

Occhionero Mark A  
 Form 3  
 January 09, 2012

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**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(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
Â Occhionero Mark A		(Month/Day/Year)	CPS TECHNOLOGIES CORP/DE/ [cpsh]	
(Last)	(First)	(Middle)	01/09/2012	
111 S. WORCESTER ST.			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
NORTON,Â MAÂ 02766			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line)
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other	<input checked="" type="checkbox"/> Form filed by One Reporting Person
			(give title below) (specify below)	<input type="checkbox"/> Form filed by More than One Reporting Person
			Vice-President, Marketing	

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	18,000	D	Â

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of	

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				Shares		(I) (Instr. 5)	
Stock Options	05/29/2004	05/29/2013	Common Stock	11,000	\$ 0.31	D	Â
Stock Options	05/29/2005	05/29/2013	Common Stock	14,000	\$ 0.31	D	Â
Stock Options	12/20/2005	05/29/2013	Common Stock	42,000	\$ 0.31	D	Â
Stock Options	10/12/2005	10/14/2014	Common Stock	7,900	\$ 0.65	D	Â
Stock Options	12/20/2005	10/14/2014	Common Stock	31,600	\$ 0.65	D	Â
Stock Options	07/07/2011	07/07/2020	Common Stock	40,871	\$ 1.53	D	Â
Stock Options	07/07/2012	07/07/2020	Common Stock	40,871	\$ 1.53	D	Â
Stock Options	07/07/2013	07/07/2020	Common Stock	40,871	\$ 1.53	D	Â
Stock Options	07/07/2014	07/07/2020	Common Stock	40,871	\$ 1.53	D	Â
Stock Options	07/07/2015	07/07/2020	Common Stock	40,871	\$ 1.53	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Occhionero Mark A 111 S. WORCESTER ST. NORTON, MA 02766	Â	Â	Â Vice-President, Marketing	Â

## Signatures

Mark A.  
Occhionero

01/09/2012

\*\*Signature of Reporting Person                      Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, see Instruction 5(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.