

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Gagnon Neil</u> <hr/> (Last) (First) (Middle) 1370 AVENUE OF THE AMERICAS 26TH FLOOR <hr/> (Street) NEW YORK NY 10019 <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>POWER SOLUTIONS INTERNATIONAL, INC. [ PSIX ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 02/09/2024	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person
Rule 10b5-1(c) Transaction Indication <input type="checkbox"/> Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.		

**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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, par value \$0.001 per share	02/09/2024		P		631	A	\$2	660,311	I	By Managing Member as General Partner of Gagnon Investment Associates <sup>(1)</sup>
Common Stock, par value \$0.001 per share	02/12/2024		P		244	A	\$1.97	660,555	I	By Managing Member as General Partner of Gagnon Investment Associates <sup>(1)</sup>
Common Stock, par value \$0.001 per share								22,342	I	By self as Trustee of Gagnon Securities LLC Profit Sharing Plan <sup>(1)</sup>
Common Stock, par value \$0.001 per share								487,173	D	
Common Stock, par value \$0.001 per share								113,880	I	By Limited Partner of the Family Partnership
Common Stock, par value \$0.001 per share								70,180	I	By Managing Member as General Partner of Darwin Partnership <sup>(1)</sup>

**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)	4. Deemed Execution Date, if any (Month/Day/Year)	5. Transaction Code (Instr. 8)	6. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	7. Date Exercisable and Expiration Date (Month/Day/Year)	8. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	9. Price of Derivative Security (Instr. 5)	10. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	11. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	12. Nature of Indirect Beneficial Ownership (Instr. 4)
<b>Explanation of Responses:</b> 1. Neil Gagnon serves as the Chief Executive Officer of Gagnon Advisors, LLC and is a managing member and principal owner of Gagnon Securities LLC, each of which provides investment management services to investment vehicles and managed accounts (collectively, the "Accounts"), and, as such, has investment discretion with respect to the Accounts. Gagnon's interest in the securities reported herein is limited to the extent of his pecuniary interest in each of the Accounts, if any.											
							/s/ Neil Gagnon ** Signature of Reporting Person		02/13/2024		
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. Expiration Date * 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.

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 Number.