**TOMLIN JOHN** Form 4 March 24, 2008

## 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

#### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

**OMB APPROVAL** 

Estimated average

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2005

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obligations may continue. See Instruction 1(b).

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 * TOMLIN JOHN			2. Issuer Name <b>and</b> Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer			
			POWER [POWI]		RATIONS INC	(Check all applicable)			
(Last)	(First) (	Middle)	3. Date of Earliest Transaction			DirectorX Officer (give	10%		
5245 HELLYER AVE			(Month/Day/Year) 03/20/2008			below)	below) of Operations	(1)	
	(Street)		4. If Ame	ndment, Da	te Original	6. Individual or Jo	oint/Group Filin	g(Check	
			Filed(Mon	th/Day/Year	)	Applicable Line)			
SAN JOSE,	CA 95138					_X_ Form filed by N Form filed by N Person	1 0		
(City)	(State)	(Zip)	Tabl	e I - Non-D	Perivative Securities Acq	uired, Disposed o	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Executio any		Code	4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially	6. Ownership Form: Direct (D) or	Indirect Beneficia	

(City)	(State) (	Zip) Table	e I - Non-D	erivative	Secur	ities Acqu	uired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
			Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		
Common Stock	03/20/2008		M	100	A	\$ 18.6	8,856	D	
Common Stock	03/20/2008		S	100	D	\$ 28.73	8,756	D	
Common Stock	03/20/2008		M	100	A	\$ 18.6	8,856	D	
Common Stock	03/20/2008		S	100	D	\$ 28.76	8,756	D	
Common Stock	03/20/2008		M	200	A	\$ 18.6	8,956	D	

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Common Stock	03/20/2008	S	200	D	\$ 28.78	8,756	D
Common Stock	03/20/2008	M	460	A	\$ 18.6	9,216	D
Common Stock	03/20/2008	S	460	D	\$ 28.79	8,756	D
Common Stock	03/20/2008	M	100	A	\$ 18.6	8,856	D
Common Stock	03/20/2008	S	100	D	\$ 28.8	8,756	D
Common Stock	03/20/2008	M	200	A	\$ 18.6	8,956	D
Common Stock	03/20/2008	S	200	D	\$ 28.81	8,756	D
Common Stock	03/20/2008	M	40	A	\$ 18.6	8,796	D
Common Stock	03/20/2008	S	40	D	\$ 28.85	8,756	D
Common Stock	03/20/2008	M	100	A	\$ 18.6	8,856	D
Common Stock	03/20/2008	S	100	D	\$ 28.86	8,756	D
Common Stock	03/20/2008	M	500	A	\$ 18.6	9,256	D
Common Stock	03/20/2008	S	500	D	\$ 28.88	8,756	D
Common Stock	03/20/2008	M	300	A	\$ 18.6	9,056	D
Common Stock	03/20/2008	S	300	D	\$ 28.92	8,756	D
Common Stock	03/20/2008	M	200	A	\$ 18.6	8,956	D
Common Stock	03/20/2008	S	200	D	\$ 28.93	8,756	D
Common Stock	03/20/2008	M	914	A	\$ 18.6	9,670	D
Common Stock	03/20/2008	S	914	D	\$ 28.94	8,756	D
Common Stock	03/20/2008	M	100	A	\$ 18.6	8,856	D
	03/20/2008	S	100	D		8,756	D

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Common Stock					\$ 28.96		
Common Stock	03/20/2008	M	400	A	\$ 18.6	9,156	D
Common Stock	03/20/2008	S	400	D	\$ 28.98	8,756	D
Common Stock	03/20/2008	M	500	A	\$ 18.6		D
Common Stock	03/20/2008	S	500	D	\$ 28.99	8,756	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 Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. DrNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,		ate	7. Titl Amou Under Securi (Instr.	nt of lying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
			Code V	4, and 5)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
1	Director	10% Owner	Officer	Other		
TOMLIN JOHN						
5245 HELLYER AVE			VP of Operations			
SAN JOSE, CA 95138			_			

# **Signatures**

By: /s/ Rafael Torres Attorney-In-Fact For: John	03/24/2008
Tomlin	03/24/2008

Reporting Owners 3

\*\*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).

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.

Signatures 4