

Quaker Capital Partners II, L.P.  
 Form 4  
 February 18, 2009

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

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

**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 \*  
**QUAKER CAPITAL MANAGEMENT CORP**

2. Issuer Name and Ticker or Trading Symbol  
**PERFORMANCE TECHNOLOGIES INC (DE) [PTIX]**

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)  
**601 TECHNOLOGY DRIVE, SUITE 310**  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
**02/17/2009**

\_\_\_ Director \_\_\_X\_\_\_ 10% Owner  
 \_\_\_ Officer (give title below) \_\_\_ Other (specify below)

**CANONSBURG, PA 15317**

(City) (State) (Zip)

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 \_\_\_ Form filed by One Reporting Person  
 \_\_\_X\_\_\_ 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 Indirect Ownership (Instr. 4)
Common Stock, \$.01 par value	02/17/2009		S	V 100,000 (2) D \$ 3.15	1,594,115 (3) I	I	Through two partnerships (1)

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

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SEC 1474 (9-02)

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

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)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code V (A) (D)		Date Exercisable Expiration Date	Title Number of Shares		

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
QUAKER CAPITAL MANAGEMENT CORP 601 TECHNOLOGY DRIVE SUITE 310 CANONSBURG, PA 15317		X		
Quaker Capital Partners II, L.P. 601 TECHNOLOGY DRIVE SUITE 310 CANONSBURG, PA 15317		X		
Quaker Premier II, L.P. 601 TECHNOLOGY DRIVE SUITE 310 CANONSBURG, PA 15317		X		
Schoeppner Mark G 601 TECHNOLOGY DRIVE SUITE 310 CANONSBURG, PA 15317		X		

## Signatures

/s/ QUAKER CAPITAL PARTNERS II, L.P. By: Quaker Premier, L.P., its general partner  
By: Quaker Capital Management Corporation, its general partner By: Mark G. Schoeppner,  
President 02/18/2009

\_\_Signature of Reporting Person Date

/s/ QUAKER PREMIER II, L.P. By: Quaker Capital Management Corporation, its general  
partner By: Mark G. Schoeppner, President 02/18/2009

\_\_Signature of Reporting Person Date

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/s/ QUAKER CAPITAL MANAGEMENT CORPORATION By: Mark G. Schoeppner,  
President

02/18/2009

\_\_Signature of Reporting Person

Date

/s/ Mark G. Schoeppner

02/18/2009

\_\_Signature of Reporting Person

Date

## 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).

The shares of common stock of Performance Technologies, Inc. reported on this Form 4 are owned of record by Quaker Capital Partners I, L.P. ("Quaker I") and Quaker Capital Partners II, L.P. ("Quaker II"). Quaker Premier, L.P. ("Premier") is the sole general partner of Quaker I. Quaker Premier II, L.P. ("Premier2") is the sole general partner of Quaker II. Quaker Capital Management Corporation

(1) ("QCMC") is the sole general partner of each of Premier and Premier2. Mark G. Schoeppner is QCMC's President and sole executive officer and director. Each Reporting Person disclaims beneficial ownership of the reported securities except to the extent of his or its pecuniary interest therein, and this report shall not be deemed an admission that such Reporting Person is the beneficial owner of the securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or any other purpose.

(2) These shares of the Issuer's common stock were sold by Quaker II.

(3) 1,053,300 of these shares are owned of record by Quaker I and 540,815 of these shares are owned of record by Quaker II.

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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