemed to beneficially own the securities of the Issuer held by RVL and Aston. Mr. LaPenta, Jr.'s interest in the securities reported herein is limited to the extent of his pecuniary interest, if any.

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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