

Misra Mohan
Form 4
August 07, 2009

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, 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 *
Misra Mohan

2. Issuer Name and Ticker or Trading Symbol
Ascent Solar Technologies, Inc.
[ASTI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
06/29/2009

Director 10% Owner
 Officer (give title below) Other (specify below)
Chief Strategy Officer

C/O ASCENT SOLAR TECHNOLOGIES, INC., 12300 GRANT STREET

(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
 Form filed by More than One Reporting Person

THORNTON, CO 80241

(City) (State) (Zip)

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

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 Ownership (Instr. 4)
Common Stock	08/01/2009		M	50,000 A	435,000 ⁽²⁾	D	
Common Stock					806,000 ⁽³⁾	I	By ITN Energy Systems, Inc.

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 Underlying (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Restricted Stock Unit	(4)	06/29/2009		A	100,000	08/01/2009 ⁽⁵⁾	(4)	Common Stock
Restricted Stock Unit	(4)	08/01/2009		M	50,000 ⁽⁵⁾	08/01/2009 ⁽⁵⁾	(4)	Common Stock
Common Stock Option	\$ 3.17					01/01/2010 ⁽⁶⁾	12/02/2018	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Misra Mohan C/O ASCENT SOLAR TECHNOLOGIES, INC. 12300 GRANT STREET THORNTON, CO 80241	X	X	Chief Strategy Officer	

Signatures

David C. Wang, as attorney-in-fact for Mohan Misra
08/07/2009

**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) Represents the portion of an award of restricted stock units granted under the Issuer's 2008 Restricted Stock Plan on June 29, 2009, and that vested on August 1, 2009.
- (2) Dr. Misra also holds vested options to purchase 70,000 shares of common stock.
- (3) Dr. Misra indirectly owns 806,000 shares held by ITN Energy Systems, Inc., which is 100% owned by Inica, Inc., a Colorado corporation that is wholly owned by Dr. Misra and an immediate family member.
- (4) Each restricted stock unit represents a contingent right to receive one share of common stock.
- (5) Of the 100,000 restricted stock units comprising the award, 50,000 vest on August 1, 2009 and 50,000 vest on August 1, 2010.

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- (6) The options vest in the following amounts on the following dates: 20,000 on January 1, 2010; 20,000 on January 1, 2011; and 20,000 on January 1, 2012.

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.