SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Ad Schrader-H	Date of Event Requiring Stater Month/Day/Yea 1/12/2007	ment	3. Issuer Name and Ticker or Trading Symbol <u>ACTIVE POWER INC</u> [ACPW]								
(Last) (First) (Middle) C/O ACTIVE POWER 2128 W. BRAKER LANE					4. Relationship of Reporting Pers (Check all applicable) Director X Officer (give title below)		10% Owner Other (specify below)		 5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) 		
(Street)					VP Technical Services				X Form filed by One Reporting Person Form filed by More than One		
AUSTIN	TX	78758								Reporting P	
(City)	(State)	(Zip)									
Table I - Non-Derivative Securities Beneficially Owned											
1. Title of Security (Instr. 4)					2. Amount of Securities Beneficially Owned (Instr. 4)				4. Nature of Indirect Beneficial Ownership (Instr. 5)		
Common Stock					10,000		D				
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)											
1. Title of Derivative Security (Instr. 4)			2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securi Underlying Derivative Securit		ty (Instr. 4) Cor or E		rsion	5. Ownership Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
			Date Exercisable	Expiration Date	n Title		Amount or Number of Shares		tive	Direct (D) or Indirect (I) (Instr. 5)	
Stock Option	Stock Option (right to buy)		(1)	02/07/2017	,	Common Stock	9,000	00 2.29		D	
Stock Option (right to buy)		(2)	08/15/2015	;	Common Stock	20,000 3.23		23	D		
Stock Option (right to buy)		(3)	04/17/2016	5	Common Stock	9,000	5.1	L7	D		
Stock Option (right to buy)		(4)	11/12/2017	,	Common Stock	25,000	1.7	71	D		

Explanation of Responses:

1. 1/4 of shares subject to the option vest and become exercisable on February 7, 2008, and 1/48 of shares vest and become exercisable at the corresponding date of each month thereafter.

2. 1/16 of shares subject to the option vest at the corresponding date of each quarter beginning August 15, 2005. All shares subject to the option became exercisable on August 15, 2005.

3. 1/4 of shares subject to the option vest on April 17, 2006, and 1/48 of shares vest at the corresponding date of each month thereafter. All shares subject to the option became exercisable on April 17, 2006.

4. 1/4 of shares subject to the option vest and become exercisable on November 12, 2008, and 1/16 of shares vest and become exercisable at the corresponding date of each quarter thereafter.

 /s/ John Penver
 11/15/2007

 ** Signature of Reporting Person
 Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 5 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.