FORM 4

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

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

OMB APPROVAL					
OMB Number:	3235-0287				
Expires:	December 31, 2014				
Estimated average burden					
hours per response	0.5				

1. Name and Address of Reporting Person* Rubin Jason Peter			2. Issuer Name and Ticker or Trading Symbol ACTIVE POWER INC [ACPW]	Issu	5. Relationship of Reporting Person(s) to Issuer				
(Last) C/O 2128 V (Street)	(First) V BRAKER LA	(Middle) NE	3. Date of Earliest Transaction (Month/Day/Year) 02/22/2013		ck all applicable) Director Officer (give title below) VP of Manufication	10% Owner Other (specify below) acturing			
AUSTIN (City)	TX (State)	78758 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	(Che	dividual or Joint/G eck Applicable Line orm filed by One R orm filed by More t eporting Person) eporting Person			

	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution Date,	3. Transac Code (Instr. 8)		Disposed of (D)		Acquired (A) or Disposed of (D) Benefic (Instr. 3, 4 and 5)		6. Ownership Form: Direct (D)	7. Nature of Indirect Beneficial Ownership	
			Code	V	Amount	(A) or (D)	Price	Following Reported Transaction(s) (Instr. 3 and 4)	or Indirect (I) (Instr. 4)	(Instr. 4)	

	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. Transac Code (Instr. 8		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		of and Expiration Date (Month/Day/Year)		tion Amount of Underlying		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Ownership Form of Derivative	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (Right to Buy)	\$ 4.8	02/22/2013		А		70,000		(1)	02/22/2023	Common Stock	70,000	\$ 0	70,000	D	

Explanation of Responses:

1. With continued service, 25% of the option shares shall vest and become exercisable on 02/22/2014, and the balance shall vest and become exercisable in a series of twelve equal quarterly installments upon completion of each additional quarter of service through 02/22/2017.

<u>Jason P. Rubin</u>

** 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 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.

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, officer or director of Active Power, Inc., who is subject to the reporting requirements of Section 16(a) of the Securities Exchange Act of 1934, has authorized and designated J. Douglas Milner, Steven Fife, Shelly Kilpatrick and Beth Sarno (the "Authorized Signatories") 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 the Authorized Signatories 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, and, with respect to an Authorized Signatory, until such time as any Authorized Signatory ceases to be an employee of Active Power, Inc. The undersigned acknowledges that the Authorized Signatories are not assuming any of the undersigned is responsibilities to comply with Section 16 of the Securities Exchange Act of 1934 or any other aspect of the federal securities laws, and that the undersigned is responsible for timely and accurately providing information to the Authorized Signatories with respect to any reportable transaction, as well as compliance with the Company's insider trading and internal pre-clearance policies with respect to transactions involving its securities.

Date:	12-18-2012	Signed:/s/ Jason Peter Rubin				
		Jason Peter Rubin				

NOTARIZED AUTHENTICATION

State of Texas)	
County of Travis)	
On this 18th day of December, 2012, before me Diane Reytag Lung, Notary Public, personally the basis of satisfactory evidence) to be the undersigned and he executed foregoing Confirming States.	• • • • • • • • • • • • • • • • • • • •
IN WITNESS HEREOF, I have hereunto set my hand and official seal.	
	/s/ Diane Reytag Lung
	NOTARY PUBLIC
	My commission expires on 6-21-2014