

CPS TECHNOLOGIES CORP/DE/
Form 4
February 21, 2017

FORM 4

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

OMB APPROVAL

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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, 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 *
NORWOOD RALPH M

(Last) (First) (Middle)

C/O CPS TECHNOLOGIES
CORP., 111 SOUTH WORCESTER
STREET

(Street)

NORTON, MA 02766

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
CPS TECHNOLOGIES CORP/DE/
[CPSH]

3. Date of Earliest Transaction
(Month/Day/Year)
02/17/2017

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Chief Financial Officer

6. Individual or Joint/Group Filing(Check Applicable Line)
 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. 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)
				(A) or (D)	Price		
				Code	V	Amount	

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

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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 Securities (Instr. 3 and 4)			
			Code		Date		Expiration Date		Title	Amount or Number of Shares
Common Stock	\$ 1.57	02/17/2017		A	2,000	02/17/2018 02/17/2027			Common Stock	2,000
Common Stock	\$ 1.57	02/17/2017		A	2,000	02/17/2017 02/17/2027			Common Stock	2,000
Common Stock	\$ 1.57	02/17/2017		A	2,000	02/17/2020 02/17/2027			Common Stock	2,000
Common Stock	\$ 1.57	02/17/2017		A	2,000	02/17/2021 02/17/2027			Common Stock	2,000
Common Stock	\$ 1.57	02/17/2017		A	2,000	02/17/2022 02/27/2017			Common Stock	2,000

Reporting Owners

Reporting Owner Name / Address

NORWOOD RALPH M
 C/O CPS TECHNOLOGIES CORP.
 111 SOUTH WORCESTER STREET
 NORTON, MA 02766

Relationships

Director 10% Owner Officer Other

Chief Financial Officer

Signatures

Ralph M. 02/21/2017
 Norwood

**Signature of Date
 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.