SEC Form 4

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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 or Section 30(h) of the Investment Company Act of 1940

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| Estimated average burde | en |
| hours per response: | 0.5 |
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| 1. Name and Address of Reporting Person [*] <u>Mize Gary W.</u> | | | 2. Issuer Name and Ticker or Trading Symbol Gevo, Inc. [GEVO] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | |
|---|---------|-------|---|--|--|--------------------------|--|--|
| <u>Mize Gary W.</u> | | | | X | Director | 10% Owner | | |
| (Last) (First) (Middle) GEVO, INC., 345 INVERNESS DRIVE SOUTH | | | 3. Date of Earliest Transaction (Month/Day/Year) 08/09/2018 | | Officer (give title below) | Other (specify below) | | |
| BUILDING C, SUITE 310 | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Indiv Line) | lividual or Joint/Group Filing (Check Applicable | | | |
| (Street) | | | | X | Form filed by One Repor | ting Person | | |
| ENGLEWOOD | СО | 80112 | | | Form filed by More than Person | One Reporting | | |
| (City) | (State) | (Zip) | | | | | | |

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | Transaction Code (Instr. | | | | | 5. Amount of Securities Beneficially Owned Following Reported | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--|---|-----------------------------|---|--------|---|---------------|---|---|---|
| | | | Code | v | Amount | | | Transaction(s) (Instr. 3 and 4) | | |
| Common Stock ⁽¹⁾ | 08/09/2018 | | Α | | 11,000 | Α | \$0.00 | 11,044 | D | |

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. Transa Code (8) | | 5. Nu of Deriv Secu Acqu (A) or Dispo of (D) (Instr and 5 | ative rities ired osed | 6. Date Exerc Expiration Da (Month/Day/Y | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |
|---|---|--|---|------------------------------|---|--|---------------------------------|--|---|-------|---|--|--|--|--|
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |

Explanation of Responses:

1. Represents restricted common stock that vests 100% on August 9, 2019.

Remarks:

<u>/s/ Geoffrey T. Williams, Jr.,</u> <u>Attorney-in-Fact</u>

08/13/2018

** 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.