

## FORM D

Notice of Exempt  
Offering of SecuritiesUNITED STATES SECURITIES  
AND EXCHANGE COMMISSION  
Washington, D.C.

## OMB APPROVAL

OMB Number: 3235-0076

Expires: June 30, 2012

Estimated Average burden hours  
per response: 4.0

## 1. Issuer's Identity

CIK (Filer ID Number)

0000917523

Previous Name(s)

☐ None

Nexus Lighting, Inc.

Entity Type

☒ Corporation☐ Limited Partnership☐ Limited Liability Company☐ General Partnership☐ Business Trust☐ Other

Name of Issuer

Revolution Lighting Technologies,  
Inc.SUPER VISION  
INTERNATIONAL INCJurisdiction of  
Incorporation/Organization

DELAWARE

Year of Incorporation/Organization

☒ Over Five Years Ago☐ Within Last Five Years  
(Specify Year)☐ Yet to Be Formed

## 2. Principal Place of Business and Contact Information

Name of Issuer

Revolution Lighting Technologies, Inc.

Street Address 1

177 Broad Street

Street Address 2

12th Floor

City

Stamford

State/Province/Country

CONNECTICUT

ZIP/Postal Code

06901

Phone No. of Issuer

203-504-1111

## 3. Related Persons

Last Name

Schafer

First Name

Charles

Middle Name

J.

Street Address 1

177 Broad Street

Street Address 2

12th Floor

City

Stamford

State/Province/Country

CONNECTICUT

ZIP/Postal Code

06901

Relationship:

☒

Executive Officer

☒

Director

☐

Promoter

Clarification of Response (if Necessary)

President and Chief Financial Officer

Last Name

LaPenta

First Name

Robert

Middle Name

V.

Street Address 1

Street Address 2

177 Broad Street		12th Floor	
City	State/Province/Country	ZIP/Postal Code	
Stamford	CONNECTICUT	06901	
Relationship:	<input checked="" type="checkbox"/> Executive Officer	<input checked="" type="checkbox"/> Director	<input type="checkbox"/> Promoter
Clarification of Response (if Necessary)			
Chief Executive Officer, Chairman of the Board			

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Last Name	First Name	Middle Name	
Basil Jr.	Robert	A.	
Street Address 1	Street Address 2		
177 Broad Street	12th Floor		
City	State/Province/Country	ZIP/Postal Code	
Stamford	CONNECTICUT	06901	
Relationship:	<input type="checkbox"/> Executive Officer	<input checked="" type="checkbox"/> Director	<input type="checkbox"/> Promoter
Clarification of Response (if Necessary)			

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Last Name	First Name	Middle Name	
DePalma	James	A.	
Street Address 1	Street Address 2		
177 Broad Street	12th Floor		
City	State/Province/Country	ZIP/Postal Code	
Stamford	CONNECTICUT	06901	
Relationship:	<input type="checkbox"/> Executive Officer	<input checked="" type="checkbox"/> Director	<input type="checkbox"/> Promoter
Clarification of Response (if Necessary)			

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Last Name	First Name	Middle Name	
Ingram	William	D.	
Street Address 1	Street Address 2		
177 Broad Street	12th Floor		
City	State/Province/Country	ZIP/Postal Code	
Stamford	CONNECTICUT	06901	
Relationship:	<input type="checkbox"/> Executive Officer	<input checked="" type="checkbox"/> Director	<input type="checkbox"/> Promoter
Clarification of Response (if Necessary)			

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Last Name	First Name	Middle Name
LaPenta Jr.	Robert	V.

Street Address 1

177 Broad Street

Street Address 2

12th Floor

City

Stamford

State/Province/Country

CONNECTICUT

ZIP/Postal Code

06901

Relationship:

☐ Executive Officer

☒ Director

☐ Promoter

Clarification of Response (if Necessary)

Last Name

McCarthy

First Name

Dennis

Middle Name

Street Address 1

177 Broad Street

Street Address 2

12th Floor

City

Stamford

State/Province/Country

CONNECTICUT

ZIP/Postal Code

06901

Relationship:

☐ Executive Officer

☒ Director

☐ Promoter

Clarification of Response (if Necessary)

Last Name

Virtue

First Name

Steven

Middle Name

G.

Street Address 1

177 Broad Street

Street Address 2

12th Floor

City

Stamford

State/Province/Country

CONNECTICUT

ZIP/Postal Code

06901

Relationship:

☐ Executive Officer

☒ Director

☐ Promoter

Clarification of Response (if Necessary)

#### 4. Industry Group

☐ Agriculture

☐ Banking & Financial Services

☐ Commercial Banking

☐ Insurance

☐ Investing

☐ Investment Banking

☐ Pooled Investment Fund

☐ Other Banking & Financial Services

☐ Business Services

☐ Energy

☐ Coal Mining

☐ Health Care

☐ Biotechnology

☐ Health Insurance

☐ Hospitals & Physicians

☐ Pharmaceuticals

☐ Other Health Care

☐ Manufacturing

☐ Real Estate

☐ Commercial

☐ Construction

☐ Retailing

☐ Restaurants

☐ Technology

☐ Computers

☐ Telecommunications

☐ Other Technology

☐ Travel

☐ Airlines & Airports

☐ Lodging & Conventions

☐ Tourism & Travel Services

☐ Other Travel

- ☐ Electric Utilities
 ☐ REITS & Finance
 ☐ Other Travel
- ☐ Energy Conservation
 ☐ Residential
 ☒ Other
- ☐ Environmental Services
 ☐ Other Real Estate
- ☐ Oil & Gas
- ☐ Other Energy

