

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<br>No. | Exhibit  |
|----------------|--|
| 99.1           | 2013 Fuel Tech, Inc. Executive Officer Incentive Plan, as amended through May 23, 2013 |