

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