### Edgar Filing: PLUG POWER INC - Form 4

PLUG POW	ER INC										
Form 4											
December 30	), 2016										
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION									OMB APPROVAL		
<b>CURIVI 4</b> UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								OMB Number:	3235-0287		
Check this box								Expires:	January 31,		
if no longer subject to STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF								Estimated a	2005		
	Section 16. SECURITIES								burden hou		
Form 4 o	r								response	•	
Form 5							-	e Act of 1934,			
obligation may cont				•	•	· ·		f 1935 or Section	n		
See Instru		30(h)	) of the In	vestment	Compan	y Act	of 194	40			
1(b).											
(Print or Type I	Responses)										
(Time of Type I	(csponses)										
1. Name and A	ddress of Reportin	ng Person <sup>*</sup>	2. Issue	r Name <b>and</b> Ticker or Trading			5. Relationship of Reporting Person(s) to				
MIDDLETON PAUL B Symbo				-				Issuer			
			•	POWER INC [PLUG]							
(Last)	(First)	(Middle)	3 Date of	f Earliest Tr	ansaction	_		(Chec	Check all applicable)		
				h/Day/Year)				Director 10% Owner X Officer (give title Other (specify helow)			
C/O PLUG	POWER INC.,		12/01/2	-							
968, ALBANY-SHAKER ROAD					below) Chief F				below) Financial Officer		
	(Street)		4 If Ame	endment Da	te Original			6 Individual or Ic	oint/Group Filir	ισ(Check	
				endment, Date Original				6. Individual or Joint/Group Filing(Check Applicable Line)			
_X_ Form filed by C							One Reporting Person				
LATHAM, NY 12110 Form filed by More than One Report Person							eporting				
(City)	(State)	(Zip)									
				le I - Non-D			-	uired, Disposed of		-	
1.Title of	2. Transaction D			3. Transactio	4. Securit		-	5. Amount of	6. Ownership		
Security (Instr. 3)	(Month/Day/Yea	ar) Execution	on Date, 11	on Date, if Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5)				Securities Beneficially	Form: Direct Indirect (D) or Beneficia Indirect (I) Ownershi		
(		•	/Day/Year) (Instr. 8)				- /	Owned		Ownership	
								Following	(Instr. 4)	(Instr. 4)	
						(A)		Reported Transaction(s)			
				Codo V	Amount	or	Duice	(Instr. 3 and 4)			
Common				Code V	Amount	(D)	Price				
Stock	12/01/2016			Μ	13,334	А	<u>(1)</u>	21,420	D		
							¢				
Common	12/22/2016			F	4,952	D	\$ 1.31	16,468	D		
Stock							1.31				

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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# 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. Transactic Code (Instr. 8)	5. Number of orDerivative 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. ] De Sec (In
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	\$ 1.31	12/01/2016		М	13,334	(2)	(2)	Common Stock	13,322	

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
MIDDLETON PAUL B C/O PLUG POWER INC., 968 ALBANY-SHAKER ROAD LATHAM, NY 12110			Chief Financial Officer				
Signatures							
/s/ Gerard L. Conway, Jr., Attorney-in-Fact		12/30/2016					
**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).
- (1) Each restricted stock unit is the equivalent of one share of Plug Power Inc. common stock.
- (2) The restricted stock units vest in equal monthly installments over a three-year period beginning on December 1, 2014. All unvested restricted stock units will vest effective upon the consummation of a change in control.

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.