

PERFORMANCE TECHNOLOGIES INC \DE\  
Form 4  
May 29, 2007

**FORM 4**

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

OMB APPROVAL

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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 \*  
SLUSSER JOHN M

2. Issuer Name and Ticker or Trading Symbol  
PERFORMANCE TECHNOLOGIES INC \DE\ [PTIX]

5. Relationship of Reporting Person(s) to Issuer  
(Check all applicable)

(Last) (First) (Middle)  
205 INDIGO CREEK DRIVE  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
05/24/2007

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Chairman BOD, CEO/President

ROCHESTER, NY 14626  
(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

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 Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership Indirect Beneficial 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 | 2. Conversion or Exercise | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any | 4. Transaction Code | 5. Number of Derivative Securities | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Underlying Security (Instr. 3 and 4) |
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|------------------------------------|--|---|
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|------------------------------------|--|---|

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| (Instr. 3)                                      | Price of<br>Derivative<br>Security | (Month/Day/Year) | (Instr. 8) | Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | Code | V | (A) | (D) | Date Exercisable          | Expiration<br>Date | Title                                  |
|---|------------------------------------|------------------|------------|--|------|---|-----|-----|---------------------------|--------------------|--|
| Non-Statutory<br>Stock Option<br>(Right to Buy) | \$ 4.93                            | 05/24/2007       | A          | 50,000   |      |   |     |     | 05/24/2008 <sup>(1)</sup> | 05/24/2012         | Common<br>Stock,<br>\$.01 par<br>value |
| Non-Statutory<br>Stock Option<br>(Right to Buy) | \$ 4.93                            | 05/24/2007       | A          | 50,000   |      |   |     |     | <sup>(2)</sup>            | 05/30/2010         | Common<br>Stock,<br>\$.01 par<br>value |

## Reporting Owners

| Reporting Owner Name / Address                                  | Relationships |           |                             |       |
|---|---------------|-----------|-----------------------------|-------|
|   | Director      | 10% Owner | Officer                     | Other |
| SLUSSER JOHN M<br>205 INDIGO CREEK DRIVE<br>ROCHESTER, NY 14626 | X             |           | Chairman BOD, CEO/President |       |

## Signatures

John M. Slusser                      05/29/2007  
 \_\_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).
- Stock option granted under the Performance Technologies, Inc. 2003 Omnibus Plan in a transaction exempt under Rule 16b-3. This
- (1) option is exercisable in increments of 10,000 shares, 15,000 shares and 25,000 shares respectively on 5/24/2008, 5/24/2009 and 5/24/2010.
  - (2) Stock Option granted under the Performance Technologies, Inc. 2003 Omnibus Incentive Plan in a transaction exempt under Section 16b-3. This option will become fully exercisable if the Company meets certain year-end earnings milestones during the life of the option.

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.