

Ocean Power Technologies, Inc.  
Form 8-K  
October 11, 2016

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 Act of 1934

Date of Report (Date of earliest event reported): **October 10, 2016**

**Ocean Power Technologies, Inc.**  
(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction of incorporation) **001-33417 22-2535818**  
(Commission (I.R.S. Employer File Number) Identification No.)

**1590 Reed  
Road**

**Pennington,08534  
New Jersey**

(Zip  
(Address of Code)  
principal  
executive  
offices)

**(609) 730-0400**

(Registrant's telephone number, including area code)

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 (see General Instruction A.2. below):

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 240.14-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.133-4(c))

**Item 8.01. Other Events.**

On October 10, 2016, Ocean Power Technologies, Inc. issued a press release announcing that it had launched a public offering of 2,500,000 shares of its common stock, par value \$.001 per share, and an additional 375,000 shares of common stock to cover any over-allotments. Roth Capital Partners, LLC and Maxim Group LLC are acting as the representatives of the several underwriters. The press release is filed as Exhibit 99.1 to this Form 8-K and is incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits.**

| <b>Exhibit Number</b> | <b>Description</b> |
|-----------------------|--------------------|
|-----------------------|--------------------|

|       |                                       |
|-------|---------------------------------------|
| 99.1* | Press Release dated October 10, 2016. |
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\* Filed herewith.

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**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.

Date: October 11, 2016

OCEAN POWER TECHNOLOGIES,  
INC.

/s/ George H. Kirby  
George H. Kirby  
President and Chief Executive Officer