## 5. Issuer Size

### Revenue Range

- ☐ No Revenues  
☐ \$1 - \$1,000,000  
☐ \$1,000,001 - \$5,000,000  
☐ \$5,000,001 - \$25,000,000  
☐ \$25,000,001 - \$100,000,000  
☐ Over \$100,000,000  
☒ Decline to Disclose  
☐ Not Applicable

### Aggregate Net Asset Value Range

- ☐ No Aggregate Net Asset Value  
☐ \$1 - \$5,000,000  
☐ \$5,000,001 - \$25,000,000  
☐ \$25,000,001 - \$50,000,000  
☐ \$50,000,001 - \$100,000,000  
☐ Over \$100,000,000  
☐ Decline to Disclose  
☐ Not Applicable

## 6. Federal Exemption(s) and Exclusion(s) Claimed (select all that apply)

- ☐ Rule 504(b)(1) (not (i), (ii) or (iii))
 ☐ Rule 505
- ☐ Rule 504 (b)(1)(i)
 ☒ Rule 506
- ☐ Rule 504 (b)(1)(ii)
 ☐ Securities Act Section 4(6)
- ☐ Rule 504 (b)(1)(iii)
 ☐ Investment Company Act Section 3(c)

## 7. Type of Filing

- ☒ New Notice
 Date of First Sale 2013-08-22
☐ First Sale Yet to Occur
- ☐ Amendment

## 8. Duration of Offering

Does the Issuer intend this offering to last more than one year? ☐ Yes ☒ No

## 9. Type(s) of Securities Offered (select all that apply)

- ☐ Pooled Investment Fund Interests
 ☒ Equity
- ☐ Tenant-in-Common Securities
 ☐ Debt
- ☐ Mineral Property Securities
 ☐ Option, Warrant or Other Right to Acquire Another Security
- Security to be Acquired Upon  
☐ Exercise of Option, Warrant or Other Right to Acquire Security
 ☒ Other (describe)

Series F Convertible Redeemable Preferred Stock

## 10. Business Combination Transaction

Is this offering being made in connection with a business combination transaction, such as a merger, acquisition or exchange offer? ☒ Yes ☐ No

Clarification of Response (if Necessary)

**Relume Acquisition Company a wholly owned subsidiary of Revolution Lighting Technologies, ("Revolution") merged with and into Relume Technologies whereby Relume Technologies is now the surviving entity and wholly owned subsidiary of Revolution**

## 11. Minimum Investment

Minimum investment accepted from any outside investor \$  USD

## 12. Sales Compensation

Recipient	Recipient CRD Number	<input type="checkbox"/> None
<input type="text"/>	<input type="text"/>	
(Associated) Broker or Dealer	(Associated) Broker or Dealer CRD Number	<input type="checkbox"/> None
<input type="text"/>	<input type="text"/>	
Street Address 1	Street Address 2	
<input type="text"/>	<input type="text"/>	
City	State/Province/Country	ZIP/Postal Code
<input type="text"/>	<input type="text"/>	<input type="text"/>
State(s) of Solicitation	<input type="checkbox"/> All States	
<input type="text"/>		

## 13. Offering and Sales Amounts

Total Offering Amount \$  USD ☐ Indefinite

Total Amount Sold \$  USD

Total Remaining to be Sold \$  USD ☐ Indefinite

Clarification of Response (if Necessary)

**Amounts are approximate. In connection with the merger, Revolution sold 5,000 shares of Series F Preferred Stock to one investor and issued to Relume note holders and plan participants approx. 2.1 million shares of common stock**

## 14. Investors

☐ Select if securities in the offering have been or may be sold to persons who do not qualify as accredited investors, Number of such non-accredited investors who already have invested in the offering

Regardless of whether securities in the offering have been or may be sold to persons who do not qualify as accredited investors, enter the total number of investors who already have invested in the offering:

## 15. Sales Commissions & Finders' Fees Expenses

Provide separately the amounts of sales commissions and finders' fees expenses, if any. If the amount of an expenditure is not known, provide an estimate and check the box next to the amount.

Sales Commissions \$  USD ☐ Estimate

Finders' Fees \$  USD ☐ Estimate

Clarification of Response (if Necessary)

## 16. Use of Proceeds

Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to any of the persons required to be named as executive officers, directors or promoters in response to Item 3 above. If the amount is unknown, provide an estimate and check the box next to the amount.

\$  USD ☒ Estimate

Clarification of Response (if Necessary)

## Signature and Submission

Please verify the information you have entered and review the Terms of Submission below before signing and clicking SUBMIT below to file this notice.

### Terms of Submission

In submitting this notice, each Issuer named above is:

- Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, the information furnished to offerees.
- Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of the State in which the Issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against it in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.
- Certifying that the Issuer is not disqualified from relying on any Regulation D exemption it has identified in Item 6 above for one of the reasons stated in Rule 505(b)(2)(iii).

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

Issuer	Signature	Name of Signer	Title	Date
Revolution Lighting Technologies, Inc.	/s/ Charles Schafer	Charles Schafer	President and Chief Financial Officer	2013-09-02