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Ocean Power Technologies, Inc.
Form 8-K
October 19, 2016
UNITED STATES

SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

Current Report Pursuant to Section 13 or 15(d) of the Securities Act of 1934

Date of Report (Date of earliest event reported): October 19, 2016

Ocean Power Technologies, Inc.

(Exact name of registrant as specified in its charter)

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

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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 CRF 240.133-4(c) unde

Item 8.01. Other Events.

On October 19, 2016, Ocean Power Technologies, Inc. (the "Company") closed its previously announced underwritten offering of 2,760,000 shares of its common stock (the "Offering"), which includes the sale of 360,000 shares of the Company's common stock sold by the Company pursuant to the exercise, in full, of the over-allotment option by the underwriters.

On the same day, the Company issued a press release announcing the closing of the Offering. A copy of the press release is filed as Exhibit 99.1 hereto and is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

99.1*Press Release dated October 19, 2016.

* 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 19, 2016 OCEAN POWER TECHNOLOGIES, INC.

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