Gevo, Inc. Form 4 March 01, 2016

FORM 4

OMB APPROVAL

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

January 31, Expires: 2005 Estimated average

Form 5 obligations may continue.

See Instruction

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

SECURITIES

burden hours per response... 0.5

1(b).

(Last)

(City)

(Print or Type Responses)

1. Name and Address of Reporting Person * Dreessen Ruth

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol

Gevo, Inc. [GEVO]

02/29/2016

(Month/Day/Year)

(Check all applicable)

GEVO, INC., 345 INVERNESS

(Street)

(State)

(First)

(Zip)

(Middle)

3. Date of Earliest Transaction _X__ Director 10% Owner Officer (give title Other (specify

DRIVE SOUTH, BUILDING C, **SUITE 310**

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year) Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

ENGLEWOOD, CO 80112

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

| 1.Title of Security (Instr. 3) | 2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if any (Month/Day/Year) | | 3. Transaction Code (Instr. 8) | 4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned | 6. Ownership Form: Direct (D) or Indirect (I) | Indirect Beneficial Ownership |
|--------------------------------------|---|--|---|---|------------------|------------|---|--|-------------------------------------|
| | | | Code V | Amount | (A) or (D) | Price | Following Reported Transaction(s) (Instr. 3 and 4) | (Instr. 4) | (Instr. 4) |
| Common Stock | 02/29/2016 | | M | 357 | A | (1) | 10,175 | D | |
| Common Stock | 02/29/2016 | | F | 114 (2) | D | \$ 0.38 | 10,061 | D | |

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

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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) | 4. Transact Code (Instr. 8) | Derivative | Expiration Date Under ve (Month/Day/Year) (Instr. es d | | 7. Title and a Underlying S (Instr. 3 and | Securities | 8. Price Deriva Securit (Instr. : |
|---|---|---|--------------------------------------|------------|--|--------------------|---|--|--|
| | | | Code V | ' (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| Restricted Stock Units | (1) | 02/29/2016 | M | 357 | (3) | (3) | Common Stock | 357 | \$ (|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | |
|--|---------------|-----------|---------|-------|--|--|
| reporting owner runte / runtess | Director | 10% Owner | Officer | Other | | |
| Dreessen Ruth GEVO, INC., 345 INVERNESS DRIVE SOUTH BUILDING C, SUITE 310 ENGLEWOOD, CO 80112 | X | | | | | |

Signatures

/s/ Geoff Williams, as 03/01/2016 Attorney-in-Fact

**Signature of Reporting Person Date

Explanation of Responses:

- 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).
- Restricted Stock Units convert into common stock on a one-for-one basis
- The disposition represents the net settlement of shares upon the vesting of restricted stock units.
- On September 16, 2015, the reporting person was granted restricted stock units and options that will vest monthly for three years beginning July 29, 2015.

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.

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