

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

| OMB APPROVAL | |
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| | | | |
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| 1. Name and Address of Reporting Person* <u>Khosla Ventures I, L.P.</u> (Last) (First) (Middle) 3000 SAND HILL ROAD BUILDING THREE, SUITE 190 (Street) MENLO PARK CA 94025 (City) (State) (Zip) | 2. Date of Event Requiring Statement (Month/Day/Year) 02/08/2011 | 3. Issuer Name and Ticker or Trading Symbol <u>Gevo, Inc.</u> [GEVO] | |
| | | 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below) | 5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person |

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) |
|---------------------------------|---|--|---|
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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 Security | 5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|-----------------|---|----------------------------|--|--|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | |
| Series A-1 Preferred Stock | (1) | (1) | Common Stock | 945,172 ⁽²⁾ | (1) | D ⁽⁶⁾ | |
| Series A-2 Preferred Stock | (1) | (1) | Common Stock | 1,024,566 ⁽²⁾ | (1) | D ⁽⁶⁾ | |
| Series A-3 Preferred Stock | (1) | (1) | Common Stock | 864,833 ⁽²⁾ | (1) | D ⁽⁶⁾ | |
| Series A-4 Preferred Stock | (1) | (1) | Common Stock | 811,305 ⁽²⁾ | (1) | D ⁽⁶⁾ | |
| Series C Preferred Stock | (1) | (1) | Common Stock | 987,707 ⁽²⁾ | (1) | D ⁽⁶⁾ | |
| Series A-1 Preferred Stock | (1) | (1) | Common Stock | 16,111 ⁽²⁾ | (1) | I | See Footnote ⁽⁷⁾ |
| Series A-2 Preferred Stock | (1) | (1) | Common Stock | 17,465 ⁽²⁾ | (1) | I | See Footnote ⁽⁷⁾ |
| Series A-3 Preferred Stock | (1) | (1) | Common Stock | 14,742 ⁽²⁾ | (1) | I | See Footnote ⁽⁷⁾ |
| Series A-4 Preferred Stock | (1) | (1) | Common Stock | 13,830 ⁽²⁾ | (1) | I | See Footnote ⁽⁷⁾ |
| Series C Preferred Stock | (1) | (1) | Common Stock | 14,994 ⁽²⁾ | (1) | I | See Footnote ⁽⁷⁾ |
| Series A-1 Preferred Stock | (1) | (1) | Common Stock | 38,717 ⁽²⁾ | (1) | I | See Footnote ⁽⁸⁾ |
| Series A-2 Preferred Stock | (1) | (1) | Common Stock | 41,969 ⁽²⁾ | (1) | I | See Footnote ⁽⁸⁾ |
| Series A-3 Preferred Stock | (1) | (1) | Common Stock | 35,425 ⁽²⁾ | (1) | I | See Footnote ⁽⁸⁾ |
| Series A-4 Preferred Stock | (1) | (1) | Common Stock | 33,234 ⁽²⁾ | (1) | I | See Footnote ⁽⁸⁾ |
| Series C Preferred Stock | (1) | (1) | Common Stock | 36,032 ⁽²⁾ | (1) | I | See Footnote ⁽⁸⁾ |
| Series D Preferred Stock | (3) | (3) | Common Stock | 1,065,342 ⁽⁴⁾ | (3) | I | See Footnote ⁽⁹⁾ |
| Series D-1 Preferred Stock | (5) | (5) | Common Stock | 438,113 ⁽⁵⁾ | (5) | I | See Footnote ⁽⁹⁾ |

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| 1. Name and Address of Reporting Person* <u>Khosla Ventures I, L.P.</u> (Last) (First) (Middle) 3000 SAND HILL ROAD BUILDING THREE, SUITE 190 (Street) MENLO PARK CA 94025 | | |
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| | | |
|---|---------|----------|
| (City) | (State) | (Zip) |
| 1. Name and Address of Reporting Person* | | |
| Khosla Ventures Associates I, LLC | | |
| (Last) | (First) | (Middle) |
| 3000 SAND HILL ROAD BUILDING THREE, SUITE 190 | | |
| (Street) | | |
| MENLO PARK | CA | 94025 |
| (City) | (State) | (Zip) |

| | | |
|--|---------|----------|
| (City) | (State) | (Zip) |
| 1. Name and Address of Reporting Person* | | |
| Khosla Ventures III, L.P. | | |
| (Last) | (First) | (Middle) |
| 3000 SAND HILL ROAD BUILDING THREE, SUITE 190 | | |
| (Street) | | |
| MENLO PARK | CA | 94025 |
| (City) | (State) | (Zip) |

| | | |
|---|---------|----------|
| (City) | (State) | (Zip) |
| 1. Name and Address of Reporting Person* | | |
| Khosla Ventures Associates III, LLC | | |
| (Last) | (First) | (Middle) |
| 3000 SAND HILL ROAD BUILDING THREE, SUITE 190 | | |
| (Street) | | |
| MENLO PARK | CA | 94025 |
| (City) | (State) | (Zip) |

| | | |
|--|---------|----------|
| (City) | (State) | (Zip) |
| 1. Name and Address of Reporting Person* | | |
| VK Services, LLC | | |
| (Last) | (First) | (Middle) |
| 3000 SAND HILL ROAD BUILDING THREE, SUITE 190 | | |
| (Street) | | |
| MENLO PARK | CA | 94025 |
| (City) | (State) | (Zip) |

| | | |
|--|---------|----------|
| (City) | (State) | (Zip) |
| 1. Name and Address of Reporting Person* | | |
| KHOSLA VINOD | | |
| (Last) | (First) | (Middle) |
| 3000 SAND HILL ROAD BUILDING THREE, SUITE 190 | | |
| (Street) | | |
| MENLO PARK | CA | 94025 |
| (City) | (State) | (Zip) |

