PERKINELMER INC

Form 4

January 25, 2008

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

30(h) of the Investment Company Act of 1940

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

OMB APPROVAL

response...

Check this box if no longer subject to Section 16. Form 4 or Form 5

SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

See Instruction 1(b).

Common

Stock (1)

Common

Stock

01/23/2008

(Print or Type Responses)

may continue.

| 1. Name and A WALSH RI | Address of Reporting 1 CHARD F | Symbol | er Name and Ticker or Trading INELMER INC [PKI] | 5. Relationship of Reporting Person(s) to Issuer | | | | | | | |
|--------------------------------------|---|---|--|---|--|--|--|--|--|--|--|
| (Last) 940 WINTE | (First) (N | Middle) 3. Date | of Earliest Transaction (Day/Year) | (Check all applicable) Director 10% OwnerX_ Officer (give title Other (specify below) Sr. Vice President & CAO | | | | | | | |
| | (Street) | | nendment, Date Original onth/Day/Year) | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person | | | | | | | |
| | M, MA 02451 | | | Form filed by More than One Reporting Person | | | | | | | |
| (City) | (State) | (Zip) Tal | 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) | Code (Instr. 3, 4 and 5) | Securities Form: Direct Indirect Beneficially (D) or Beneficial Owned Indirect (I) Ownership Following (Instr. 4) (Instr. 4) Reported Transaction(s) (Instr. 3 and 4) | | | | | | | |

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

F

1,978

23.27

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

 $179,280 \stackrel{(2)}{=} \stackrel{(3)}{=} D$

Ι

4,693

401(K)

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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 | f 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. | 6. Date Exer | cisable and | 7. Titl | le and | 8. Price of | 9. Nu |
|-------------|--------------|---------------------|--------------------|------------|------------|--------------|-------------|---------|-------------|-------------|--------|
| Derivative | e Conversion | (Month/Day/Year) | Execution Date, if | Transacti | orNumber | Expiration D | ate | Amou | ınt of | Derivative | Deriv |
| Security | or Exercise | | any | Code | of | (Month/Day/ | /Year) | Under | rlying | Security | Secui |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Derivativ | e | | Secur | ities | (Instr. 5) | Bene |
| | Derivative | | | | Securities | S | | (Instr. | . 3 and 4) | | Owne |
| | Security | | | | Acquired | | | | | | Follo |
| | | | | | (A) or | | | | | | Repo |
| | | | | | Disposed | | | | | | Trans |
| | | | | | of (D) | | | | | | (Instr |
| | | | | | (Instr. 3, | | | | | | |
| | | | | | 4, and 5) | | | | | | |
| | | | | | | | | | A | | |
| | | | | | | | | | Amount | | |
| | | | | | | Date | Expiration | T:41- | or Namel | | |
| | | | | | | Exercisable | Date | Title | Number | | |
| | | | | C-1- V | (A) (D) | | | | of | | |
| | | | | Code v | (A) (D) | | | | Shares | | |

Reporting Owners

Relationships Reporting Owner Name / Address

> Officer Other Director 10% Owner

WALSH RICHARD F 940 WINTER STREET WALTHAM, MA 02451

Sr. Vice President & CAO

Signatures

/s/ Katherine A. O'Hara (POA on file) Richard F. Walsh

01/25/2008

**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).
- These shares are being surrendered to satisfy a tax withholding obligation upon vesting of performance-based restricted stock originally granted on 1/30/07, as required by Reporting Person's Restricted Stock Agreement.
 - On September 5, 2007, the Reporting Person filed a Form 4, which correctly reported the transaction but mistakenly showed a beginning balance in Table 1, Column 5, of 156,954, when the correct beginning balance was 281,015, and mistakenly showed an ending balance of
- (2) 56,954, when the correct ending balance was 181,015. On November 8, 2007, the Reporting Person filed a Form 4, which correctly reported the transaction but mistakenly entered a beginning balance in Table 1, Column 5, of 116,954, when the correct beginning balance was 241,015, and mistakenly showed the ending balance of 56,954, when the correct ending balance was 181,015.
- The Reporting Person's direct holdings include 243 additional shares acquired pursuant to the Reporting Person's (i) election to defer stock and/or compensation into the Deferred Compensation Plan, and/or (ii) reinvestment of dividends relating to the Reporting Person's account; and shares (i) acquired under PerkinElmer's Employee Stock Purchase Plan and/or (ii) reinvestment of dividends relating to the Reporting Person's account.

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.

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