SEC F	form 4
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FORM 4

obligations may continue. See Instruction 1(b).

Check this box if no longer subject to Section 16. Form 4 or Form 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT (OF CHANGES	IN BENEFICIAL	OWNERSHIP
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

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			or Section 30(n) of the investment Company Act of 1940					
1. Name and Address of Reporting Person [*] Dalhouse Warner		*	2. Issuer Name and Ticker or Trading Symbol LUNA INNOVATIONS INC [LUNA]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
			[]	X	Director	10% Owner		
					Officer (give title	Other (specify		
		(Middle)	3. Date of Earliest Transaction (Month/Day/Year)		below)	below)		
C/O LUNA INNOVATIONS INCORPORATED		RPORATED	07/01/2010					
1 RIVERSIDE CIRCLE, SUITE 400		0						
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)				
(Street)				X	Form filed by One Report	ting Person		
ROANOKE	VA	24016			Form filed by More than C Person	One Reporting		
(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)	Transaction Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)			Derivative		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		(Instr. 4)		
(1)	07/01/2010		A		3,240.74		(2)	(2)	Common Stock	3,240.74	\$0.00	4,960.92	D	
	Conversion or Exercise Price of Derivative Security Date (Month/Day/Year) Execution Date, if any (Month/Day/Year) Transaction Code (Instr. 8) Very Very Code (Instr. 8)	2. Conversion or Exercise Price of Derivative Security 3. Transaction Date (Month/Day/Year) 3. Deemed Execution Date, (Month/Day/Year) 3. Deemed Execution Date, (Month/Day/Year) 4. Transaction Code (Instr. 8) 4. Code (Instr. 8) Code	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 A cquired (A) or Disposed of (D) (Instr. 3, 4 and 5) 2. Code V (A) (D)	2. Conversion or Exercise Price of 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 Exercise Expiration Date, (Month/Day/Year)	2. 3. Transaction 3A. Deemed 5. Number of 6. Date Exercisable and Conversion Date (Month/Day/Year) if any 4. Transaction Derivative (Month/Day/Year) if any (Month/Day/Year) 6. Date Exercisable and Derivative Securities Acquired (A) or Disposed 6. Date Exercisable and Derivative Security Code (Instr. 8) Instruments Code (Instr. 0 or Disposed of (D) (Instr. 3, 4 and 5) Date Expiration Date Code V (A) (D) Date Expiration	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 an of Security Underlyin Security (4) (I) 07/01/2010 0. 0. 0. Date Exercisable and Or Disposed of (D) (Instr. 3, 4 and 5) 6. Date Exercisable and Expiration Date (Month/Day/Year) 7. Title an of Security (4)	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 Derivative Scurities 5. Number of Derivative Scurities 6. Date Exercisable and Expiration Date (Month/Day/Year) 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) (h) 0.7/01/2010 0.0000 <	2. Conversion or Exercise Price of Derivative Security 3. Transaction Date (Month/Day/Year) 3. 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 Securities Underlying Derivative Security (Instr. 3 and 4) 8. Price of Derivative Security (Instr. 5) (I) 0.7/01/2010 0. 0. 0. Date Expiration Date Expiration Date 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) 8. Price of Derivative Security (Instr. 5) (I) 0. 0. Date Expiration Date Feature Security (Instr. 3) 8. Price of Derivative Security (Instr. 3) (I) 0.0 0. Date Expiration Expiration Date Amount or Number of Shares	Conversion or Exercise Price of Derivative Security Date (Month/Day/Year) Execution Date, if any (Month/Day/Year) Transaction Code (Instr. 8) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Expiration Date (Month/Day/Year) of Securities Underlying Derivative Security (Instr. 3 and 4) Derivative Security (Instr. 5) Derivative Security (Instr. 4) (I) 07/01/2010 A 3 240 74 (2) (2) Common 3 240 74 50 00 4 960 92	2. Conversion or Exercise Price of Derivative Security 3. Transaction Date (Month/Day/Year) 3. Deemed Execution Date, if any (Month/Day/Year) 4. Transaction Execution Date, if any (Month/Day/Year) 5. Number of Derivative Securities or Disposed of (D) (Instr. 3, 4 and 5) 6. Date Exercisable and Expiration Date (Month/Day/Year) 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) 8. Price of Derivative Security (Instr. 5) 9. Number of derivative Security (Instr. 4) 10. Ownership Form: Direct (D) or Infrect (I) (Instr. 4) (I) 0. 0. Date Expiration Date (Month/Day/Year) 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) 8. Price of Derivative Security (Instr. 4) 9. Number of derivative Security (Instr. 4) (I) 0. Date Expiration Date Expiration Date 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) 8. Price of Derivative Security (Instr. 4) 9. Number of derivative Security (Instr. 4)				

Explanation of Responses:

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

2. Stock units issued under the issuer's Non-Employee Director Deferred Compensation Plan in lieu of cash payment for director fees for the second quarter of 2010 in the amount of \$7,000. The Stock Units become issuable in common stock of the issuer at the election of the reporting person upon the reporting person's termination of service, a change of control of the issuer, an unforeseeable emergency, or a fixed date selected by the reporting person. The number of stock units granted was calculated using the closing price of the issuer's common stock as reported on the NASDAQ Global Market on July 1, 2010.

/s/ Talfourd H. Kemper, Jr., 07/06/2010 Attorney-In-Fact

Date

** Signature of Reporting Person

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

* 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).

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.