Explanation of Responses:

- The Series A-1 Preferred Stock, Series A-2 Preferred Stock, Series A-3 Preferred Stock and Series C Preferred Stock are convertible into shares of the Issuer's common stock at any time on a one-for-one basis and have no expiration date.
- The Series A-1 Preferred Stock, Series A-2 Preferred Stock, Series A-3 Preferred Stock and Series C Preferred Stock will automatically convert into shares of the Issuer's common stock upon the completion of the Issuer's initial public offering.
- The Series D Preferred Stock is convertible into shares of the Issuer's common stock at any time on a one-for-one basis and has no expiration date.
- The Series D Preferred Stock will automatically convert into shares of the Issuer's common stock upon the completion of the Issuer's initial public offering.
- The Series D-1 Preferred Stock is currently convertible into shares of the Issuer's common stock on a one-for-one basis and has no expiration date. However, upon completion of the Issuer's initial public offering, each share of Series D-1 Preferred Stock will automatically convert into a number of shares of the Issuer's common stock as determined pursuant to the terms of the Issuer's Amended and Restated Certificate of Incorporation, filed with the Secretary of State of the State of Delaware on May 4, 2010, a copy of which is attached as Exhibit 3.1 to the Issuer's Registration Statement on Form S-1 (File No. 333-168792), as amended, initially filed with the Securities and Exchange Commission on August 12, 2010.

6. The securities are owned by Khosla Ventures I, L.P. ("Khosla I"). VK Services, LLC serves as the manager of Khosla Ventures Associates I, LLC ("KVA I"), which serves as the general partner of Khosla I. Vinod Khosla is the managing member of VK Services, LLC. Each of KVA I, VK Services, LLC and Vinod Khosla may be deemed to possess sole voting and investment control over the shares owned by Khosla I and may be deemed to have indirect beneficial ownership of such shares. Neither KVA I nor Vinod Khosla owns any securities of the Issuer directly. Each Reporting Person disclaims beneficial ownership of such shares except to the extent of their pecuniary interest therein.

7. The securities are owned by VK Services, LLC. VK Services, LLC serves as the manager of KVA I, the general partner of Khosla I, and KVA III, the general partner of Khosla III. Vinod Khosla is the manager member of VK Services, LLC, and may be deemed to possess sole voting and investment control over the shares held by VK Services, LLC, and may be deemed to have indirect beneficial ownership of such shares. Neither KVA I nor Vinod Khosla owns any securities of the Issuer directly. Each Reporting Person disclaims beneficial ownership of such shares except to the extent of their pecuniary interest therein.

8. The securities were originally purchased by Khosla I, and were distributed by Khosla I to KVA I, and in turn by KVA I to the current owners, who are members or affiliates of members of KVA I. However, Khosla I continues to possess voting and investment control over the shares. VK Services, LLC serves as the manager of KVA I, which serves as the general partner of Khosla I. Vinod Khosla is the managing member of VK Services, LLC. Each of KVA I, VK Services, LLC and Vinod Khosla may be deemed to possess sole voting and investment control over such shares, and each of Khosla I, KVA I, VK Services, LLC and Vinod Khosla may be deemed to have indirect beneficial ownership of such shares. Neither KVA I nor Vinod Khosla owns any securities of the Issuer directly. Each Reporting Person disclaims beneficial ownership of such shares except to the extent of their pecuniary interest therein.

9. The securities are owned by Khosla Ventures III, L.P. ("Khosla III"). VK Services, LLC serves as the manager of Khosla Ventures Associates III, LLC ("KVA III"), which serves as the general partner of Khosla III. Vinod Khosla is the managing member of VK Services, LLC. Each of KVA III, VK Services, LLC and Vinod Khosla may be deemed to possess sole voting and investment control over the shares owned by Khosla III and may be deemed to have indirect beneficial ownership of such shares. Neither KVA III nor Vinod Khosla owns any securities of the Issuer directly. Each Reporting Person disclaims beneficial ownership of such shares except to the extent of their pecuniary interest therein.

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| <u>/s/ Vinod Khosla, Managing Director, Khosla Ventures Associates I, LLC, its General Partner for Khosla Ventures I, L.P.</u> | <u>02/08/2011</u> |
| <u>/s/ Vinod Khosla, Managing Director for Khosla Ventures Associates I, LLC</u> | <u>02/08/2011</u> |
| <u>/s/ Vinod Khosla, Managing Director, Khosla Ventures Associates III, LLC, its General Partner for Khosla Ventures III, L.P.</u> | <u>02/08/2011</u> |
| <u>/s/ Vinod Khosla, Managing Director for Khosla Ventures Associates III, LLC</u> | <u>02/08/2011</u> |
| <u>/s/ Vinod Khosla, Managing Member for VK Services, LLC</u> | <u>02/08/2011</u> |
| <u>/s/ Vinod Khosla</u> | <u>02/08/2011</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 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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