

PETERS JOHN J  
 Form 4  
 March 05, 2008

**FORM 4**

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

OMB APPROVAL  
 OMB Number: 3235-0287  
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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 \*  
 PETERS JOHN J  
 (Last) (First) (Middle) (Street) (City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol  
 PERFORMANCE TECHNOLOGIES INC [DE] [PTIX]

3. Date of Earliest Transaction (Month/Day/Year)  
 03/05/2008

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

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)  
 Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 SVP Engineering and CTO

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)
Common Stock \$.01 par value	03/05/2008		M	12,000 A	\$ 3.9 14,302	D	D
Common Stock, \$.01 par value	03/05/2008		M	13,000 A	\$ 3.9 27,302	D	D
Common Stock, \$.01 par value	03/05/2008		S	12,000 (1) D	\$ 4.5553 15,302	D	D

Common  
 Stock, 03/05/2008 S 13,000 D \$ 2,302 D  
 \$.01 par (2) 4.5157  
 value

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

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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 Security (Instr. 3 and 4)	8. Amount or Number of Shares
Stock Option (Right to Buy)	\$ 3.9	03/05/2008		M	12,000	04/23/2005 04/23/2008	Common Stock \$.01 par value	12
Non-Statutory Stock Option (Right to Buy)	\$ 3.9	03/05/2008		M	13,000	04/23/2005 04/23/2008	Common Stock \$.01 par value	13

## Reporting Owners

Reporting Owner Name / Address	Relationships
PETERS JOHN J	Director 10% Owner Officer Other
	SVP Engineering and CTO

## Signatures

by: /s/John M. Slusser, as power of attorney, on behalf of John J. Peters

03/05/2008

\_\_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) Sale pursuant to a 10b5-1 Plan entered into by Mr. Peters on 12/3/07.

(2) Sale pursuant to a 10b5-1 Plan entered into by Mr. Peters on 12/3/07.

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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