

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

OMB Number: 3235-0104  
Estimated average burden  
hours per response: 0.5Filed 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 Address of Reporting Person* <u>Schuetze Karl</u>  (Last) (First) (Middle) <u>C/O ACTIVE POWER, INC.</u> <u>2128 W. BRAKER LANE, BK 12</u>  (Street) <u>AUSTIN TX 78758</u>  (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>07/26/2007</u>	3. Issuer Name and Ticker or Trading Symbol <u>ACTIVE POWER INC [ ACPW ]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Vice President of Engineering</u>	5. If Amendment, Date of Original Filed (Month/Day/Year)
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person	

## Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
<u>Common Stock</u>	<u>5,453<sup>(1)</sup></u>	<u>D</u>	

## 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 Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date				
<u>Employee Stock Option (right to buy)</u>	<u>(2)</u>	<u>01/25/2011</u>	<u>Common Stock</u>	<u>3,000</u>	<u>20</u>	<u>D</u>
<u>Employee Stock Option (right to buy)</u>	<u>(3)</u>	<u>02/07/2017</u>	<u>Common Stock</u>	<u>10,800</u>	<u>2.29</u>	<u>D</u>
<u>Employee Stock Option (right to buy)</u>	<u>(4)</u>	<u>02/12/2013</u>	<u>Common Stock</u>	<u>10,000</u>	<u>1.22</u>	<u>D</u>
<u>Employee Stock Option (right to buy)</u>	<u>(5)</u>	<u>02/13/2014</u>	<u>Common Stock</u>	<u>12,000</u>	<u>3.24</u>	<u>D</u>
<u>Employee Stock Option (right to buy)</u>	<u>(6)</u>	<u>02/14/2015</u>	<u>Common Stock</u>	<u>12,000</u>	<u>3.24</u>	<u>D</u>
<u>Employee Stock Option (right to buy)</u>	<u>(7)</u>	<u>04/29/2015</u>	<u>Common Stock</u>	<u>4,000</u>	<u>2.6</u>	<u>D</u>
<u>Employee Stock Option (right to buy)</u>	<u>(8)</u>	<u>04/17/2016</u>	<u>Common Stock</u>	<u>18,000</u>	<u>5.17</u>	<u>D</u>
<u>Employee Stock Option (right to buy)</u>	<u>(9)</u>	<u>04/13/2010</u>	<u>Common Stock</u>	<u>12,960</u>	<u>4.16</u>	<u>D</u>
<u>Employee Stock Option (right to buy)</u>	<u>(10)</u>	<u>01/25/2011</u>	<u>Common Stock</u>	<u>500</u>	<u>20</u>	<u>D</u>
<u>Employee Stock Option (right to buy)</u>	<u>(11)</u>	<u>06/20/2011</u>	<u>Common Stock</u>	<u>1,935</u>	<u>15.5</u>	<u>D</u>
<u>Employee Stock Option (right to buy)</u>	<u>(12)</u>	<u>06/20/2011</u>	<u>Common Stock</u>	<u>565</u>	<u>15.5</u>	<u>D</u>
<u>Employee Stock Option (right to buy)</u>	<u>(13)</u>	<u>08/14/2011</u>	<u>Common Stock</u>	<u>2,499</u>	<u>5.63</u>	<u>D</u>
<u>Employee Stock Option (right to buy)</u>	<u>(14)</u>	<u>08/14/2011</u>	<u>Common Stock</u>	<u>1</u>	<u>5.63</u>	<u>D</u>
<u>Employee Stock Option (right to buy)</u>	<u>(15)</u>	<u>02/21/2012</u>	<u>Common Stock</u>	<u>10,000</u>	<u>3.58</u>	<u>D</u>
<u>Employee Stock Option (right to buy)</u>	<u>(16)</u>	<u>07/24/2012</u>	<u>Common Stock</u>	<u>2,000</u>	<u>1.81</u>	<u>D</u>

## Explanation of Responses:

- 5000 of these shares are restricted. With continued service, 1,666 of these shares vest 02/07/2008 and thereafter the remaining 3,334 share will vest in two equal annual installments of 1,667 shares through 02/07/2008.
- Option shares are immediately exercisable. All 3,000 shares are currently vested.
- Option shares are exercisable as they vest. With continued service, the shares will vest in four equal annual installments through 02/07/2011.
- Option shares are immediately exercisable. All 10,000 shares are currently vested.
- Option shares are immediately exercisable. 9,000 shares are currently vested. With continued service, the remaining 3,000 shares will vest in equal quarterly installments through 02/13/2008 ( 750 shares per quarter ).
- Option shares are immediately exercisable. 6,000 shares are currently vested. With continued service, the remaining 6,000 shares will vest in equal quarterly installments through 02/14/2009 ( 750 shares per quarter ).
- Option shares are immediately exercisable. 2,000 shares are currently vested. With continued service, the remaining 2,000 shares will vest in equal quarterly installments through 04/29/2009 ( 250 shares per quarter ).
- Option shares are immediately exercisable. 4,500 shares are currently vested. With continued service, the remaining 13,500 shares will vest in equal quarterly installments through 04/17/2010 ( 1,125 shares per quarter ).
- Option shares are immediately exercisable. All 12,960 are currently vested.

- 10. Option shares are immediately exercisable. All 500 shares are currently vested.
- 11. Option shares are immediately exercisable. All 1,935 shares are currently vested.
- 12. Option shares are immediately exercisable. All 565 shares are currently vested.
- 13. Option shares are immediately exercisable. All 2,499 shares are currently vested.
- 14. Option share is exercisable. The share is currently vested.
- 15. Option shares are immediately exercisable. All 10,000 shares are currently vested.
- 16. Option shares are immediately exercisable. All 2,000 shares are currently vested.

/s/ John K. Penver (Attorney-in-Fact)      07/31/2007

\*\* 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.**

CONFIRMING STATEMENT

This Statement confirms that the undersigned, Karl Schuetze, has authorized and designated John Penver to execute and file on the undersigned's behalf a Form ID and all Forms 3, 4, and 5 (including any amendments thereto) that the undersigned may be required to file with the U.S. Securities and Exchange Commission as a result of the undersigned's ownership of or transactions in securities of Active Power, Inc. The authority of John Penver under this Statement shall continue until the undersigned is no longer required to file Forms 3, 4, and 5 with regard to the undersigned's ownership of or transactions in securities of Active Power, Inc., unless earlier revoked in writing. The undersigned acknowledges that John Penver is not assuming any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

Date: July 25, 2007

/s/ Karl Schuetze

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Karl Schuetze