

DIGITAL POWER CORP

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 3/12/2001 For Period Ending 2/1/2001

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Industry	Electronic Instr. & Controls
Sector	Technology
Fiscal Year	12/31

FORM 4

U.S. SECURITIES AND EXCHANGE COMMISSION

FORM 4 Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

☐ Check this box if no longer subject
to Section 16. Form 4 or Form 5
obligations may continue. See
Instruction 1(b).

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(f) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person*/			2. Issuer Name and		5. Relationship of Reporting	
			Ticker or Trading Symbol		Person(s) to Issuer	
					(Check all applicable)	
					-X- Director --- 10% Owner	
(Last)	(First)	(Middle)	DIGITAL POWER CORPORATION		--- Officer --- Other	
SCHOFIELD,	CHRIS		(AMEX:DPW)		(give title below) (specify below)	
			3. Statement 4. If Amendment, Date		6. Individual or Joint/Group Filing	
			for Month/Year of Original(Month/Year)		(Check Applicable Line)	
			02/2001 ----		X Form filed by one Reporting Person	
					Form filed by More than One	
					Reporting Person	
14 Sinnels Field Shipton-under-Wychwood						
(Street)						
Chipping Norton Oxfordshire OX 7						
6EJ ENGLAND						
(City) (State) (Zip)						

TABLE I - NON-DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALLY OWNED

1. Title	2. Transaction	3. Transaction	4. Securities Acquired (A)	5. Amount of	6. Ownership	7. Nature of
of	Date	Code	or Disposed (D)(Instr.3,4,and 5)	Securities	Form: Direct/	Indirect
Security	(Mo/Day/Yr)	(Instr. 8)		Beneficially Owned	(D) or	Beneficial
(Inst.3)				at End of Month	Indirect(I)	Ownership
		Code / V	Amount / (A) or (D) / Price	(Instr. 3	(Instr.4)	(Instr.4)
				and 4		

n/a

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.
*If the form is filed by more than one reporting person, see Instruction 4(b)(v).

TABLE II - DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALLY OWNED
(e.g., puts, calls, warrants, options, convertible securities)

Title of Derivative Security (Instr. 3)	Conversion/ Exercise Price of Derivative/ Security	Trans- action Date (Mo./ Day/ Year)	Trans- action Code (Instr. 8)	Nature of Derivative/ Securities/ Acquired(A)/ Disposed of (D) / (Instr. 3, 4 and 5) /	Date Exercisable and Expiration Date (Month Day/ year)	Title and Amount of Under- lying Securities (Instr. 3 and 4)	Price of Deriv- ative Secur- ity /Benefic- ally Owned at end of month (Instr. 4)	Number of Deriv- ative Securi- ties (I) (Instr4)	Ownership Form of Security: Direct (D) or Indirect (Instr. 4)	Nature of Indirect Ownership (Instr.4)
Options to Purchase Common Stock	\$2.3125	02/11/98	A	10,000	02/11/00	02/08/11	Common Stock	10,000		
Options to Purchase Common Stock	\$2.3125	02/11/98	A	10,000	02/11/01	02/08/11	Common Stock	10,000		
Options to Purchase Common Stock	\$2.3125	02/11/98	A	10,000	02/11/02	02/08/11	Common Stock	10,000		
Options to Purchase Common Stock	\$2.3125	02/11/98	A	10,000	02/11/03	02/08/11	Common Stock	10,000		
Options to Purchase Common Stock	\$2.0000	07/30/99	A	30,000	07/30/00	07/30/09	Common Stock	30,000		
Options to Purchase Common Stock	\$2.0000	07/30/99	A	30,000	07/30/01	07/30/09	Common Stock	30,000		
Options to Purchase Common Stock	\$1.5625	01/03/00	A	25,000	01/03/01	01/03/10	Common Stock	25,000		
Options to Purchase Common Stock	\$1.6250	01/02/01	A	25,000	01/02/02	01/02/11	Common Stock	25,000	150,000	D

Explanation of Responses:

****Intentional misstatements or omissions of facts constitute Federal Criminal Violations.**

/s/CHRIS SCHOFIELD

03/12/01

Chris Schofield

Date

****Signature of Reporting Person**

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

End of Filing

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