#### Edgar Filing: FUEL TECH, INC. - Form 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES       State and SECURITIES       Expires: Estimated a building Company Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 16(b).       Expires: Estimated a building Company Act of 1935, or Section 10(b).         (Print or Type Responses)       2. Issuer Name and Ticker or Trading SUN WILLIAM H       5. Relationship of Reporting Person Symbol FUEL TECH, INC. [FTEK]       5. Relationship of Reporting Person (Month/Day/Year)         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)       5. Relationship of Check all applicable below)         27601       BELLA VISTA PARKWAY       10/10/2008       —	verage			
FORM 4       UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549       OMB AF OMB Number:         Check this box is no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES       Expires:         Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations may continue. See Instruction 1(b).       Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940       Section 1944, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Section 17(a) of the Investment Company Act of 1940         (Print or Type Response)       1. Issuer Name and Ticker or Trading Symbol FUEL TECH, INC. [FTEK]       S. Relationship of Reporting Person Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)       Check all applicable Check of the public of	3235-0287 January 31, 2005 verage s per			
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES       State and SECURITIES       Expires: Estimated a building Company Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 16(b).       Expires: Estimated a building Company Act of 1935, or Section 10(b).         (Print or Type Responses)       2. Issuer Name and Ticker or Trading SUN WILLIAM H       5. Relationship of Reporting Person Symbol FUEL TECH, INC. [FTEK]       5. Relationship of Reporting Person (Month/Day/Year)         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)       5. Relationship of Check all applicable below)         27601       BELLA VISTA PARKWAY       10/10/2008       —	3235-0287 January 31 2005 verage 's per			
Check this box if no longer subject to Section 16.       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES       Expires: Estimated a burden hour response         Form 4 or Form 5 obligations may continue. See Instruction 1(b).       Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations may continue. See Instruction 1(b).       Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940 1(b).       Section 17(a) of the Public Utility Holding Company Act of 1940 1(b).         (Print or Type Responses)       2. Issuer Name and Ticker or Trading Symbol FUEL TECH, INC. [FTEK]       5. Relationship of Reporting Pers Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)       Director X Officer (give title	January 31 2005 verage 's per			
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person <sup>*</sup> SUN WILLIAM H (Last) (First) (Middle) 27601 BELLA VISTA PARKWAY (Check all applicable (Month/Day/Year) 2. Issuer Name and Ticker or Trading Sum Villon (Month/Day/Year) 10/10/2008 (Check all applicable (Check	2005 verage 's per			
In the object to subject to Section 16.       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF Section 16.       Estimated a burden hour response         Form 5       Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations may continue. Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 10(b).       Estimated a burden hour response         (Print or Type Responses)       30(h) of the Investment Company Act of 1940 1(b).       5. Relationship of Reporting Person Sun WILLIAM H       5. Relationship of Reporting Person Symbol         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)       5. Relationship of Reporting Person Losuer         27601 BELLA VISTA PARKWAY       10/10/2008       — Director Losuer       — Director Losuer	verage 's per			
Section 16.       SECURITIES       burden hour response         Form 4 or       Form 5       Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations         Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue.       30(h) of the Investment Company Act of 1940         See Instruction       30(h) of the Investment Company Act of 1940       1(b).         (Print or Type Responses)       2. Issuer Name and Ticker or Trading       5. Relationship of Reporting Person         1. Name and Address of Reporting Person       2. Issuer Name and Ticker or Trading       5. Relationship of Reporting Person         SUN WILLIAM H       Symbol       Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction         (Month/Day/Year)	's per			
Form 4 or       response         Form 5       Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,         obligations       Section 17(a) of the Public Utility Holding Company Act of 1935 or Section         may continue.       30(h) of the Investment Company Act of 1940         (Print or Type Responses)       30(h) of the Investment Company Act of 1940         1. Name and Address of Reporting Person <sup>+</sup> 2. Issuer Name and Ticker or Trading         SUN WILLIAM H       Symbol         [Last)       (First)         (Middle)       3. Date of Earliest Transaction         (Month/Day/Year)       Director         27601 BELLA VISTA PARKWAY       10/10/2008				
