

FAN JOHN C C
Form 4/A
June 05, 2009

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 *
FAN JOHN C C

2. Issuer Name and Ticker or Trading Symbol
KOPIN CORP [KOPN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
C/O KOPIN CORPORATION, 200
JOHN HANCOCK ROAD

3. Date of Earliest Transaction
(Month/Day/Year)
03/10/2009

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

President and CEO

(Street)
TAUNTON, MA 02780-7331

4. If Amendment, Date Original Filed(Month/Day/Year)
03/12/2009

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	03/10/2009		A ⁽¹⁾		4,472	A	\$ 0
Common Stock	03/10/2009		F ⁽²⁾		68,462	D	\$ 0
Common Stock	03/10/2009		F ⁽³⁾		5,600	D	\$ 1.72
Common Stock	03/10/2009		A ⁽⁴⁾		75,000	A	\$ 0
Common Stock	03/10/2009		A ⁽⁵⁾		50,000	A	\$ 0
							1,101,460
							1,032,998
							1,027,398
							1,102,398
							1,152,398 ⁽⁶⁾

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Amendment to Form 4 filed on March 12, 2009 to reflect grant of restricted stock that will vest upon reaching certain military product sales milestones.

- (6) Amount reflects total securities beneficially owned as of March 12, 2009, and does not include intervening transactions between that date and the filing date of this amendment.

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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