

SECURITIES AND EXCHANGE COMMISSION

FORM 3

Filing Date: **2013-01-11** | Period of Report: **2012-12-31**
SEC Accession No. [0001144204-13-001958](#)

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REPORTING OWNER

Schleck James G

CIK: **1566638**

Type: **3** | Act: **34** | File No.: **000-52247** | Film No.: **13525815**

Mailing Address
C/O CYALUME
TECHNOLOGIES HOLDINGS,
INC.
96 WINDSOR STREET
WEST SPRINGFIELD MA
01089

ISSUER

Cyalume Technologies Holdings, Inc.

CIK: **1335293** | IRS No.: **203200738** | State of Incorporation: **DE** | Fiscal Year End: **1231**

SIC: **3640** Electric lighting & wiring equipment

Mailing Address
96 WINDSOR STREET,
WEST SPRINGFIELD MA
01089

Business Address
96 WINDSOR STREET,
WEST SPRINGFIELD MA
01089
(413) 858-2500

FORM 3

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

OMB APPROVAL	
OMB Number:	3235-0104
Expires:	02/28/2011
Estimated average burden hours per response	0.5

INITIAL STATEMENT OF 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

1. Name and Address of Reporting Person <u>Schleck James G</u> (Last) (First) (Middle) <hr/> <u>96 WINDSOR STREET</u> (Street) <hr/> <u>WEST SPRINGFIELD, MA 01089</u> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>12/31/2012</u>	3. Issuer Name and Ticker or Trading Symbol <u>Cyalume Technologies Holdings, Inc. [CYLU]</u> <hr/> 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)	5. If Amendment, Date Original Filed (Month/Day/Year) _____	6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person
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Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
<u>Common Stock</u>	<u>2,655,934</u>	<u>I</u>	<u>By JFC Technologies, LLC</u>

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
<u>Incentive Stock Option (right to buy)</u>	<u>(1)</u>	<u>12/27/2022</u>	<u>Common Stock</u>	<u>200,000</u>	<u>\$1.5</u>	<u>D</u>	

Explanation of Responses:

1. The option vests in five equal annual installments beginning on December 27, 2013.

Signatures

/s/ James G. Schleck

** Signature of Reporting Person

01/11/2013

Date

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.