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YATIM HAIM
 Form 3
 September 06, 2002
 FORM 3

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

INITIAL STATEMENT OF 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(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*			2. Date of Event	4. Issuer Name and Ticker or Tra
			Requiring	
			Statement	
			(Month/Day/Year)/	Digital Power Corporation (DP
Yatim,	Haim		08/16/02	
(Last)	(First)	(Middle)	3. IRS	5. Relationship of Reporting Per
			Identification	to Issuer (Check all applicab
			Number of	
41920 Christy Street			Reporting Person,	<input type="checkbox"/> Director <input type="checkbox"/> 10% Own
(Street)			if an entity	<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other
			(Voluntary)	(give title below) (Specif
				Chief Financial Officer
Fremont,	CA	94538		
(City)	(State)	(Zip)		

Table I - Nonderivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities	3. Ownership Form:
	Beneficially Owned	Direct (D) Indirect
	(Instr. 4)	(Instr. 5)

Reminder: Report on a separate line for each class of securities beneficially owned directly o

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security (Instr. 4)
Option to Purchase Common Stock	(1) 8/13/12	Common Stock 50,000	\$0.59	D

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

Explanation of Responses:

- (1) 12,500 vests 8/13/03
- 12,500 vests 8/13/04
- 12,500 vests 8/13/05
- 12,500 vests 8/13/06

/S/ HAIM YATIM

Haim Yatim

* If the form is filed by more than one person, see Instruction 5(b)(v).

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

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