

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>Black David</u> (Last) (First) (Middle) <u>C/O CDP GEVO, LLC</u> <u>3811 TURTLE CREEK BLVD., SUITE 750</u> (Street) <u>DALLAS TX 75219</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Gevo, Inc. [GEVO]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>EVP, Upstream Business Dev.</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>02/03/2012</u>	

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)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	02/03/2012		X		1,298	A	\$2.7	1,298	I	By LLC ⁽¹⁾
Common Stock	02/03/2012		S ⁽²⁾		395	D	\$8.873	903	I	By LLC ⁽¹⁾
Common Stock	02/03/2012		S ⁽³⁾		903	D	\$10	0	I	By LLC ⁽¹⁾
Common Stock	02/06/2012		X		7,573	A	\$2.7	7,573	I	By LLC ⁽¹⁾
Common Stock	02/06/2012		S ⁽⁴⁾		2,241	D	\$9.125	5,332	I	By LLC ⁽¹⁾
Common Stock	02/06/2012		S ⁽³⁾		5,332	D	\$10	0	I	By LLC ⁽¹⁾
Common Stock	02/07/2012		X		5,577	A	\$2.7	5,577	I	By LLC ⁽¹⁾
Common Stock	02/07/2012		S ⁽⁵⁾		1,603	D	\$9.395	3,974	I	By LLC ⁽¹⁾
Common Stock	02/07/2012		S ⁽³⁾		3,974	D	\$10	0	I	By LLC ⁽¹⁾

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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		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
Warrants (right to buy)	\$2.7	02/03/2012		X			1,298	09/21/2009	09/21/2016	Common Stock	1,298	\$0	856,702	I	By LLC ⁽⁶⁾
Warrants (right to buy)	\$2.7	02/06/2012		X			7,573	09/21/2009	09/21/2016	Common Stock	7,573	\$0	849,129	I	By LLC ⁽⁶⁾
Warrants (right to buy)	\$2.7	02/07/2012		X			5,577	09/21/2009	09/21/2016	Common Stock	5,577	\$0	843,552	I	By LLC ⁽⁶⁾

Explanation of Responses:

1. The shares of common stock were issued to CDP Gevo, LLC. CDP Gevo, LLC is beneficially owned 50% by David Black and 50% by Michael Slaney, each of whom may be held to have voting and dispositive power over 100% of the shares held by CDP Gevo, LLC. The reporting person disclaims beneficial ownership of shares held by CDP Gevo, LLC except to the extent of his pecuniary interest

therein.

2. On February 3, 2012, CDP Gevo, LLC exercised a warrant to purchase 1,298 shares of the Issuer's common stock for \$2.70 per share. CDP Gevo, LLC paid the exercise price on a cashless basis, resulting in the Issuer's withholding of 395 of the warrant shares to pay the exercise price and issuing to CDP Gevo, LLC the remaining 903 shares. The Issuer also paid a negligible amount to CDP Gevo, LLC in lieu of a fractional share.

3. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on September 14, 2011.

4. On February 6, 2012, CDP Gevo, LLC exercised a warrant to purchase 7,573 shares of the Issuer's common stock for \$2.70 per share. CDP Gevo, LLC paid the exercise price on a cashless basis, resulting in the Issuer's withholding of 2,241 of the warrant shares to pay the exercise price and issuing to CDP Gevo, LLC the remaining 5,332 shares. The Issuer also paid a negligible amount to CDP Gevo, LLC in lieu of a fractional share.

5. On February 7, 2012, CDP Gevo, LLC exercised a warrant to purchase 5,577 shares of the Issuer's common stock for \$2.70 per share. CDP Gevo, LLC paid the exercise price on a cashless basis, resulting in the Issuer's withholding of 1,603 of the warrant shares to pay the exercise price and issuing to CDP Gevo, LLC the remaining 3,974 shares. The Issuer also paid a negligible amount to CDP Gevo, LLC in lieu of a fractional share.

6. This warrant was issued to CDP Gevo, LLC. CDP Gevo, LLC is beneficially owned 50% by David Black and 50% by Michael Slaney, each of whom may be held to have voting and dispositive power over 100% of the shares held by CDP Gevo, LLC. The reporting person disclaims beneficial ownership of shares held by CDP Gevo, LLC except to the extent of his pecuniary interest therein.

/s/ Brett Lund, Attorney-in-
Fact

02/07/2012

** 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.