

Ascent Solar Technologies, Inc.
Form 4
January 16, 2008

FORM 4

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

OMB APPROVAL

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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 *
Nath Prem

(Last) (First) (Middle)

ASCENT SOLAR TECHNOLOGIES, INC., 8120 SHAFFER PARKWAY

(Street)

LITTLETON, CO 80127

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Ascent Solar Technologies, Inc. [ASTI]

3. Date of Earliest Transaction (Month/Day/Year)
01/14/2008

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)
Sr Vice Pres of Manufacturing

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) | | | 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|-----------------|---|--|-----------------------------------|
| | | | | Code | V | Amount or Price | | | |
| Common Stock | 01/14/2008 | | M | | | 3,333 | 3,333 | D | |
| Common Stock | 01/14/2008 | | S ⁽¹⁾ | | | 370 | \$ 2,963 | D | |
| Common Stock | 01/14/2008 | | S ⁽¹⁾ | | | 300 | \$ 2,663 | D | |
| Common Stock | 01/14/2008 | | S ⁽¹⁾ | | | 300 | \$ 2,363 | D | |
| Common Stock | 01/14/2008 | | S ⁽¹⁾ | | | 81 | 2,282 | D | |

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| | | | | | | | | |
|--------------|------------|--|------------------|-----|---|----------|-------|---|
| Common Stock | | | | | | \$ 22.06 | | |
| Common Stock | 01/14/2008 | | S ⁽¹⁾ | 62 | D | \$ 22.08 | 2,220 | D |
| Common Stock | 01/14/2008 | | S ⁽¹⁾ | 300 | D | \$ 22.1 | 1,920 | D |
| Common Stock | 01/14/2008 | | S ⁽¹⁾ | 300 | D | \$ 22.15 | 1,620 | D |
| Common Stock | 01/14/2008 | | S ⁽¹⁾ | 50 | D | \$ 22.16 | 1,570 | D |
| Common Stock | 01/14/2008 | | S ⁽¹⁾ | 300 | D | \$ 22.2 | 1,270 | D |
| Common Stock | 01/14/2008 | | S ⁽¹⁾ | 400 | D | \$ 22.31 | 870 | D |
| Common Stock | 01/14/2008 | | S ⁽¹⁾ | 100 | D | \$ 22.35 | 770 | D |
| Common Stock | 01/14/2008 | | S ⁽¹⁾ | 90 | D | \$ 22.37 | 680 | D |
| Common Stock | 01/14/2008 | | S ⁽¹⁾ | 680 | D | \$ 22.38 | 0 | D |

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.

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(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) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Common Stock Option | \$ 2.73 | 01/14/2008 | | M | 3,333 | 07/31/2007 ⁽²⁾ | 07/31/2016 | Common Stock | 3,333 |

(Right to Buy)

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Nath Prem ASCENT SOLAR TECHNOLOGIES, INC. 8120 SHAFFER PARKWAY LITTLETON, CO 80127 | | | Sr Vice Pres of Manufacturing | |

Signatures

David C. Wang, as attorney-in-fact for Prem Nath 01/16/2008

__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) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on October 4, 2007.
- (2) Of the remaining unvested options in this grant, options to purchase 33,333 shares vest on July 31, 2008, and options to purchase 33,334 shares vest on July 31, 2009.
- (3) Mr. Nath also holds the following securities: unvested options to purchase 66,667 shares of common stock that expire July 31, 2016; and unvested options to purchase 12,000 shares of common stock that expire on December 3, 2017.

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