

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	
OMB Number:	3235-0287
Expires:	November 30, 2011
Estimated average burden hours per response...	0.5

(Print or Type Responses)

1. Name and Address of Reporting Person * DePalma James		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 checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)			
(Last) (First) (Middle) C/O ASTON CAPITAL, LLC, 177 BROAD STREET		3. Date of Earliest Transaction (Month/Day/Year) 05/15/2013					
(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)		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 Indirect Beneficial Ownership (Instr. 4)
Common Stock, par value \$0.001 per share					115,000	D	
Common Stock, par value, \$0.001 per share	05/15/2013		A	500,000 (1)	A \$ 0 46,653,692 (2)	I	By limited liability company (2)

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

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SEC 1474
(9-02)


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							(3)	(3)	Common Stock, par value \$0.001 per share	153 (3)		2 (3)	I	By limited liability company (2)
Series C Convertible Preferred Stock, par value \$0.001	\$ 0.6889							(4)	(4)	Common Stock, par value \$0.001 per share	14,515,894 (4)		10,000 (4)	I	By limited liability company (2)
Series E Convertible Redeemable Preferred Stock, par \$0.001	\$ 1.17							(5)	(5)	Common Stock, par value \$0.001 per share	4,273,504 (5)		5,000 (5)	I	By limited liability company (2)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DePalma James C/O ASTON CAPITAL, LLC 177 BROAD STREET STAMFORD, CT 06901	X	X		

Signatures

/s/ James A. DePalma	05/29/2013
 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) On May 15, 2013, Aston Capital, LLC ("Aston") received a grant of 500,000 shares of restricted stock with equal vesting over three years and the first such vesting date being September 25, 2013, pursuant to a management services agreement with the Company.
- As of May 15, 2013, RVL 1 LLC ("RVL") held directly (i) 46,153,692 shares of shares of common stock, par value \$0.001 (the "Common Stock"), (ii) 2 shares of Series B Convertible Preferred Stock, par value \$0.001 per share (the "Series B Stock"), (iii) 10,000 shares of Series C Convertible Preferred Stock, par value \$0.001 per share (the "Series C Stock") and (iv) 5,000 shares of Series E
- (2) Convertible Redeemable Preferred Stock, par value \$0.001 per share (the "Series E Stock"). As of May 15, 2013, Aston held directly 500,000 shares of restricted stock. Aston is the managing member of RVL. James A. DePalma is an officer of RVL and a member and officer of Aston and possesses the power to vote and to direct the disposition of the securities of the Company beneficially owned by Aston and RVL. Mr. DePalma's interest in the securities reported herein is limited to the extent of his pecuniary interest.
- (3) As of May 15, 2013, the 2 shares of Series B Stock are convertible into 153 shares of Common Stock at any time at the option of the holder, RVL, at a conversion of \$0.13 per share, subject to certain anti-dilution adjustments and have no expiration date.
- As of May 15, 2013, the 10,000 shares of Series C Stock are convertible into 14,515,894 shares of Common Stock at any time at the
- (4) option of the holder, RVL, at a conversion price of \$0.6889 per share, subject to certain anti-dilution adjustments and have no expiration date.
- (5) As of May 15, 2013, the 5,000 shares of Series E Stock are convertible into 4,273,504 shares of Common Stock at any time at the option of the holder, RVL, at a conversion price of \$1.17 per share, subject to certain anti-dilution adjustments and have no expiration date.

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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