

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 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
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(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) 12/20/2013			
(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			Code V	Amount (A) or (D) Price	225,000	D	
Common Stock, par value, \$0.001 per share					46,953,692 (1)	I (1)	By limited liability company (1)

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					(2) (2)	Common Stock, par value \$0.001 per share	153 (2)	2 (2)	I (1)	By limited liability company (1)
Series C Convertible Preferred Stock, par value \$0.001	\$ 0.6889	12/20/2013		J	224	(3) (3)	Common Stock, par value \$0.001 per share	14,841,050 (3) \$ 4,464.29	10,224 (3)	I (1)	By limited liability company (1)
Series E Convertible Redeemable Preferred Stock, par \$0.001	\$ 1.17					(4) (4)	Common Stock, par value \$0.001 per share	4,273,504 (4)	5,000 (4)	I (1)	By limited liability company (1)
Series F Convertible							Common Stock				By limited

Redeemable Preferred Stock, par \$0.001	\$ 4.5881							(5)	(5)	Stock, par value \$0.001 per share	1,089,776 (5)		5,000 (5)	I (1)	limited liability company (1)
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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		05/13/2014
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).
- As of May 13, 2014, RVL 1 LLC ("RVL") held directly (i) 46,153,692 shares of shares of common stock (the "Common Stock"), (ii) 2 shares of Series B Senior Convertible Preferred Stock (the "Series B Stock"), (iii) 10,224 shares of Series C Senior Convertible Preferred Stock (the "Series C Stock"), (iv) 5,000 shares of Series E Senior Convertible Redeemable Preferred Stock (the "Series E Stock") and (v) 5,000 shares of Series F Senior Convertible Redeemable Preferred Stock (the "Series F Stock"). As of May 13, 2014, Aston Capital, LLC ("Aston") held directly 800,000 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 RVL and Aston. Mr. DePalma's interest in the securities reported herein is limited to the extent of his pecuniary interest.
- (2) As of May 13, 2014, 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 price of \$0.13 per share, subject to certain anti-dilution adjustments and have no expiration date.
- On May 12, 2014, RVL received a grant of 224 shares of Series C Stock as a payment in kind dividend on 10,000 shares of Series C Stock owned on the record date of December 20, 2013. As of May 13, 2014, the 224 shares of Series C Stock are convertible into 325,156 shares of Common Stock at any time at the 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.
- (3) As of May 13, 2014, 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 and have no expiration date.
- (4) As of May 13, 2014, the 5,000 shares of Series F Stock are convertible into 1,089,776 shares of Common Stock at any time at the option of the holder, RVL, at a conversion price of \$4.5881 per share and have no expiration date.
- (5)

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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