SEC Form 4	
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## FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number: 3235-0287											
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

							011 00(11) 0	1 110			прану Аст	0. 10 10						
1. Name and Address of Reporting Person* SPIEGEL GARY					2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>LUNA INNOVATIONS INC</u> [LUNA ]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
SPIEGEL GARY														X Direct	or		10% O\	wner
(Last)	(Last) (First) (Middle)						3. Date of Earliest Transaction (Month/Day/Year) 05/24/2023							Officer below)	(give title		Other (: below)	specify
301 1ST STREET, SW SUITE 200				4. lf	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line)					
5011E 200													X Form filed by One Reporting Person					
(Street)	)KE V	Δ.	24011		-										filed by Mo		n One Repo	
		Π	24011				1065 1		Trana	t		lication						
Rule 10b5-1(c) Transaction Indication																		
(City)	(S	state)	(Zip)		Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.													
		Tab	le I - No	n-Deriv	vative	Se	curities	Aco	quired,	Dis	posed o	of, or Be	neficia	lly Owne	d			
1. Title of Security (Instr. 3) Date (Month/Date)						Execution Date,		Code (II	Transaction Disposed Of (D) (I Code (Instr. 5)				nd Securities Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
									Code	v	Amount	(A) ( (D)	Price	Reported Transaction(s) (Instr. 3 and 4)				(1150.4)
	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)	ative Conversion Date Execution Date, 1 rity or Exercise (Month/Day/Year) if any				ansaction of Derivative ode (Instr. Securities		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Secur (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s)		10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)			
					Code	v	(A)	(D)	Date Exercisab		Expiration Date	Title	Amount (Instr. 4) or Number of Shares		011(5)			

Explanation of Responses:

(1)

1. Stock Units are convertible into issuer's common stock on a 1-for-1 basis.

05/24/2023

2. This grant was awarded in connection with Mr. Spiegel's service a member of the board of directors, pursuant to the issuer's non-employee director compensation policy. The number of stock units awarded is equal to \$63,000 divided by \$8.87, the closing price of the issuer's stock on the Nasdaq Capital Market on May 24, 2023, the date of grant.

(3)

3. The stock units vest upon the earlier of the one year anniversary of the grant date or the issuer's annual meeting of stockholders and, subject to vesting, will become issuable in common stock of the issuer at the election of the Reporting Person upon the earliest to occur of the Reporting Person's termination of service, a change in control of the issuer, an unforeseeable emergency, or a fixed date selected by the Reporting Person. The stock units have no expiration date.

## Remarks:

Stock Units

> <u>/s/ Scott A. Graeff, Attorney-</u> <u>In-Fact</u> <u>05/</u>

7,102

\$<mark>0</mark>

Commor Stock

(3)

05/26/2023

34,555.6

D

\*\* Signature of Reporting Person Date

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

 $\ast$  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).

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7,102<sup>(2)</sup>

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.