

MECHANICAL TECHNOLOGY INC

Form 4/A

December 20, 2001

<p><b>FORM 4</b></p> <p>[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).</p>	<p><b>UNITED STATES SECURITIES AND EXCHANGE COMMISSION</b></p> <p>Washington, D.C. 20549</p> <p><b>STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP</b></p> <p>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(f) of the Investment Company Act of 1940</p>	<p>OMB APPROVAL</p> <hr/> <p>OMB Number: 3235-0287 Expires: December 31, 2001 Estimated average burden hours per response. . . . . 0.5</p>
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<p>1. Name and Address of Reporting Person*</p> <p><b>Goldberg, Alan P.</b></p> <hr/> <p>(Last) (First) (Middle)</p> <p><b>431 New Karner Road</b></p> <hr/> <p>(Street)</p> <p><b>Albany, NY 12205</b></p> <hr/> <p>(City) (State) (Zip)</p>	<p>2. Issuer Name and Ticker or Trading Symbol</p> <p><b>Mechanical Technology Incorporated MKTY</b></p> <hr/> <p>3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)</p>	<p>4. Statement for (Month/Year)</p> <p><b>April 2000</b></p> <hr/> <p>5. If Amendment, Date of Original (Month/Year)</p> <p><b>5/10/00</b></p>	<p>6. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input checked="" type="checkbox"/> Director _____ 10% Owner</p> <p><input type="checkbox"/> Officer _____</p> <p>Other Officer/Other Description _____</p> <hr/> <p>7. Individual or Joint/Group Filing (Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Individual Filing</p> <p><input type="checkbox"/> Joint/Group Filing</p>
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Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned						
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	3. Transaction Code and Voluntary Code (Instr. 8)	4. Securities Acquired (A) or Disposed (D) Of (Instr. 3, 4, and 5)	5. Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4)	6. Ownership Form: Direct(D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
		Code   V	Amount   A/D   Price			
Common Stock	01/21/2000	G  &nbsp;	100.00   D		D	
Common Stock	01/25/2000	G  &nbsp;	50.00   D		D	
Common Stock	04/03/2000	J (1)  &nbsp;	600,412.00(1)   A 		D	
Common Stock	04/05/2000	J (2)	854.00   A   \$16.00	900,618.00	D	

		&nbsp;				
Common Stock	04/03/2000	J	7,921,622.00(3)	A	11,882,433.00	I (4)
		&nbsp;				By Corporation

(over)  
SEC 1474 (3-99)

**Goldberg, Alan P. - April 2000**

**Form 4 (continued)**

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)	4. Transaction Code and Voluntary Code (Instr.8)	5. Number of Derivative Securities Acquired (A) or Disposed (D) Of (Instr. 3,4 and 5)	6. Date Exercisable(DE) and Expiration Date(ED) (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr.5)	9. Number of Derivative Securities Beneficially Owned at End of Month (Instr.4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I)	11. Nature of Indirect Beneficial Ownership (Instr.4)
Employee Stock Options (Rights to Buy)	\$1.7638889 (5)	11/12/1998	J	(A) 30,000.00 (5)	11/12/1998 11/11/2008	Common Stock - 30,000.00		45,000.00	D	
Employee Stock Options (Rights to Buy)	\$4.1666667 (6)	04/01/1999	J	(A) 30,000.00 (6)	04/01/1999 03/31/2009	Common Stock - 30,000.00		45,000.00	D	
Employee Stock Options (Rights to Buy)	\$20.9166667 (7)	04/01/2000	J	(A) 20,000.00 (7)	04/01/2000 03/31/2010	Common Stock - 20,000.00		30,000.00	D	

Explanation of Responses :

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. 12-20-2001

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a). \*\* Signature of Reporting Person  
Date

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

**Alan P. Goldberg**

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.

Goldberg, Alan P. - April 2000

Form 4 (continued)

FOOTNOTE Descriptions for Mechanical Technology Incorporated MKTY

Form 4 - April 2000

Alan P. Goldberg  
431 New Karner Road

Albany, NY 12205

**Explanation of responses:**

(1) The Company declared a 3 for 1 stock split on March 8, 2000 payable to all holders of record of common stock on April 3, 2000. This stock split resulted in the reporting persons acquisition of 600,412 additional shares of common stock.

(2) The shares acquired were received as a dividend payment on private equity fund shares held by Mr. Goldberg. The \$16 per share price reflected for this transaction refers to the private equity fund's basis in the shares as of the date of transfer.

(3) The Company declared a 3 for 1 stock split on March 8, 2000 payable to all holders of record of common stock on April 3, 2000. This stock split resulted in the reporting persons acquisition of 7,921,622 additional shares of common stock.

(4) Owned by First Albany Companies, Inc., of which Mr. Goldberg is a member of the Board of Directors. This report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.

(5) This option was previously reported as 15,000 shares at a purchase price of \$5.29 per share. This report reflects the Company's 3 for 1 stock split declared on March 8, 2000 payable to all holders of record of common stock on April 3, 2000.

(6) This option was previously reported as 15,000 shares at a purchase price of \$12.50 per share. This report reflects the Company's 3 for 1 stock split declared on March 8, 2000 payable to all holders of record of common stock on April 3, 2000.

(7) This option was issued on 4/1/00 as 10,000 shares at a purchase price of \$62.75 per share. This report reflects the Company's issuance of the options and the 3 for 1 stock split declared on March 8, 2000 payable to all holders of record of common stock on April 3, 2000.