

LITHIUM TECHNOLOGY CORP

Form 8-K

July 07, 2008

# SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 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): June 30, 2008

# LITHIUM TECHNOLOGY CORPORATION

(Exact Name of Registrant as Specified in Charter)

**Delaware**  
(State or Other Jurisdiction of  
Incorporation or Organization)

**1-10446**  
(Commission File Number)

**13-3411148**  
(IRS Employer

Identification No.)

5115 Campus Drive, Plymouth Meeting, PA

19462

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(Address of Principal Executive Offices)

(Zip Code)

Registrant's telephone number, including area code: (610) 940-6090

**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)
  
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Section 1 Registrant's Business and Operations**

**Item 1.01. Entry Into a Material Definitive Agreement.**

Lithium Technology Corporation (the Company) on June 30, 2008 closed a convertible debt financing with Fidessa Asset Management S.A. (the Lender) for a total of Euros 1.35 million (approximately U.S. \$2,132,865) (the Financing). The Company issued its convertible note dated June 30, 2008 (the Convertible Note) to the Lender in connection with the Financing. The Convertible Note is convertible into shares of Company common stock at \$0.10 per share. The Convertible Note accrues interest at 10% per annum and is due and payable on June 29, 2011. The Convertible Note will be secured by 50 million shares of Company common stock.

**Section 2 Financial Information**

**Item 2.03. Creation of a Direct Financial Obligation.**

See Item 1.01 above.

**Section 3 Securities and Trading Markets**

**Item 3.02. Unregistered Sales of Equity Securities.**

As described in Item 1.01 above, on June 30, 2008, the Company issued a Convertible Note to the Lender in a private transaction. The Company did not pay any underwriting discounts or commissions in connection with the issuance of the Convertible Note in this transaction. Issuance of the Convertible Note was exempt from registration under Section 4(2) of the Securities Act. The Convertible Note was issued to an accredited investor in a private transaction without the use of any form of general solicitation or advertising. The underlying securities are restricted securities subject to applicable limitations on resale.

**Section 9 Financial Statements and Exhibits**

**Item 9.01. Financial Statements and Exhibits**

(d) Exhibits

10.81 Form of Convertible Note dated June 30, 2008

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Date: July 7, 2008

LITHIUM TECHNOLOGY CORPORATION  
(Registrant)

By: /s/ Amir Elbaz  
Amir Elbaz  
Vice President, Chief Financial Officer and  
Treasurer