



November 24, 2021

Via EDGAR

U.S. Securities and Exchange Commission
Division of Corporate Finance
100 F Street, N.E., Mail Stop 3561
Washington, D.C. 20549

Attention: Michael Purcell

**RE: Registration Statement on Form S-3
 File No. 333-261240**

Dear Mr. Purcell:

Pursuant to Rule 461 under the Securities Act of 1933, as amended, Ocean Power Technologies, Inc. (the "Company") respectfully requests that the registration statement on Form S-3, File No. 333-261240 (the "Registration Statement"), be declared effective at 5:00 PM., Washington, D.C. time, on November 29, 2021, or as soon as practicable thereafter.

In connection with this request, the Company acknowledges that it and its management are responsible for the accuracy and adequacy of their disclosures, notwithstanding any review, comments, action or absence of action by the staff.

Ocean Power Technologies, Inc.

/s/ Philipp Stratmann

Philipp Stratmann
President and Chief Executive Officer