obligations may continue. See Instruction 1(b).       Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940         (Print or Type Responses)       30(h) of the Investment Company Act of 1940         1. Name and Address of Reporting Person <sup>*</sup> . SUN WILLIAM H       2. Issuer Name and Ticker or Trading Symbol FUEL TECH, INC. [FTEK]       5. Relationship of Reporting Person Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)       Check all applicable Iorcetor 10/10/2008         27601 BELLA VISTA PARKWAY       10/10/2008       —       —				
may continue.       Section 17(a) of the Fublic Office Fubli				
1(b).         (Print or Type Responses)         1. Name and Address of Reporting Person *       2. Issuer Name and Ticker or Trading Symbol         SUN WILLIAM H       Symbol         (Last)       (First)         (Middle)       3. Date of Earliest Transaction         (Month/Day/Year)       Director         27601 BELLA VISTA PARKWAY       10/10/2008				
(Print or Type Responses)       1. Name and Address of Reporting Person *       2. Issuer Name and Ticker or Trading Symbol       5. Relationship of Reporting Persor Issuer         SUN WILLIAM H       2. Issuer Name and Ticker or Trading Symbol       5. Relationship of Reporting Persor Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction       (Check all applicable         27601 BELLA VISTA PARKWAY       10/10/2008       —       —       10%         Vice President       Vice President       Vice President       0				
1. Name and Address of Reporting Person <sup>*</sup> 2. Issuer Name and Ticker or Trading Symbol       5. Relationship of Reporting Person Issuer         SUN WILLIAM H       2. Issuer Name and Ticker or Trading Symbol       5. Relationship of Reporting Person Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction         (Month/Day/Year)       10/10/2008       Director       10%         Z7601 BELLA VISTA PARKWAY       10/10/2008       Vice President				
SUN WILLIAM H     Symbol     Issuer       (Last)     (First)     (Middle)     3. Date of Earliest Transaction     (Check all applicable)       27601 BELLA VISTA PARKWAY     10/10/2008				
FUEL TECH, INC. [FTEK] (Check all applicable (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) <u>Director</u> 10% 27601 BELLA VISTA PARKWAY 10/10/2008 <u>Line of Carliest Transaction</u> Vice President	on(s) to			
(Check all applicable (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% 27601 BELLA VISTA PARKWAY 10/10/2008 Officer (give title 0the below) Vice President	Issuer			
(Last)       (First)       (Middle)       3. Date of Earliest Transaction         (Month/Day/Year)       (Month/Day/Year)       Director       10%         27601 BELLA VISTA PARKWAY       10/10/2008      X_Officer (give title below)       Other below)         Vice President       Vice President	)			
27601 BELLA VISTA PARKWAY 10/10/2008 _X_Officer (give titleOthere is the selow) Vice President				
below) below) below) Vice President	Owner			
	(specify			
(Streat) A If Amondment Date Original 6 Individual or Joint/Crown Filin				
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Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Per	son			
WARRENVILLE, IL 60555 <u>—</u> Form filed by More than One Rep Person				
(City) (State) (Zip) <b>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficial</b>	y Owned			
1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 6. Ownership				
Security(Month/Day/Year)Execution Date, if anyTransaction(A) or Disposed of (D)SecuritiesForm: Direct(Instr. 3)anyCode(Instr. 3, 4 and 5)Beneficially(D) or	Indirect Beneficial			
(Month/Day/Year) (Instr. 8) Owned Indirect (I)	Ownership			
Following (Instr. 4)	(Instr. 4)			
(A) Reported Transaction(s)				
Code V Amount (D) Price (Instr. 3 and 4)				
Common				
Common         10/10/2008         A         10,000         A         \$ 3.8         14,000         D           Stock				
Common Stock 10/10/2008 A 10,000 A $\frac{$}{4.68}$ 24,000 D				

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

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 control number.

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# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Securities Acquired (A) or Disposed of (D) (Instr. 3, 4,		Derivative Expiration Date Securities (Month/Day/Year) Acquired (A) or Disposed of (D) (Instr. 3, 4,		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
Common Stock	\$ 3.8	10/10/2008		М		10,000	12/09/2005	12/09/2013	Common	10,000		
Common Stock	\$ 4.68	10/10/2008		М		10,000	12/07/2006	12/09/2014	Common	10,000		

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
SUN WILLIAM H 27601 BELLA VISTA PARKWAY WARRENVILLE, IL 60555			Vice President				
Signatures							

### Signatures

William H. Sun 10/14/2008

<u>\*\*</u>Signature of Reporting Person Date

### **Explanation of Responses:**

\* If the form is filed by more than one reporting person, see Instruction 4(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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.