

LITHIUM TECHNOLOGY CORP

Form 8-K

December 10, 2012

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of The
Securities Exchange Act of 1934

Date of report (Date of earliest event reported): Dec 3, 2012

LITHIUM TECHNOLOGY CORPORATION
(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation)

1-10446
(Commission
File Number)

13-3411148
(IRS Employer
Identification No.)

10379B Democracy Lane,
Fairfax, Virginia
(Address of Principal
Executive Offices)

22030
(Zip Code)

Our telephone number, including area code: (571) 207-9058

Not Applicable
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of us under any of the following provisions (see General Instruction A.2. below):

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

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- o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 3.02 Unregistered Sales of Equity Securities

On December 3, 2012, Lithium Technology Corporation ("LTC" or the "Company") received the formal request from its existing investor Stichting Gemeenschappelijk Bezit LTC, The Hague, The Netherlands, an affiliated party of Arch Hill Capital N.V., The Hague, The Netherlands, (together the "Investors") to convert certain convertible notes in their possession into common shares. As a result of the conversion, the Company issued 531,753,263 common shares to Stichting Gemeenschappelijk Bezit LTC (see Sec 5.01 below).

Item 5.01 Changes of Control in Registrant

On December 3, 2012, LTC received the formal request from its existing investor Stichting Gemeenschappelijk Bezit LTC, The Hague, The Netherlands, an affiliated party of Arch Hill Capital N.V., The Hague, The Netherlands, (together the "Investors") to convert certain convertible notes in their possession into common shares. As a result of the conversion, shares controlled by the Investors now control 56.6% of the outstanding shares.

Item 5.02 Departure of Directors or Principal Officers; Election of Directors; Appointment
of Principal Officers

The Company received information confirming the death of Mr. Christiaan A. van den Berg, member of the Board of the Company.

Item 9.01 Financial Statements and Exhibits

99.1 See Exhibit below.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, we have duly caused this report to be signed on our behalf by the undersigned hereunto duly authorized.

Date: December 7, 2012

LITHIUM TECHNOLOGY
CORPORATION
(Registrant)

By: /s/Martin Koster
Martin Koster
Chief Executive Officer
