FORM 4	
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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).

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

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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 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person <sup>*</sup>	2. Issuer Name <b>and</b> Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
DIAMANT BEN ZION	DIGITAL POWER CORP [ DPW ]	V Director V 100/ Ourser
(Last) (First) (Middle)	3. Date of Earliest Transaction (MM/DD/YYYY)	X _ Director X _ 10% Owner   X _ Officer (give title below) Other (specify below)
C/O DIGITAL POWER	1/12/2004	Chairman of the Board
CORPORATION, 41920 CHRISTY STREET		
(Street)	4. If Amendment, Date Original Filed (MM/DD/YYYY)	6. Individual or Joint/Group Filing (Check Applicable Line)
FREMONT, CA 94538 (City) (State) (Zip)		X Form filed by One Reporting Person Form filed by More than One Reporting Person

### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

			-	_					
1. Title of Security (Instr. 3)	2. Trans. Date	(Instr. 8)		or Dispos	ecurities Acquired (A isposed of (D) r. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	Form:	7. Nature of Indirect Beneficial
								Direct (D) or Indirect	
					(A) or			(I) (Instr.	(Instr. 4)
		Code	v	Amount	(D)	Price		4)	
Common Stock	1/12/2004	Р		290023	A	\$.862	2440023	I	Owned by Telkoor Telecom Ltd. (1)

#### Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities)

1. Title of Derivate	2.	3. Trans.	3A. Deemed	4. Trans. C	Code	5. Number	of	6. Date Exer	cisable and	7. Tit	le and Amount of	8. Price of	9. Number of	10.	11. Nature
Security	Conversion	Date	Execution	(Instr. 8)		Derivative Securities Expiration Date		ation Date Securities Underlying		Derivative	derivative	Ownership	of Indirect		
(Instr. 3)	or Exercise		Date, if any			Acquired (A) or		Derivative Security		Security	Securities	Form of	Beneficial		
	Price of		-			Disposed o	f (D)			(Instr	. 3 and 4)	(Instr. 5)	Beneficially	Derivative	Ownership
	Derivative					(Instr. 3, 4 and 5)						Owned	Security:	(Instr. 4)	
	Security												Following	Direct (D)	
								Date	Expiration	m1.1	Amount or Number of		Reported	or Indirect	
								Exercisable	Date	Title	Amount or Number of Shares		Transaction(s)	(I) (Instr.	
				Code	V	(A)	(D)						(Instr. 4)	4)	

#### **Explanation of Responses:**

(1) Mr. Diamant is Chairman of the Board of Telkoor Telecom Ltd. He owns 42.45% of the shares of Telkoor Telecom Ltd. Mr. Diamant disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest.

#### **Reporting Owners**

Reporting Owner Name / Address	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
DIAMANT BEN ZION C/O DIGITAL POWER CORPORATION 41920 CHRISTY STREET FREMONT, CA 94538	X	X	Chairman of the Board					

#### Signatures

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en-Zion Diamant	1/14/200
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\*\* Signature of Reporting Person

Date

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).

\*\* 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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