PERCEPTRON INC/MI

Form 4

October 01, 2015

FORM 4

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

Check this box

if no longer subject to Section 16. Form 4 or

Form 5 obligations may continue. See Instruction 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

1(b).

(Last)

(Instr. 3)

(Print or Type Responses)

1. Name and Address of Reporting Person *

Armstrong Jeffrey Mark

(First) (Middle)

47827 HALYARD DRIVE

(Street)

PLYMOUTH, MI 48170

2. Issuer Name and Ticker or Trading

Symbol PERCEPTRON INC/MI [PRCP]

3. Date of Earliest Transaction

(Month/Day/Year) 09/29/2015

4. If Amendment, Date Original

Filed(Month/Day/Year)

Applicable Line)

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

5. Relationship of Reporting Person(s) to

(Check all applicable)

President & CEO

6. Individual or Joint/Group Filing(Check

Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

Issuer

below)

Director

X_ Officer (give title

(City) (State)

1. Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year)

Execution Date, if (Month/Day/Year)

(Zip)

3. Code

TransactionAcquired (A) or (Instr. 8)

Disposed of (D) (Instr. 3, 4 and 5)

Code V Amount (D) Price

(A)

4. Securities

5. Amount of Securities Beneficially Owned Following

Reported Transaction(s)

6. Ownership Form: Direct (D) or Indirect Beneficial (T) (Instr. 4)

Indirect Ownership (Instr. 4)

7. Nature of

10% Owner

Other (specify

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

(Instr. 3 and 4)

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

Conversion or Exercise

3. Transaction Date 3A. Deemed

(Month/Day/Year) Execution Date, if any

4. 5. Number of **Transaction**Derivative Code Securities

6. Date Exercisable and **Expiration Date** (Month/Day/Year)

7. Title and Amount of **Underlying Securities** (Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)		Acquired (or Dispose (D) (Instr. 3, 4 and 5)	ed of				
				Code V	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 7.63	09/29/2015		A		53,597		<u>(1)</u>	09/29/2025	Common Stock	53,597
Employee Stock Option (right to buy)	\$ 7.63	09/29/2015		A		24,000		(2)	09/29/2025	Common Stock	24,000

Reporting Owners

Reporting Owner Name / Address	Relationships

Director 10% Owner Officer Other

Armstrong Jeffrey Mark 47827 HALYARD DRIVE PLYMOUTH, MI 48170

President & CEO

Signatures

Sylvia M. Smith on behalf of Jeffrey Mark Armstrong

10/01/2015

**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).
- On September 29, 2015 the reporting person was granted an option to purchase 53,597 shares of Common Stock under the 2004 Stock (1) Incentive Plan, an exempt plan. The shares are exercisable in three equal annual installments beginning September 29, 2016 at an exercise price equal to the fair market value of the Company's Common Stock as of September 29, 2015, expiring ten years from grant date.
- On September 29, 2015 the reporting person was granted an option to purchase 24,000 shares of Common Stock under the 2004 Stock

 (2) Incentive Plan, an exempt plan. The shares are exercisable in three equal annual installments beginning September 29, 2016 at an exercise price equal to the fair market value of the Company's Common Stock as of September 29, 2015, expiring ten years from 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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