FORM 4	4
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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

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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 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting MARXE AUSTIN W & GR DAVID M		2. Issuer Name and Ticker or Trading Symbol LIGHTBRIDGE Corp [LTBR]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director Officer (give title below) <u>Other (specify below)</u>			
(Last) (First) C/O SPECIAL SITUATION MADISON AVENUE, SUIT	1	3. Date of Earliest Transaction (Month/Day/Year) 06/20/2011				ar)				
(Street) NEW YORK, NY 10022		4. If Amendmen	4. If Amendment, Date Original Filed(Month/Day/Year)				/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_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)	Date H (Month/Day/Year)	2A. Deemed Execution Date, if any Month/Day/Year)	Code	(A) or Disposed of (D) B (Instr. 3, 4 and 5) R			d of (D) 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D)	Beneficial Ownership
			Code	v	(A) or Amount (D) Price		Price		or Indirect (I) (Instr. 4)	(Instr. 4)
Common Stock	06/20/2011		Р		3,300 (2)	А	\$ 3.6973 (1)	1,282,774 (2)	I <u>(2)</u>	By Limited Partnerships (2)

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

SEC 1474 (9-02)

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 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)																			
1. Title of			3A. Deemed	4. Tromas atio	4	5. Numuk		6. Date Exer					9. Number of		11. Nature				
	Conversion		Execution Date, if					1				Derivative		Ownership					
Security	or Exercise	(Month/Day/Year)	any	Code	0	of		(Month/Day	/Year)	Unde	rlying	Security	Securities	Form of	Beneficial				
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)]	Deriv	ative					1		Secu	rities	(Instr. 5)	Beneficially	Derivative	Ownership
	Derivative				5	Secur	ities							(Instr	. 3 and		Owned	Security:	(Instr. 4)
	Security				1	Acqui	ired			4)			Following	Direct (D)					
	-				((A) 01	r			,			Reported	or Indirect					
					1	Dispo	sed						Transaction(s)	(I)					
						of(D)							(Instr. 4)	(Instr. 4)					
						(Instr.							` ´	` ´					
						4, and	· · ·												
					+						Amount								
								Date	Expiration	Title	or Number								
								Exercisable	Date	Title	of								
				Code V	7	(Λ)	(D)				Shares								
				Code	v	(A)	(D)				Shafes								

Reporting Owners

	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
MARXE AUSTIN W & GREENHOUSE DAVID M C/O SPECIAL SITUATIONS FUNDS 527 MADISON AVENUE, SUITE 2600 NEW YORK, NY 10022		Х					

Signatures

Austin W. Marxe	06/21/2011
Signature of Reporting Person	Date

David M. Greenhouse	06/21/2011
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**Signature of Reporting Person

1 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) This is a weighted average price.

This is a joint filing by Austin W. Marxe (Marxe) and David M. Greenhouse (Greenhouse). They share voting and investment control over all securities owned by Special

(2) Situations Fund III QP, L.P. (QP), Special Situations Cayman Fund, L.P. (Cayman) and Special Situations Private Equity Fund, L.P. (PE). 801,732 shares of Common Stock are held by QP, 267,244 shares of Common Stock are held by Cayman, 213,798 shares of Common Stock are held by PE. The interest of Marxe and Greenhouse in the shares of Common Stock owned by QP, Cayman and PE is limited to the extent of his pecuniary interest.

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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