DIGITAL POWER CORP Form SC 13G January 03, 2003

SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934 (Amendment No.)*

Digital Power Corporation
----(Name of Issuer)

Common Stock, no par value
----(Title of Class of Securities)

253862 10 6 -----(CUSIP Number)

January 1, 2003

(Date of Event Which Requires Filing this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- [] Rule 13d-1(b)
- [X] Rule 13d-1(c)
- [] Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

Page 2 of 6

CUSIP No. 253862 10 6

- NAME OF REPORTING PERSON DIGITAL POWER CORPORATION S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
- 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

a [X] b []

3. SEC USE ONLY

		CITIZENSHIP OR PLACE OF ORGANIZATION					
		U.S.A.					
		NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5.	SOLE VOTING POWER			
				535,500			
			6.	SHARED VOTING POWER			
				0			
			7.	SOLE DISPOSITIVE POWER			
				535,500			
			8.	SHARED DISPOSITIVE POWER			
				0			
10.		535,500 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* [
10.		CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* [PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9					
11.		PERCENT OF CLASS REPRES					
11.		PERCENT OF CLASS REPRES 10.6%	ENTED BY AMOUN				
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12.		PERCENT OF CLASS REPRES 10.6% TYPE OF REPORTING PERSO IN	ENTED BY AMOUNT N* UCTION BEFORE I	I IN ROW 9			
12.		PERCENT OF CLASS REPRES 10.6% TYPE OF REPORTING PERSO IN *SEE INSTR	ENTED BY AMOUNT N* UCTION BEFORE I	I IN ROW 9			
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12.	1. (a) (b)	PERCENT OF CLASS REPRES 10.6% TYPE OF REPORTING PERSO IN *SEE INSTR NAME AND ADDRESS OF ISS Digital Power Corp 41920 Christy Stre Fremont, CA 94538	ENTED BY AMOUNT N* UCTION BEFORE B UER oration et -3158	FILLING OUT!			
12.	1. (a) (b)	PERCENT OF CLASS REPRES 10.6% TYPE OF REPORTING PERSO IN *SEE INSTR NAME AND ADDRESS OF ISS Digital Power Corp 41920 Christy Stre Fremont, CA 94538 NAME, ADDRESS AND CITIZ	ENTED BY AMOUNT N* UCTION BEFORE B UER oration et -3158	I IN ROW 9			
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12.	1. (a) (b) 2. (a) (b)	PERCENT OF CLASS REPRES 10.6% TYPE OF REPORTING PERSO IN *SEE INSTR NAME AND ADDRESS OF ISS Digital Power Corp 41920 Christy Stre Fremont, CA 94538 NAME, ADDRESS AND CITIZ CUSIP NUMBER Robert O. Smith 41920 Christy Stre Fremont, CA 94538	ENTED BY AMOUNT N* UCTION BEFORE H UER oration et -3158 ENSHIP OF PERSO	FILLING OUT!			

ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO RULE 13D-1(B), OR 13D-2(B),

CHECK WHETHER THE PERSON FILING IS A:

(a)	[]	Broker or Dealer registered under Section 15 of the Act					
(b)	[]	Bank is defined in Section 3(a)(6) of the Act					
(c)	[]	Insurance Company as defined in Section 3(a)(19) of	the Act				
(d)	[]	Investment Company registered under Section 8 Investment Company Act	of the				
(e)	[]	Investment Adviser registered under Section 20 Investment Advisers Act of 1940	3 of the				
(f)	[]	Employee Benefit Plan, Pension Fund which is sub provisions of the Employee Retirement Income Secur 1974 or Endowment Fund; seess.240.13d-1(b)(1)(ii)(F	ity Act of				
(g)	[]	Parent Holding Company, in accordance withss.240.13d-1(b)(ii)(G) (Note: See Item 7)					
(h)	[]	Group, in accordance withss.240.13d-1(b)(1)(ii)(H)					
			Page 4 of 6				
(i)	[]	A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940.					
(j)	[]	Group, in accordance withss.240.13d-1(b)(1)(ii)J).					
ITEM 4. OWNERSHIP							
(a)	Amo	ount Beneficially Owned 535,500(1)					
(b)	Per	rcent of Class: 10.6%(1)					
(c)	Nun	mber of shares as to which the person has:					
	(ii	 (i) sole power to vote or to direct the vote: (ii) shared power to vote or to direct the vote: (iii) sole power to dispose or to direct the disposition of: (iv) shared power to dispose or to direct the 	535,500(1)				
			535,500(1)				
	(17	v) shared power to dispose or to direct the disposition of:	0				
(1) Options to purchase 535,500 shares of Common Stock.							
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ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS

If this Statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following:
[]

- ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON Not applicable.
- ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY

Not applicable.

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP

Not applicable.

ITEM 9. NOTICE OF DISSOLUTION OF GROUP

Not applicable.

Page 5 of 6

ITEM 10. CERTIFICATION

By signing below, I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transactions having that purposes or effect.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: 1/1/03 /S/ ROBERT O. SMITH

Robert O. Smith