PERCEPTRON INC/MI

Form 4

September 10, 2013

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

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January 31, 2005

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if no longer subject to Section 16. Form 4 or

Check this box

Form 5 obligations may continue. See Instruction

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

1(b).

(Last)

(City)

1.Title of

(Print or Type Responses)

1. Name and Address of Reporting Person * RITTENOUR HARRY T

(First)

2. Issuer Name and Ticker or Trading Symbol

PERCEPTRON INC/MI [PRCP]

5. Relationship of Reporting Person(s) to

Issuer

(Middle)

3. Date of Earliest Transaction

(Check all applicable)

47827 HALYARD DRIVE

(Month/Day/Year)

09/10/2013

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

President and CEO

4. If Amendment, Date Original

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

Person

(Street)

Filed(Month/Day/Year)

PLYMOUTH, MI 48170

(State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired (A) 5. Amount of 7. Nature of direct

C	(Manual / Dans/Wann)		J.	1 \ /		Citi	O.	7. Ivature or	
Security (Instr. 2)	(Month/Day/Year)	Execution Date, if	Code	_	1		Securities	Ownership Form:	Indirect Beneficial
(Instr. 3)		any (Month/Day/Year)		(IIISII. 3, ²	t and .))	Beneficially Owned		
		(Monun/Day/Tear)	(Instr. 8)				Following	Direct (D) or Indirect	Ownership (Instr. 4)
							Č		(IIISu. 4)
				(Δ)		Reported	(I)		
					or		Transaction(s)	(Instr. 4)	
			Code V	Amount	(D)	Price	(Instr. 3 and 4)		
Common Stock	09/10/2013		M	50,000	A	\$ 8.81	101,700	D	
C									
Common	09/10/2013		S	7,290	D	\$ 11	94,410	D	
Stock				•			•		
Common					_				
Stock	09/10/2013		S	1,000	D	\$ 11.01	93,410	D	
Stock									
Common	09/10/2013		S	5,600	D	\$ 11.02	87 810	D	
Stock	07/10/2015		S	2,000		Ψ11.02	07,010	D	
Common						\$			
Stock	09/10/2013		S	8,400	D	11.021	79,410	D	
Stock						11.021			

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Common Stock	09/10/2013	S	110	D	\$ 11.03 79,300	D
Common Stock	09/10/2013	S	9,100	D	\$ 11.04 70,200	D
Common Stock	09/10/2013	S	800	D	\$ 11.05 69,400	D
Common Stock	09/10/2013	S	7,100	D	\$ 11.051 62,300	D
Common Stock	09/10/2013	S	2,493	D	\$ 11.06 59,807	D
Common Stock	09/10/2013	S	3,100	D	\$ 11.07 56,707	D
Common Stock	09/10/2013	S	1,150	D	\$ 11.12 55,557	D
Common Stock	09/10/2013	S	200	D	\$ 11.13 55,357	D
Common Stock	09/10/2013	S	1,000	D	\$ 11.14 54,357	D
Common Stock	09/10/2013	S	1,000	D	\$ 11.18 53,357	D
Common Stock	09/10/2013	S	157	D	\$ 11.19 53,200	D
Common Stock	09/10/2013	S	1,200	D	\$ 11.2 52,000	D
Common Stock	09/10/2013	S	200	D	\$ 11.204 51,800	D
Common Stock	09/10/2013	S	100	D	\$ 11.205 51,700	D

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

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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

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and 5)

					<i>u c)</i>				
			Code	V (A	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 8.81	09/10/2013	M		50,000	<u>(1)</u>	01/31/2018	Common Stock	50,000

Reporting Owners

Reporting Owner Name / Address	Relationships							
· · · · · · · · · · · · · · · · · · ·	Director	10% Owner	Officer	Other				
RITTENOUR HARRY T 47827 HALYARD DRIVE PLYMOUTH, MI 48170	X		President and CEO					

Signatures

Harry T

Rittenour 09/10/2013

**Signature of Person Date

Reporting Person

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).
- On 02/01/2008, the reporting person was granted an option to purchase 100,000 shares of Common Stock under the 2004 Stock Incentive 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. 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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