

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

**SCHEDULE 14A**  
(Rule 14a-101)  
SCHEDULE 14A INFORMATION

Proxy Statement Pursuant to Section 14(a) of the Securities  
Exchange Act of 1934

Filed by the Registrant   
Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only** (as permitted by Rule 14a-6(e)(2))
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material under § 240.141-12

**Ocean Power Technologies, Inc.**  
(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

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(2) Aggregate number of securities to which transaction applies:

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(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

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(4) Proposed maximum aggregate value of transaction:

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(5) Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

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(2) Form, Schedule or Registration Statement No.:

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(3) Filing Party:

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(4) Date Filed:

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November 22, 2021

Dear Valued Shareholder:

We are waiting to hear from you! As of the date of this letter, we have not received your voting instructions for the **Ocean Power Technologies** Annual Meeting of Shareholders to be held on December 13, 2021.

In case you haven't heard the news, OPT recently acquired Marine Advance Robotics, Inc. (MAR), a California-based developer and manufacturer of the Wave Adaptive Modular Vessel (WAM-V®) technology for autonomous surface vehicles (ASVs). The acquisition supports OPT's long-term growth strategy to expand its market value proposition. With the experienced MAR team and a commercially available WAM-V® product line joining OPT, the Company is well-positioned to bring added value to potential customers while expanding its reach into new markets and building revenue.

Please take a moment to cast your vote. Your Board of Directors recommends that you vote FOR all proposals. Voting is simple and only takes a few moments of your time.

Sincerely,

Terence J. Cryan

Chairman, OPT Board of Directors

**CAST YOUR VOTE TODAY**

**Vote by Phone:** Call one of our proxy specialists toll-free at **833-945-2704** Monday through Friday, from 9 a.m. to 10 p.m. Eastern Time.

**Vote by Email:** Send your voting instructions to [ProxyVote@AllianceAdvisors.com](mailto:ProxyVote@AllianceAdvisors.com). Please be sure to reference Ocean Power Technologies.

**PLEASE CAST YOUR VOTE BY MIDNIGHT ET DECEMBER 9 SO YOUR VOTE CAN BE COUNTED**

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