

Lightwave Logic, Inc.  
Form 4  
July 02, 2015

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Marcelli James S.

(Last) (First) (Middle)

1831 LEFTHAND CIRCLE, SUITE C

(Street)

LONGMONT, CO 80501

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
Lightwave Logic, Inc. [LWLG]

3. Date of Earliest Transaction  
(Month/Day/Year)

07/01/2015

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
President, COO

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**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 Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership Indirect Beneficial Ownership (Instr. 4) |     |       |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------------------------------------------------------|-----|-------|
|                                 |                                      |                                                    |                                | (A) or (D)                                                        | Code                                                                                | V                                                        | Amount                                                          | (D) | Price |

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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 | 2. Conversion or Exercise | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any | 4. Transaction Code | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Underlying (Instr. 3 a) |
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|--------------------------------------------------------------------|----------------------------------------------------------|--------------------------------------|
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|--------------------------------------------------------------------|----------------------------------------------------------|--------------------------------------|

Edgar Filing: Lightwave Logic, Inc. - Form 4

| (Instr. 3)                           | Price of Derivative Security | (Month/Day/Year) | (Instr. 8) Code  | (Instr. 3, 4, and 5) V (A) (D) | Date Exercisable | Expiration Date | Title                      |
|--------------------------------------|------------------------------|------------------|------------------|--------------------------------|------------------|-----------------|----------------------------|
| Employee Stock Option (Right to Buy) | \$ 1.75                      | 08/01/2008       | J <sup>(1)</sup> |                                | 1,050,000        | <sup>(2)</sup>  | 07/31/2015<br>Common Stock |
| Employee Stock Option (Right to Buy) | \$ 1.5                       | 06/18/2010       | J <sup>(1)</sup> |                                | 100,000          | <sup>(3)</sup>  | 07/31/2015<br>Common Stock |
| Employee Stock Option (Right to Buy) | \$ 0.7                       | 07/01/2015       | A                | 1,150,000                      | 07/01/2015       | 06/30/2025      | Common Stock               |

## Reporting Owners

| Reporting Owner Name / Address                                             | Relationships |           |                |       |
|----------------------------------------------------------------------------|---------------|-----------|----------------|-------|
|                                                                            | Director      | 10% Owner | Officer        | Other |
| Marcelli James S.<br>1831 LEFTHAND CIRCLE<br>SUITE C<br>LONGMONT, CO 80501 | X             |           | President, COO |       |

## Signatures

/s/ James S. Marcelli  
07/02/2015

\*\*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) These options were cancelled. The cancellation transaction was exempt under Section 16(b) pursuant to Rule 16b-3(e).
- (2) The option vested pursuant to the following schedule: The options vested quarterly over three years in equal installments of 87,500 shares per quarter beginning November 1, 2008.
- (3) The option vested pursuant to the following schedule: The options vested quarterly over two years in equal installments of 12,500 shares per quarter beginning August 1, 2010.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.