

MECHANICAL TECHNOLOGY INC
 Form 3
 October 27, 2016

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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)

1. Name and Address of Reporting Person * Â Hirshfield Edward R (Last) (First) (Middle) 122 EAST 42ND STREET, SUITE 4305 (Street) NEW YORK, Â NY Â 10168 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 10/21/2016	3. Issuer Name and Ticker or Trading Symbol MECHANICAL TECHNOLOGY INC [MKTY]	4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below)	5. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person
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Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock, \$0.01 par value ⁽¹⁾	3,750,000	I	By: Brookstone Partners Acquisition XXIV, LLC ⁽²⁾

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Hirshfield Edward R 122 EAST 42ND STREET, SUITE 4305 NEW YORK, NY 10168	X	X		
Brookstone Partners Acquisition XXIV, LLC 122 EAST 42ND STREET, SUITE 4305 NEW YORK, NY 10168	X	X		
BP XXIV Flow, LLC 122 EAST 42ND STREET, SUITE 4305 NEW YORK, NY 10168	X	X		
BP XXIV Meter, LLC 122 EAST 42ND STREET, SUITE 4305 NEW YORK, NY 10168	X	X		

Signatures

By: /s/ Edward R. Hirshfield	10/27/2016
**Signature of Reporting Person	Date
By: Brookstone Partners Acquisition XXIV, LLC, By: BP XXIV Flow, LLC, Managing Member, By: BP XXIV Meter, LLC, Managing Member, By: /s/ Edward R. Hirshfield, Managing Member	10/27/2016
**Signature of Reporting Person	Date
By: BP XXIV Flow, LLC, By: BP XXIV Meter, LLC, Managing Member, By: /s/ Edward R. Hirshfield, Managing Member	10/27/2016
**Signature of Reporting Person	Date
By: BP XXIV Meter, LLC, By: /s/ Edward R. Hirshfield, Managing Member	10/27/2016
**Signature of Reporting Person	Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) This Form 3 is filed jointly by Brookstone Partners Acquisition XXIV, LLC ("Brookstone XXIV"), BP XXIV Flow, LLC ("Brookstone Flow"), BP XXIV Meter, LLC ("Brookstone Meter") and Edward R. Hirshfield (collectively, the "Reporting Persons"). Mr. Hirshfield is a director of the Issuer. Each of the other Reporting Persons may be deemed to be a director by deputation by virtue of the fact that Mr. Hirshfield, the Managing Member of Brookstone Meter, which in turn is the Managing Member of Brookstone Flow, which in turn is the Managing Member of Brookstone XXIV, is a director of the Issuer.
- (2) Represents securities owned directly by Brookstone XXIV. As the Managing Member of Brookstone XXIV, Brookstone Flow may be deemed to beneficially own the securities owned directly by Brookstone XXIV. As the Managing Member of Brookstone Flow, Brookstone Meter may be deemed to beneficially own the securities owned directly by Brookstone XXIV. As the Managing Member of

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Brookstone Meter, Mr. Hirshfield may be deemed to beneficially own the securities owned directly by Brookstone XXIV. Each of the Reporting Persons disclaims beneficial ownership of the securities reported herein except to the extent of his or its pecuniary interest therein.

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.