

FUEL TECH, INC.  
Form 8-K  
May 30, 2013

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**

Pursuant to Section 13 or 15(d)

of The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) May 23, 2013

**FUEL TECH, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction

of incorporation)

**001-33059**  
(Commission

File Number)

**20-5657551**  
(IRS Employer

Identification No.)

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**Fuel Tech, Inc.**

**27601 Bella Vista Parkway**

**Warrenville, IL 60555-1617**

**630-845-4500**

(Address and telephone number of principal executive offices)

**Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provision:**

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**ITEM 5.02. *Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers; Compensatory Arrangements of Certain Officers.***

On May 23, 2013, the Board of Directors of Fuel Tech, Inc. ( Fuel Tech or the Company ) approved an amendment to the Company s 2013 Executive Officer Incentive Plan ( EOIP ) to clarify the definition of Adjusted EBITDA included in the EOIP. A full copy of the EOIP, as amended, is attached as Exhibit 99.1 to this Current Report on Form 8-K.

**ITEM 9.01. *Financial Statements and Exhibits***

(d) Exhibits

99.1 2013 Fuel Tech, Inc. Executive Officer Incentive Plan, as amended through May 23, 2013.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**Fuel Tech, Inc.**  
(Registrant)

Date: May 30, 2013

By: /s/ David S. Collins  
David S. Collins  
Senior Vice President, Treasurer and Chief Financial Officer

Exhibits

Exhibit  
No.

Exhibit

99.1      2013 Fuel Tech, Inc. Executive Officer Incentive Plan, as amended through May 23, 2013