

PERCEPTRON INC/MI  
Form 4  
October 03, 2007

**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 \*  
**RITTENOUR HARRY T**

(Last) (First) (Middle)

47827 HALYARD DRIVE

(Street)

PLYMOUTH, MI 48170

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
10/01/2007

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)  
Senior Vice President

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	10/01/2007		M		3,000 A \$ 6.5	D	
Common Stock	10/01/2007		S		100 (1) D \$ 14.65	D	
Common Stock	10/01/2007		S		600 (1) D \$ 14.66	D	
Common Stock	10/01/2007		S		300 (1) D \$ 14.7	D	
Common Stock	10/01/2007		S		100 (1) D \$ 14.71	D	

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Common Stock	10/01/2007	S	145 <u>(1)</u>	D	\$ 14.72	1,955	D
Common Stock	10/01/2007	S	100 <u>(1)</u>	D	\$ 14.73	1,855	D
Common Stock	10/01/2007	S	200 <u>(1)</u>	D	\$ 14.74	1,655	D
Common Stock	10/01/2007	S	200 <u>(1)</u>	D	\$ 14.75	1,455	D
Common Stock	10/01/2007	S	100 <u>(1)</u>	D	\$ 14.76	1,355	D
Common Stock	10/01/2007	S	600 <u>(1)</u>	D	\$ 14.78	755	D
Common Stock	10/01/2007	S	100 <u>(1)</u>	D	\$ 14.81	655	D
Common Stock	10/01/2007	S	355 <u>(1)</u>	D	\$ 14.83	300	D
Common Stock	10/01/2007	S	100 <u>(1)</u>	D	\$ 14.84	200	D

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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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	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Purchase (right to buy)	\$ 6.5	10/01/2007		M	3,000	<u>(2)</u> 09/01/2013	Common Stock	3,000	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RITTENOUR HARRY T 47827 HALYARD DRIVE PLYMOUTH, MI 48170			Senior Vice President	

## Signatures

Harry T Rittenour	10/03/2007
<u>    </u> 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 of shares pursuant to Rule 10b5-1 Plan adopted on September 13, 2007.
- (2) On 09/02/2003, the reporting person was granted an option to purchase 30,000 shares of Common Stock under the 1992 Stock Option Plan, an exempt Plan. The option vests 25% annually on anniversary of 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.