### Edgar Filing: PERCEPTRON INC/MI - Form 4

PERCEPTRO	ON INC/MI										
Form 4											
March 02, 20	06										
FORM 4 UNITED STATES SECURITIES AND EXCHANGE							OMB APPROV				
	UNITED	STATES		hington,			NGE (	COMMISSION	OMB Number:	3235-0287	
Check this if no long	or								Expires:	January 31, 2005	
subject to	subject to STATEMENT OF CHANGE Section 16. S							NERSHIP OF	Estimated a	ated average	
					SECURITIES				burden hours per		
Form 4 or Form 5			Section 1	(a) = f + b	Cit	an Er			response	0.5	
obligation	· ·						-	ge Act of 1934, f 1935 or Sectio	n		
may conti	nue.			vestment	•	- ·			11		
<i>See</i> Instru 1(b).	ction	50(II)	of the In	vestment	Compan	y AC	. 01 19	+0			
1(0).											
(Print or Type R	(esponses)										
	ddress of Reporting I	Person <sup>*</sup>	2. Issuer	Name and Ticker or Trading				5. Relationship of Reporting Person(s) to			
DECOCCO PHILIP J Syr				ymbol				Issuer			
			PERCEPTRON INC/MI [PRCP]					(Check all applicable)			
(Last)	(First) (M						in un applicable	·)			
			(Month/D	onth/Day/Year)				_X_ Director		Owner	
			03/01/20	006				Officer (give title Other (specify below) below)			
			4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check			
				Filed(Month/Day/Year)					Applicable Line)		
			× ×	, j				_X_ Form filed by One Reporting Person			
PLYMOUTI	H, MI 48170							Form filed by M Person	Iore than One Re	porting	
(City)	(State)	(Zip)	Table	e I - Non-D	erivative S	Securi	ties Acc	quired, Disposed of	f, or Beneficial	ly Owned	
1.Title of	2. Transaction Date	e 2A. Dee	med	3.	4. Securi	ties A	cquired	5. Amount of	6. Ownership	7. Nature of	
Security	(Month/Day/Year)	Execution Date, if any (Month/Day/Year)		Transaction(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5)			d of	Securities	Form: Direct	Indirect	
(Instr. 3)							5)	-	(D) or Indirect (I)	Beneficial	
							Owned Following	Indirect (I) (Instr. 4)	Ownership (Instr. 4)		
						$(\Lambda)$		Reported			
						(A) or		Transaction(s)			
				Code V	Amount		Price	(Instr. 3 and 4)			
Common	03/01/2006(1)			А	931	А	\$	32,160	D		
Stock	0010112000				<i>,</i> ,,		8.06	. 2,100	-		

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

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 control number.

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

 (e.g., puts, calls, warrants, options, convertible securities)

#### 1. Title of 3. Transaction Date 3A. Deemed 5. 6. Date Exercisable and 7. Title and 8. Price of 2. 4. Derivative Conversion (Month/Day/Year) Execution Date, if TransactionNumber Expiration Date Amount of Derivative of Underlying Security or Exercise any Code (Month/Day/Year) Security (Instr. 3) Price of (Month/Day/Year) (Instr. 8) Securities (Instr. 5) Derivative (Instr. 3 and 4) Derivative Securities Security Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Code V (A) (D) Date Expiration Title Amount Exercisable Date or Number of Shares

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## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
DECOCCO PHILIP J 47827 HALYARD DRIVE PLYMOUTH, MI 48170	Х					
Signatures						
Sylvia M Smith for Philip J DeCocco	03/02/2006					
**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) On March 1, 2006, the reporting person received 931 shares in lieu of his Board Compensation pursuant to the Directors Stock Purchase Rights under the 2004 Stock Incentive Plan, an exempt plan.

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.

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