

Gevo, Inc.
Form 4
June 10, 2013

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN 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 *
Kaul Samir

(Last) (First) (Middle)

C/O KHOSLA VENTURES, 2128
SAND HILL ROAD

(Street)

MENLO PARK, CA 94025

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Gevo, Inc. [GEVO]

3. Date of Earliest Transaction
(Month/Day/Year)
06/06/2013

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|---|--|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | | | |
| Common Stock | 06/06/2013 | | A | | 32,051 | A | \$ 0 | 32,051 | D ⁽¹⁾ |
| Common Stock | | | | | | | 85,186 | I | See Footnote ⁽²⁾ |
| Common Stock | | | | | | | 4,928 | I | See Footnote ⁽³⁾ |
| Common Stock | | | | | | | 4,928 | I | See Footnote ⁽⁴⁾ |

| | | | | |
|-----------------|--|-------|---|------------------------|
| Common Stock | | 4,928 | I | See Footnote (5) |
|-----------------|--|-------|---|------------------------|

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

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 control number.

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(9-02)

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 Underlying Securities (Instr. 3 and 4) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Employee Stock Option (right to buy) | \$ 1.89 | 06/06/2013 | | A | 6,250 | <u>(6)</u> 03/14/2023 | Common Stock | 6,250 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Kaul Samir C/O KHOSLA VENTURES 2128 SAND HILL ROAD MENLO PARK, CA 94025 | X | | | |

Signatures

/s/ Samir Kaul 06/10/2013
 **Signature of Date
 Reporting Person

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).

(1) The grant of restricted shares was approved by a committee of Gevo, Inc.'s Board of Directors on March 15, 2013, subject to stockholder approval of a stock option plan amendment for the plan under which the award was granted. Gevo Inc.'s stockholders approved the plan amendment on June 6, 2013. The shares subject to this award vest in equal monthly installments over three years beginning on March 15, 2013.

(2) The securities are owned by the Kaul Revocable Trust, for which Mr. Kaul is a trustee.

(3) The securities are owned by a trust for the benefit of Mr. Kaul's son.

(4) The securities are owned by a trust for the benefit of one of Mr. Kaul's daughters.

(5) The securities are owned by a trust for the benefit of one of Mr. Kaul's daughters.

(6) The option grant was approved by a committee of Gevo, Inc.'s Board of Directors on March 15, 2013, subject to stockholder approval of a stock option plan amendment for the plan under which the option was granted. Gevo Inc.'s stockholders approved the plan amendment on June 6, 2013. The shares subject to this award vest and become exercisable in equal monthly installments over three years beginning on March 15, 2013.

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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