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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| Time of Type Respo | iiscs) | | | | | | | | | | |
|---|--|--------------|--|-----------|------|--|--|----------------|--|----------------|-------------------------|
| 1. Name and Addres PROTSCH ELIC | 2. Issuer Name and Ticker or Trading Symbol CAPSTONE TURBINE CORP [cpst] | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner | | | | |
| (Last) (21211 NORDHO | 3. Date of Earliest Transaction (Month/Day/Year) 08/28/2008 | | | | | Officer (give title below) | Other (s | specify below) | | | |
| CHATSWORTH | 4. If Amendment, Date Original Filed(Month/Day/Year) | | | | | 6. Individual or Joint/Group Filing(Cheek Applicable Line) _X_Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | |
| (City) | (State) (Zip) | | Table I - | Non-De | riva | tive Secu | rities | Acqu | ired, Disposed of, or I | Beneficially (| Owned |
| 1.Title of Security (Instr. 3) | Date (Month/Day/Year) | Exect any | Deemed ttion Date, if th/Day/Year) | Code | | Acquired Disposed (Instr. 3, | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | | Beneficial Ownership |
| Reminder: Report on directly or indirectly. | | ach cla | ass of securitie | es benefi | _ ` | | vho r | espo | nd to the collection | of | SEC 1474 |
| | | | | | re | quired t | o res | pond | ed in this form are r unless the form dis control number. | | (9-02) |
| | Table II - I | lorivo | tivo Socuritic | oc A cani | rod | Dienocor | l of a | r Ron | oficially Owned | | |

$(\textit{e.g.}, \texttt{puts}, \texttt{calls}, \texttt{warrants}, \texttt{options}, \texttt{convertible} \, \texttt{securities})$

| 1. Title of | 2. | Transaction | 3A. Deemed | 4. | | 5. Numb | er | Date Exercisal | ole and | 7. Title and | Amount | 8. Price of | 9. Number of | 10. | 11. Nature | |
|--------------|-------------|-------------------------------|--------------------|------------|-------------------|-------------|-----|----------------------------------|------------------|--------------|------------|--------------|----------------|-------------|-------------|--|
| Derivative | Conversion | Date | Execution Date, if | Transact | ion | of | | Expiration Date | | of Underlyi | ng | Derivative | Derivative | Ownership | of Indirect | |
| Security | or Exercise | (Month/Day/Year) | any | Code | | Derivativ | ve | (Month/Day/Yea | r) | Securities | | Security | Securities | Form of | Beneficial | |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | tr. 8) Securities | | | | (Instr. 3 and 4) | | (Instr. 5) | Beneficially | Derivative | Ownership | | |
| | Derivative | | | | | Acquired | | | | | | | Owned | Security: | (Instr. 4) | |
| | Security | | | | | (A) or | | | | | | | Following | Direct (D) | | |
| | | | | | | Disposed of | | | | | | | 1 | or Indirect | | |
| | | | | | | (D) | | | | | | | Transaction(s) | . , | | |
| | | | | | | (Instr. 3, | 4, | | | | | (Instr. 4) | (Instr. 4) | | | |
| | | | | | | and 5) | | | | | | | | | | |
| | | | | | | | | | | | Amount | | | | | |
| | | | | | | | | Date | Expiration | | or | | | | | |
| | | | | | | | | Exercisable | Date | Title | Number | | | | | |
| | | | | | | | | Excicisable | Daic | | of | | | | | |
| | | | | Code | V | (A) | (D) | | | | Shares | | | | | |
| Stock | | | | | | | | | | 0 | | | | | | |
| Option(right | \$ 2.76 | 08/28/2008 | | Α | | 10,000 | | 11/28/2008(1) | 08/28/2018 | Common | 10,000 | \$0 | 10,000 | D | | |
| to buy) | Ψ 2.70 | 00/20/2000 | | - 1 | | 10,000 | | 11/20/2000 | 00/20/2010 | Stock | 10,000 | ΨΟ | 10,000 | | | |
| to buy) | | | | | | | | | | | | | 1 | | | |

Reporting Owners

| Donouting Own on Nome / Address | Relationships | | | | | | |
|---------------------------------|---------------|-----------|---------|-------|--|--|--|
| Reporting Owner Name / Address | Director | 10% Owner | Officer | Other | | | |
| PROTSCH ELIOT G | | | | | | | |
| 21211 NORDHOFF ST. | X | | | | | | |
| CHATSWORTH, CA 91311 | | | | | | | |

Signatures

| Elizabeth M. Reynolds, Power of Attorney for Eliot G.Protsch, Reporting Person | 08/29/2008 |
|--|------------|
| 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).
- (1) Stock options vest and are exercisable as follows:2,500 on 11/28/2008, 2,500 on 2/28/2009, 2,500 on 5/28/2009 and 2,500 on 8/28/2009.

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