

Gevo, Inc.
Form 4
December 18, 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 *
Weiss Shai

(Last) (First) (Middle)

C/O VGF ADVISERS (US) LLC, 27
SOUTH PARK STREET, SUITE
200

(Street)

SAN FRANCISCO, CA 94107

(City) (State) (Zip)

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

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

12/16/2013

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) | Price |
| Common Stock | 12/16/2013 | | P | | 18,519 | A | 18,519 |
| Common Stock | 12/16/2013 | | P | | 370,370 | A | 3,124,288 |

See footnote (2)

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

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securities held by the Fund except to the extent of any pecuniary interest therein.

- (3) The number of securities beneficially owned following the reported transaction have been estimated based on the 4.999% ownership limitation contained in the warrants. Under the terms of the warrants, during any period of time in which a holder's beneficial ownership of Gevo's common stock is less than 5%, any exercise notice with respect to the warrants delivered by such holder will be deemed automatically not to have been so delivered by such holder to the extent, but only to the extent, that delivery of shares of Gevo's common stock otherwise deliverable upon such exercise would result in such holder having a beneficial ownership of Gevo's common stock in excess of 4.999%. A holder may only increase the 4.999% ownership limitation upon 65 days prior written notice to Gevo.

Remarks:

Shai Weiss, Anup Jacob, Mark Poole, Niall Ritchie and Stephen Murphy are the directors of VGF I Limited, which serves as t

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