

PERCEPTRON INC/MI
Form 4/A
June 03, 2013

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 *
SMITH SYLVIA

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)

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

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

47827 HALYARD DRIVE

05/22/2013

VP and CAO

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)
05/24/2013

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

PLYMOUTH, MI 48170

(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)
			Code	V Amount (A) or (D) Price			
Common Stock	05/22/2013		M	1,020 A \$ 6.5	16,962	D	
Common Stock	05/22/2013		S	1,020 D \$ 7.25	15,942	D	
Common Stock	05/23/2013		M	1,200 A \$ 6.5	17,142	D	
Common Stock	04/23/2013		S	1,200 D \$ 7.25	15,942	D	
Common Stock	05/24/2013		M	1,553 A \$ 6.5	17,495	D	

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Common Stock	05/24/2013	S	1,553	D	\$ 7.25	15,942	D
					<u>(1)</u>		

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. Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 6.5	05/22/2013		M	1,020	<u>(2)</u> 09/01/2013	Common Stock	1,020
Employee Stock Option (right to buy)	\$ 6.5	05/23/2013		M	1,200	<u>(2)</u> 09/01/2013	Common Stock	1,200
Employee Stock Option	\$ 6.5	05/24/2013		M	1,553	<u>(2)</u> 09/01/2013	Common Stock	1,553

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SMITH SYLVIA 47827 HALYARD DRIVE PLYMOUTH, MI 48170			VP and CAO	

Signatures

Sylvia M Smith

06/03/2013

**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) This amendment to the May 24, 2013 Form 4 reflects a revision to Table I, Column 4, Price.
 - (2) On 09/02/2003, the reporting person was granted an option to purchase 15,000 shares of Common Stock (ISO shares) under the 1992 Stock Option Plan, an exempt Plan. The options 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.

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