

FUEL TECH, INC.  
Form 8-K  
April 05, 2010

**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) April 1, 2010**

**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.)

**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))
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**Item 1.01 Entry into a Material Definitive Agreement**

On April 1, 2010 the Compensation and Nominating Committee (the Committee ) of the Board of Directors of Fuel Tech, Inc. (the Registrant or Fuel Tech ) amended the 2010 Executive Officer Incentive Plan (the EOIP ) to revise the allocation percentages for participating executives.

As amended, the EOIP now provides for the following participation percentages:

| Officer                                       | Percentage |
|---|------------|
| President and Chief Executive Officer-Interim | 37.5%      |
| Chief Financial Officer and Treasurer         | 25%        |
| Executive Vice President, Marketing and Sales | 25%        |
| Unallocated                                   | 12.5%      |

The foregoing description of the EOIP is qualified in its entirety by the copy of the EOIP filed as Exhibit 10.15 to the Registrant's Annual Report on Form 10-K for the year ended December 31, 2009, filed on March 4, 2010.

**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: April 5, 2010

By: /s/ Albert G. Grigonis  
Albert G. Grigonis  
Vice President, General Counsel  
and Secretary