

Ocean Power Technologies, Inc.  
Form 8-K  
October 12, 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): October 7, 2010**

**OCEAN POWER TECHNOLOGIES, INC.**  
(Exact name of registrant as specified in its charter)

|  |  |  |
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| <b>Delaware</b><br>(State or other Jurisdiction of<br>Incorporation) | <b>001-33417</b><br>(Commission File Number) | <b>22-2535818</b><br>(IRS Employer Identification No.) |
|--|--|--|

|  |                            |
|--|----------------------------|
| <b>1590 Reed Road</b><br><b>Pennington, NJ</b><br>(Address of Principal Executive Offices) | <b>08534</b><br>(Zip Code) |
|--|----------------------------|

Registrant's telephone number, including area code: **(609) 730-0400**

(Former name or former address if changed since last report.)

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 provisions:

- 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 5.07. Submission of Matters to a Vote of Security Holders.**

On October 7, 2010, Ocean Power Technologies, Inc. (the Company) held its 2010 Annual Meeting of Stockholders. At the Annual Meeting, the Company's stockholders voted on the following proposals:

1. To elect the six directors named in the Company's proxy statement to serve for a one-year term expiring at the Company's 2011 Annual Meeting of Stockholders and, in each case, until a successor is elected and qualified. Each nominee for director was elected by a vote of the stockholders as follows:

| <b>Name</b>            | <b>For</b> | <b>Withheld</b> | <b>Broker Non-Votes</b> |
|------------------------|------------|-----------------|-------------------------|
| Seymour S. Preston III | 3,614,855  | 292,704         | 3,422,868               |
| J. Victor Chatigny     | 3,683,450  | 224,109         | 3,422,868               |
| Paul F. Lozier         | 3,679,744  | 227,815         | 3,422,868               |
| Thomas J. Meaney       | 3,190,948  | 716,611         | 3,422,868               |
| Dr. George W. Taylor   | 3,213,012  | 694,547         | 3,422,868               |
| Charles F. Dunleavy    | 3,279,777  | 627,782         | 3,422,868               |

2. To ratify the selection of KPMG LLP as the Company's independent registered public accounting firm for fiscal 2011. The proposal was approved by a vote of the stockholders as follows:

| <b>For</b> | <b>Against</b> | <b>Abstain</b> |
|------------|----------------|----------------|
| 7,243,340  | 61,087         | 26,000         |

**SIGNATURE**

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.

OCEAN POWER TECHNOLOGIES, INC.

Date: October 12, 2010

By: /s/ BRIAN M. POSNER  
Brian M. Posner  
Chief Financial Officer