

CO INVESTMENT 2000 FUND LP
 Form 4
 March 03, 2009

FORM 4

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

OMB APPROVAL

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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).

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 *
 Cross Atlantic Capital Partners, Inc.

2. Issuer Name and Ticker or Trading Symbol
 Rubicon Technology, Inc. [RBCN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

FIVE RADNOR CORPORATE CENTER, SUITE 555, 100 MATSONFORD ROAD

3. Date of Earliest Transaction (Month/Day/Year)
 03/31/2008

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

(Street)

RADNOR, PA 19087

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 ___ Form filed by One Reporting Person
 X 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)
				(A) or (D)	Amount	Price			
Common Stock	03/31/2008		J(1)(2)		241	A \$ 0	241	I	See Footnote (1) (2)
Common Stock	06/30/2008		J(1)(2)		344	A \$ 0	585	I	See Footnote (1) (2)
Common Stock	09/30/2008		J(1)(2)		969	A \$ 0	1,554	I	See Footnote (1) (2)
Common	12/31/2008		J(1)(2)		1,643	A \$ 0	3,197	I	See

Stock		Footnote <u>(1)</u> <u>(2)</u>
Common Stock	5,886,423 ⁽³⁾ D	

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

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(9-02)

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)	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 and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
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Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Cross Atlantic Capital Partners, Inc. FIVE RADNOR CORPORATE CENTER, SUITE 555 100 MATSONFORD ROAD RADNOR, PA 19087		X		
CROSS ATLANTIC TECHNOLOGY FUND L P FIVE RADNOR CORPORATE CENTER, SUITE 555 100 MATSONFORD ROAD RADNOR, PA 19087		X		
XATF Management, L.P. FIVE RADNOR CORPORATE CENTER, SUITE 555 100 MATSONFORD ROAD RADNOR, PA 19087		X		
CROSS ATLANTIC TECHNOLOGY FUND II LP FIVE RADNOR CORPORATE CENTER, SUITE 555		X		

100 MATSONFORD ROAD
RADNOR, PA 19087

XATF MANAGEMENT II LP
FIVE RADNOR CORPORATE CENTER, SUITE 555
100 MATSONFORD ROAD
RADNOR, PA 19087 X

CROSS ATLANTIC CAPITAL PARTNERS II INC
FIVE RADNOR CORPORATE CENTER, SUITE 555
100 MATSONFORD ROAD
RADNOR, PA 19087 X

CO INVESTMENT 2000 FUND LP
FIVE RADNOR CORPORATE CENTER, SUITE 555
100 MATSONFORD ROAD
RADNOR, PA 19087 X

Co-Invest Management LP
FIVE RADNOR CORPORATE CENTER, SUITE 555
100 MATSONFORD ROAD
RADNOR, PA 19087 X

Co-Invest Capital Partners Inc
FIVE RADNOR CORPORATE CENTER, SUITE 555
100 MATSONFORD ROAD
RADNOR, PA 19087 X

Signatures

/s/ Scott Glickson,
attorney-in-fact 03/03/2009

__Signature of Reporting Person 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).

These shares were granted to Donald R. Caldwell ("Caldwell"), a director of the Issuer, who is the owner and director of Cross Atlantic Capital Partners, Inc., which is the general partner of XATF Management L.P., which is the general partner of Cross Atlantic Technology Fund, L.P. Caldwell is a director, shareholder and officer of Cross Atlantic Capital Partners II, Inc., which is the general partner of XATF

(1) Management II, L.P., which is the general partner of Cross Atlantic Technology Fund II, L.P. Caldwell is a shareholder, director and officer of Co-Invest Capital Partners, Inc., which is the general partner of Co-Invest Management, L.P., which is the general partner of The Co-Investment 2000 Fund, L.P. Cross Atlantic Technology Fund, L.P., Cross Atlantic Technology Fund, II, L.P. and The Co-Investment 2000 Fund, L.P. are collectively referred to as the "Funds". (Continue to footnote 2)

(2) Under the terms of the applicable partnership agreements of the Funds, Caldwell is deemed to hold these shares for the benefit of the Funds, which are entitled to receive the net economic benefit of the shares as a credit against the management fees owed by the funds to Cross Atlantic Capital Partners, Inc. The Funds disclaim beneficial ownership of the shares except to the extent of their pecuniary interest therein.

(3) Consists of shares directly held by the Funds as follows: Cross Atlantic Technology Fund, L.P. holds 727,693 shares of common stock, Cross Atlantic Technology Fund II, L.P. holds 2,438,732 shares of common stock and The Co-Investment 2000 Fund, L.P. holds 2,719,998 shares of common stock.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.