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**UNITED STATES  
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)**

**October 28, 2009**

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**Active Power, Inc.**

(Exact name of registrant as specified in its charter)

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**Delaware**  
(State or other jurisdiction of  
incorporation)

**000-30939**  
(Commission File Number)

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

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**2128 W. Braker Lane, BK12**  
**Austin, Texas 78758**  
(Address of principal executive offices, including zip code)

**(512) 836-6464**  
(Registrant's telephone number, including area code)

**Not Applicable**  
(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))
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**Item 8.01. Other Events.**

On October 28, 2009, Active Power, Inc. (“Active Power” or the “Company”) received notification from the NASDAQ Listing Qualifications department that the Company has regained compliance with the \$1.00 minimum bid price requirement for continued listing set forth in NASDAQ Listing Rule 5450(a)(1) (the “Minimum Bid Price Rule”).

As previously disclosed, on August 18, 2008, NASDAQ notified Active Power that its common stock failed to maintain a minimum bid price of \$1.00 over the previous 30 consecutive business days as required by the Minimum Bid Price Rule. Active Power was granted a grace period of 180 days in which to regain compliance. NASDAQ subsequently notified Active Power of suspension of its enforcement of the Minimum Bid Price Rule, most recently until December 2, 2009. Since the time of such notifications, the closing bid price of the Company’s common stock has been at \$1.00 per share or greater for at least 10 consecutive business days. Accordingly, the Company has regained compliance with the Minimum Bid Price Rule.

A copy of the press release issued by the Company on October 29, 2009 with respect to this matter is attached hereto as Exhibit 99.1.

**Item 9.01. Financial Statements and Exhibits.**

**(d) Exhibits**

99.1 Press Release of Active Power, Inc. dated October 29, 2009.

**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.

ACTIVE POWER, INC.

Date: October 29, 2009

By: /s/ James A. Clishem  
James A. Clishem  
Chief Executive Officer

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**EXHIBIT INDEX**

Exhibit No.

Description

99.1 Press Release of Active Power, Inc. dated October 29, 2009.



**Active Power Regains Compliance with NASDAQ  
Minimum Bid Price Rule**

**AUSTIN, Texas – Oct. 29, 2009** – Active Power, Inc. (NASDAQ: ACPW) has received notification from the NASDAQ Listing Qualifications department that the company has regained compliance with the \$1.00 minimum bid price requirement for continued listing set forth in NASDAQ Listing Rule 5450(a)(1) (the “Minimum Bid Price Rule”).

As previously announced on Aug. 18, 2008, NASDAQ notified Active Power that its common stock failed to maintain a minimum bid price of \$1.00 over the previous 30 consecutive business days as required by the Minimum Bid Price Rule. Active Power was granted a grace period of 180 days in which to regain compliance. NASDAQ subsequently notified Active Power of suspension of its enforcement of the Minimum Bid Price Rule, most recently until Dec. 2, 2009. Since the time of such notifications, the closing bid price of the company’s common stock has been at \$1.00 per share or greater for at least 10 consecutive business days. Accordingly, the company has regained compliance.

**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 datacenters, healthcare facilities, manufacturing plants, broadcast stations and governmental agencies in more than 40 countries. 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).

**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.

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