

DABROWSKI KENNETH R
Form 4
November 04, 2010

FORM 4

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

OMB APPROVAL

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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, 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 *
DABROWSKI KENNETH R

2. Issuer Name and Ticker or Trading Symbol
PERCEPTRON INC/MI [PRCP]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
47827 HALYARD DRIVE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
11/02/2010

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

PLYMOUTH, MI 48170
(City) (State) (Zip)

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

6. Individual or Joint/Group Filing (Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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)
				Code V	Amount (A) or (D) Price		
Common Stock	11/02/2010		M		3,000 A \$ 2.244	73,307	D
Common Stock	11/02/2010		M		3,000 A \$ 1.38	76,307	D
Common Stock	11/02/2010		M		3,000 A \$ 1.86	79,307	D

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

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(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 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. Amount or Number of Shares
Director Stock Option (right to buy)	\$ 2.244	11/02/2010		M	3,000	<u>(1)</u> 12/03/2010	Common Stock	3,000
Director Stock Option (right to buy)	\$ 1.38	11/02/2010		M	3,000	<u>(2)</u> 12/06/2011	Common Stock	3,000
Director Stock Option (right to buy)	\$ 1.86	11/02/2010		M	3,000	<u>(3)</u> 12/08/2012	Common Stock	3,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DABROWSKI KENNETH R 47827 HALYARD DRIVE PLYMOUTH, MI 48170	X			

Signatures

Sylvia M Smith on behalf of Kenneth R Dabrowski

11/04/2010

**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 12/04/2000, the reporting person was granted an option to purchase 3,000 shares of Common Stock under the Directors Stock Option Plan, an exempt Plan. The option vested at 25% annually on the anniversary of the grant date.
- (2) On 12/07/2001, the reporting person was granted an option to purchase 3,000 shares of Common Stock under the Directors Stock Option Plan, an exempt Plan. The option vested at 25% annually on the anniversary of the grant date.
- (3) On 12/09/2002, the reporting person was granted an option to purchase 3,000 shares of Common Stock under the Directors Stock Option Plan, an exempt Plan. The option vested at 25% annually on the anniversary of the grant date.

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.