DIGITAL POWER CORP

FORM NT 10-Q

(Notification that Quarterly Report will be submitted late)

Filed 5/17/2000 For Period Ending 3/31/2000

Address	41920 CHRISTY ST
	FREMONT, California 94538
Telephone	510-657-2635
СІК	0000896493
Industry	Electronic Instr. & Controls
Sector	Technology
Fiscal Year	12/31

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

FORM 12b - 25

NOTIFICATION OF LATE FILING

(Check One):

|_| Form 10-KSB |_| Form 20-F |_| Form 11-K |X| Form 10-QSB |_| Form N-SAR

For Period Ended: March 31, 2000

|_| Transition Report on Form 10-K |_| Transition Report on Form 20-F |_| Transition Report on Form 11-K |_| Transition Report on Form 10-Q |_| Transition Report on Form N-SAR For the Transition Period Ended:

If the notification relates to a portion of the filing check above, identify the Item(s) to which the notification relates:

PART I -- REGISTRANT INFORMATION

DIGITAL POWER CORPORATION

Full Name of Registrant

Former Name if Applicable

41920 CHRISTY STREET

Address of Principal Executive Office (Street and Number)

FREMONT, CA 94538

City, State and Zip Code

PART II -- RULES 12b - 25(b) and (c)

If the subject report could not be filed without unreasonable effort or expense and the registrant seeks relief pursuant to Rule 12b - 25(b), the following should be completed. (Check box if appropriate.)

(eneck box if appropriate.)

|X| (a) The reasons described in reasonable detail in Part III of this form could not be eliminated without unreasonable effort expense;

|X| (b) The subject annual report, semi-annual report, transition report on Form 10- KSB, Form 20-K, Form 11-K, Form N-SAR or a portion thereof will be filed on or before the fifteenth calendar day following the prescribed due date; or the subject quarterly report or transition report on Form 10-QSB or a portion thereof will be filed on or before the fifth calendar day following the prescribed due date; and

|_| (c) The accountant's statement or other exhibit required by Rule 12b-25(c) has been attached if applicable.

PART III -- NARRATIVE

State below in reasonable detail the reasons why Form 10-KSB, 11-K, 20-F, 10-Q, N-SAR, transition report or a portion thereof could not be filed within the prescribed time period. (Attach extra sheets if needed.)

More time is necessary to address issues involving the Company's subsidiary, Digital Power Ltd.

PART IV -- OTHER INFORMATION

(1) Name and telephone number of person to contact in regard to this notification.

Robert O. Smith (510) 657-2635

(Name) (Area Code and Telephone Number)

(2) Have all other periodic reports required under section 13 or 15(d) of the Securities Exchange Act of 1934 or section 30 of the Investment Company Act of 1940 during the preceding 12 months or for such shorter period that the registrant was required to file such report(s) been filed? If the answer is no, identify report(s).

|X| Yes |_| No

(3) Is it anticipated that any significant change in results of operations from the corresponding period for the last fiscal year will be reflected by the earnings statements to be included in the subject report or portion thereof?

|X| Yes |_| No

It is anticipated that the Company will have a net income of \$91,327 for the three months ended March 31, 2000, as compared to a loss of \$(155,536) for the three months ended March 31, 1999.

DIGITAL POWER CORPORATION

(Name of Registrant as specified in its charter)

has caused this notification to be signed on its behalf by the undersigned thereunto duly authorized.

Date: May 16, 2000

By: /s/ Robert O. Smith Robert O. Smith, President

End of Filing

