

KOHN AMOS  
Form 4  
July 02, 2009

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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 \*  
**KOHN AMOS**

(Last) (First) (Middle)

41324 CHRISTY STREET

(Street)

FREMONT, CA 94538

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**DIGITAL POWER CORP [DPW]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/28/2005

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)

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) |     |       |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|-----|-------|
|                                 |                                      |  |                                | (A) or (D)  | Code  | V  | Amount                            | (D) | Price |

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 Security (Instr. 3) | 2. Conversion or Exercise Price of | 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) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |
|--|------------------------------------|--------------------------------------|--|--------------------------------|---|--|---|
|--|------------------------------------|--------------------------------------|--|--------------------------------|---|--|---|

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| Derivative Security         |         |            | or Disposed of (D) (Instr. 3, 4, and 5) |   |     | Date Exercisable | Expiration Date | Title        | Amount or Number of Shares |
|-----------------------------|---------|------------|---|---|-----|------------------|-----------------|--------------|----------------------------|
|                             |         |            | Code                                    | V | (A) |                  |                 |              |                            |
| Stock Option (right to buy) | \$ 1.19 | 02/28/2005 | A                                       |   |     | (1)              | 02/28/2015      | Common Stock | 10,000                     |
| Stock Option (right to buy) | \$ 1.16 | 03/09/2006 | A                                       |   |     | (2)              | 03/09/2016      | Common Stock | 10,000                     |
| Stock Option (right to buy) | \$ 1.66 | 03/09/2007 | A                                       |   |     | (3)              | 03/09/2016      | Common Stock | 10,000                     |

## Reporting Owners

| Reporting Owner Name / Address                         | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| KOHN AMOS<br>41324 CHRISTY STREET<br>FREMONT, CA 94538 |               |           | X       |       |

## Signatures

/s/ Amos Kohn                      07/01/2009  
 \*\*Signature of                      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).
- (1) The option vested to the extent of 2,500 shares on each of February 28, 2006, February 28, 2007, February 28, 2008 and February 28, 2009.
- (2) The option vested to the extent of 2,500 shares on each of March 9, 2007, March 9, 2008 and March 9, 2009, and will vest to the extent of 2,500 shares on March 9, 2010
- (3) The option vested to the extent of 2,500 shares on each of March 9, 2008 and March 9, 2009, and will vest to the extent of 2,500 shares on each of March 9, 2010 and March 9, 2011.

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.