

**SECURITIES AND EXCHANGE COMMISSION**  
WASHINGTON, D.C. 20549

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**FORM 8-K**

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**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of  
The Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): May 24, 2007**

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**ACTIVE POWER, INC.**

(Exact Name of Registrant as Specified in Its Charter)

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**000-30939**

(Commission File Number)

**Delaware**

(State of Other Jurisdiction  
of Incorporation)

**2128 W. Braker Lane, BK12, Austin, Texas**  
(Address of Principal Executive Offices)

**74-2961657**  
(IRS Employer  
Identification No.)

**78758**  
(Zip Code)

**(512) 836-6464**

(Registrant's Telephone Number, Including Area Code)

**N/A**

(Former Name or Former Address, if Changed Since Last Report)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registration 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 240.14d-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 7.01 Regulation FD Disclosure.**

On May 24, 2007, Active Power, Inc. issued a press release, a copy of which is attached hereto as Exhibit 99.1. In accordance with General Instruction B.2 of Form 8-K, the information contained in this Current Report, including the exhibit attached hereto, shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section, nor shall such information be deemed incorporated by reference into any filing under the Securities Exchange Act of 1934, as amended, or the Securities Act of 1933, as amended, regardless of any general incorporation language in such filing, except as shall be expressly set forth by specific reference in such filing.

**Item 9.01 Financial Statements and Exhibits**

(d) Exhibits.

In accordance with General Instruction B.2 of Form 8-K, the information contained in this Current Report, including the exhibit attached hereto, shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section, nor shall such information be deemed incorporated by reference into any filing under the Securities Exchange Act of 1934, as amended, or the Securities Act of 1933, as amended, regardless of any general incorporation language in such filing, except as shall be expressly set forth by specific reference in such filing.

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release of Active Power, Inc. dated May 24, 2007.

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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.

**Active Power, Inc.**

Dated: May 24, 2007

By: /s/ John K. Penver  
John K. Penver  
Chief Financial Officer

**EXHIBIT INDEX**

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<b>Exhibit No.</b>	<b>Description</b>
99.1	Press Release of Active Power, Inc. dated May 24, 2007.



FOR IMMEDIATE RELEASE

**Active Power Receives Positive Notification from NASDAQ**

***Company Current with All SEC Filings and Meets All Requirements  
for Continued Listing of Shares***

**Austin, Texas (May 24, 2007)** – Active Power, Inc. (NASDAQ: ACPW), inventor and manufacturer of the most reliable and energy-efficient critical power systems in the world, has been notified by NASDAQ’s Listing Qualifications Panel that Active Power has complied with the continued listing standards of The Nasdaq Stock Market. As a result of the recent filing of the company’s Annual Report on Form 10-K for the year ended Dec. 31, 2006, and its quarterly report on Form 10-Q for the quarter ended March 31, 2007, Active Power is now current with all of its SEC filing requirements.

Accordingly, NASDAQ has determined Active Power is compliant with all of the listing requirements and will continue the listing of company shares on The Nasdaq Stock Market.

“We are pleased with the determination of the NASDAQ Listing Qualifications Hearing Panel and removing the risk of delisting of our common stock,” said Jim Clishem, CEO and president of Active Power. “With the NASDAQ issues resolved, we can continue to focus on our domestic and international go-to-market strategies to help shape and grow the business. Active Power continues to generate market traction with our energy efficient, reliable and green flywheel-based technology and our products are well positioned to meet the demands of today’s market.”

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**About Active Power**

Active Power (NASDAQ: ACPW) provides efficient, reliable and green critical power solutions and uninterruptible power supply (UPS) systems to enable business continuity in the event of power disturbances. Founded in 1992, Active Power’s flywheel-based UPS systems protect critical operations in data centers, healthcare facilities, manufacturing plants, broadcast stations and governmental agencies in more than 40 countries. Active Power also offers CoolAir, the only solution that provides both backup power and backup cooling. With expert power system engineers and worldwide services and support, Active Power ensures organizations have the power to perform. For more information, please visit [www.activepower.com](http://www.activepower.com).

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**Cautionary Note Regarding Forward-Looking Statements**

This release may contain forward-looking statements that involve risks and uncertainties. Any forward-looking statements and all other statements that may be made in this news release that are not historical facts are subject to a number of risks and uncertainties, and actual results may differ materially. Specific risks include delays in new product development, product performance and quality issues and the acceptance of our current and new products by the power quality market. Please refer to Active Power filings with the Securities and Exchange Commission for more information on the risk factors that could cause actual results to differ.

Active Power, the Active Power logo, and CleanSource are registered trademarks of, and CoolAir is a trademark of Active Power, Inc. All other trademarks are the properties of their respective companies.

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