BERETTA JOSEPH M

Form 4/A June 27, 2012

FORM 4

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

OMB APPROVAL OMB

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b).

(Print or Type Responses)

BERETTA JOSEPH M Sym			Symbol	r Name and				5. Relationship of Reporting Person(s) to Issuer				
			Dorman	Dorman Products, Inc. [DORM]					(Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction			, , ,						
				(Month/Day/Year)						Owner er (specify		
C/O DORMAN PRODUCTS, INC., 3400 WALNUT STREET			05/22/2	012				below) below)				
INC., 5400 WALNUT STREET Co-President												
				ndment, Date Original				6. Individual or Joint/Group Filing(Check				
Filed(Mon 05/25/20			(onth/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person					
COLMAR, PA 18915				012				Form filed by More than One Reporting Person				
(City)	(State)	(Zip)	Tabl	e I - Non-E	erivative	Secur	ities Acq	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)		3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or				5. Amount of Securities Form: Direct Indirect Beneficially (D) or Beneficial Owned Indirect (I) Ownership Following (Instr. 4) (Instr. 4) Reported Transaction(s) (Instr. 3 and 4)					
Common				Code V		(D)	Price	(monve and 1)				
Stock	05/22/2012(1)			M	2,000 (2)	A	\$ 8.01	19,286	D			
Common Stock (3)	05/22/2012			F	627 (4)	D	\$ 48.64	18,659	D			
Common	05/24/2012			F	3,312	D	\$	35 347	D			

D

47.15

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

F

(4)

05/24/2012

Stock (3)

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35,347

D

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number.

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. Transactic Code (Instr. 8)	Transaction Derivative Code Securities		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Common Stock	\$ 8.01	05/22/2012(1)		M		2,000 (2)	<u>(5)</u>	02/02/2014	Common Stock	2,000

Reporting Owners

Reporting Owner Name / Address	Relationships
Kebul tilig Owner Name / Address	

Director 10% Owner Officer Other

BERETTA JOSEPH M C/O DORMAN PRODUCTS, INC. 3400 WALNUT STREET COLMAR, PA 18915

Co-President

Signatures

/s/ Joseph M. Beretta

06/27/2012

Beretta

Date

**Signature of 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).
- (1) The Form 4, as originally filed, incorrectly reported the Transaction Date as 5/23/2012. The Form 4, as amended by this Form 4/A, correctly reports the Transaction Date as 5/22/2012.
- (2) This option and the option exercised on May 24, 2012 (reported on the Form 4, as originally filed) were exercised pursuant to a Rule 10b5-1 Trading Plan adopted by Mr. Beretta on May 4, 2012.
- (3) This transaction was erroneously omitted from the reporting person's Form 4 as originially filed.
 - These shares were withheld by the issuer upon the exercise of an employee stock option to satisfy Mr. Beretta's tax withholding
- (4) obligations. Such withholding is treated as a disposition of securities under Section 16 of the Securities Exchange Act of 1934, as amended.
- (5) The option, representing the right to purchase a total of 100,000 shares, became exercisable in five equal annual installments beginning on February 2, 2005.

Reporting Owners 2

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