Carmignani Paul G Form 4 December 22, 2010

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

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**

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

(Print or Type Responses)

(Last)

1. Name and Address of Reporting Person *

Carmignani Paul G

(First)

(Middle)

(Zip)

2. Issuer Name and Ticker or Trading Symbol

FUEL TECH, INC. [FTEK]

3. Date of Earliest Transaction (Month/Day/Year)

FUEL TECH, 27601 BELLA VISTA 12/21/2010

PARKWAY

(Street)

4. If Amendment, Date Original

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

Issuer

below)

Director

Applicable Line)

X_ Officer (give title

(City) (State)

WARRENVILLE, IL 60555

1. Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) (Instr. 3)

Execution Date, if (Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code (Instr. 8)

Disposed of (D) (Instr. 3, 4 and 5)

5. Amount of Securities Beneficially Owned Following Reported

(Instr. 3 and 4)

(I) (Instr. 4) Transaction(s)

Indirect (D) or Indirect Beneficial Ownership (Instr. 4)

7. Nature of

10% Owner

Other (specify

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January 31,

2005

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Number:

Expires:

response...

5. Relationship of Reporting Person(s) to

(Check all applicable)

Vice President

6. Ownership

Form: Direct

6. Individual or Joint/Group Filing(Check

below)

Estimated average

burden hours per

Code V Amount (D) Price

(A)

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

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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

Conversion or Exercise

3. Transaction Date 3A. Deemed (Month/Day/Year)

Execution Date, if any

4. 5. Number Transaction of Derivative Expiration Date Code Securities

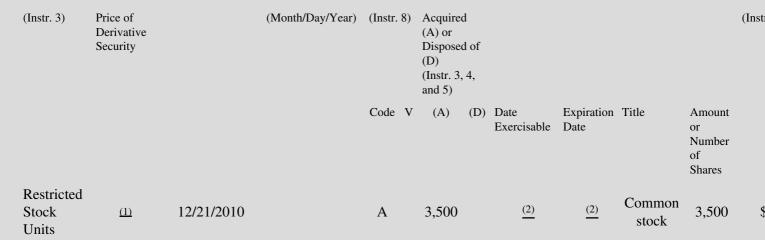
6. Date Exercisable and (Month/Day/Year)

7. Title and Amount of 8. Pr **Underlying Securities** (Instr. 3 and 4)

Deri

Secu

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Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Carmignani Paul G

FUEL TECH Vice 27601 BELLA VISTA PARKWAY President WARRENVILLE, IL 60555

Signatures

Paul G.

Carmignani 12/22/2010
**Signature of Date

Reporting Person

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).
- (1) Each Restricted Stock Unit represents a contingent right to receive one stock of FTEK Common Stock.
 - The Restricted Stock Units (RSUs) vest in three installments: 50% of the RSUs vest on the second anniversary of the transaction date shown above; 25% vest on the third anniversary of the transaction date; and 25% vest on the fourth anniversary of the transaction date.
- (2) Subject to the restrictions on distribution set forth in the registrant's RSU Agreement, generally, shares will be delivered to the reporting person in respect of vested RSUs as soon as practicable after each vesting date, unless the reporting person has elected to defer distribution until a later date.

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.

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