

PERFORMANCE TECHNOLOGIES INC \DE\  
 Form 4  
 December 26, 2013

**FORM 4**

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

OMB APPROVAL  
 OMB Number: 3235-0287  
 Expires: January 31, 2015  
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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 * |          |          | 2. Issuer Name <b>and</b> Ticker or Trading Symbol   | 5. Relationship of Reporting Person(s) to Issuer   |
| LAMB DORRANCE W                           |          |          | PERFORMANCE TECHNOLOGIES INC \DE\ [PTIX]             | (Check all applicable)   |
| (Last)                                    | (First)  | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year)     | <input type="checkbox"/> Director<br><input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> 10% Owner<br><input type="checkbox"/> Other (specify below) |
|   |          |          | 12/23/2013   | Senior VP and CFO  |
|   | (Street) |          | 4. If Amendment, Date Original Filed(Month/Day/Year) | 6. Individual or Joint/Group Filing(Check Applicable Line)   |
|   |          |          |  | <input checked="" type="checkbox"/> Form filed by One Reporting Person   |
|   |          |          |  | <input type="checkbox"/> Form filed by More than One Reporting Person  |
| (City)                                    | (State)  | (Zip)    |  |  |

**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 Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |            |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--------|---|--|-----------------------------------|------------|
|                                 |                                      |  |                                | Code  | V | Amount |   |  |                                   | (A) or (D) |
| Common Stock, \$.01 par value   | 12/23/2013                           |  | M                              |   |   | 20,000 | A   | \$ 2.22  | 70,668                            | D          |
| Common Stock, \$.01 par value   | 12/23/2013                           |  | M                              |   |   | 12,000 | A   | \$ 1.87  | 82,668                            | D          |
| Common Stock, \$.01 par value   | 12/23/2013                           |  | M                              |   |   | 15,000 | A   | \$ 0.9   | 97,668                            | D          |

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 (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. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Security (Instr. 3 and 4) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Non-Statutory Stock Option (Right to Buy)  | \$ 2.22  | 12/23/2013                           |  | M                              | 20,000  | 05/06/2013 05/06/2016                                    | Common Stock, \$.01 par value                               | 20                            |
| Non-Statutory Stock Option (Right to Buy)  | \$ 1.87  | 12/23/2013                           |  | M                              | 12,000  | 01/30/2013 01/30/2017                                    | Common Stock, \$.01 par value                               | 12                            |
| Non-Statutory Stock Option (Right to Buy)  | \$ 0.9   | 12/23/2013                           |  | M                              | 15,000  | 11/24/2013 01/24/2018                                    | Common Stock, \$.01 par value                               | 15                            |

## Reporting Owners

| Reporting Owner Name / Address | Relationships |           |                   |       |
|--------------------------------|---------------|-----------|-------------------|-------|
|                                | Director      | 10% Owner | Officer           | Other |
| LAMB DORRANCE W                |               |           | Senior VP and CFO |       |

## Signatures

by: /s/Dorrance W. Lamb  
 Date: 12/26/2013  
 \*\*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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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