## Edgar Filing: WILLIS GARY K - Form 4

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| Form 4   |   |   |  |   |   |                    |  |  |  |           |  |
|--|---|---|--|---|---|--------------------|--|--|--|-----------|--|
| July 07, 2009  | <b>4</b> UNITED STATES SECURITIES AND EXCHANGE COMMISSION |   |  |   |   |                    |  |  | -  | 3235-0287 |  |
| Check this<br>if no long<br>subject to<br>Section 16<br>Form 4 or<br>Form 5<br>obligation<br>may conti<br><i>See</i> Instru<br>1(b). | Filed purs<br>Section 17(a                                | STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF<br>SECURITIES<br>Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,<br>Section 17(a) of the Public Utility Holding Company Act of 1935 or Section<br>20(h) of the Investment Company Act of 1940 |  |   |   |                    |  |  | Expires:<br>Estimated a<br>burden hou<br>response<br>n               | irs per   |  |
| (Print or Type R   | esponses)   |   |  |   |   |                    |  |  |  |           |  |
| 1. Name and Address of Reporting Person *2. IssuWILLIS GARY KSymbol  |   |   |  | Issuer Name <b>and</b> Ticker or Trading<br>bol |   |                    |  | 5. Relationship of Reporting Person(s) to Issuer             |  |           |  |
|  |   |   |  | POWER INC [PLUG]                                |   |                    |  | (Check all applicable)                                       |  |           |  |
| (Month/D   |   |   | Date of Earliest Transaction<br>Month/Day/Year)<br>7/02/2009 |   |   |                    | X Director 10% Owner<br>Officer (give title Other (specify<br>below) Other (spe |  |  |           |  |
|  |   |   |  | mendment, Date Original<br>Month/Day/Year)      |   |                    |  |  |  |           |  |
| LATHAM, N  | NY 12110  |   |  |   |   |                    |  | Form filed by M<br>Person                                    | Aore than One Ro   | eporting  |  |
| (City)   | (State) (   | Zip)  | Table  | e I - Non-De                                    | erivative S                                       | Securi             | ties Ac  | quired, Disposed of  | f, or Beneficia  | lly Owned |  |
| 1.Title of<br>Security<br>(Instr. 3)   | 2. Transaction Date<br>(Month/Day/Year)                   | Execution any   | on Date, if TransactionAcq<br>Code Disp                      |   | 4. Securi<br>onAcquired<br>Disposed<br>(Instr. 3, | l (A) c<br>l of (D | )  | Securities<br>Beneficially<br>Owned<br>Following<br>Reported | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) |           |  |
| Plug Power   |   |   |  | Code V  |   | or<br>(D)          | Price  | Transaction(s)<br>(Instr. 3 and 4)                           |  |           |  |
| Common<br>Stock  | 07/02/2009  |   |  | А   | 9,259<br>(1)                                      | А                  | \$0  | 60,629   | D  |           |  |

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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transacti<br>Code<br>(Instr. 8) | 5.<br>orNumber<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3, | ;                   | ate                | Amou<br>Under<br>Secur | rlying                                 | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Nu<br>Deriv<br>Secu<br>Bene<br>Owno<br>Follo<br>Repo<br>Trans<br>(Instr |
|---|---|---|---|---------------------------------------|--|---------------------|--------------------|------------------------|--|---|--|
|   |   |   |   | Code V                                | 4, and 5)<br>(A) (D)   | Date<br>Exercisable | Expiration<br>Date | Title                  | Amount<br>or<br>Number<br>of<br>Shares |   |  |

## **Reporting Owners**

| <b>Reporting Owner Name / Address</b>                       | Relationships |           |         |       |  |  |  |
|---|---------------|-----------|---------|-------|--|--|--|
|   | Director      | 10% Owner | Officer | Other |  |  |  |
| WILLIS GARY K<br>968 ALBANY SHAKER ROAD<br>LATHAM, NY 12110 | Х             |           |         |       |  |  |  |
| Signatures  |               |           |         |       |  |  |  |
| /s/ Gerard L. Conway, Jr., Attorne in Fact                  | y 07/07/2009  |           |         |       |  |  |  |
| **Signature of Reporting Person                             |               | Date      | ;       |       |  |  |  |
| Evenlay attack of Daar                                      |               |           |         |       |  |  |  |

## **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) Quarterly stock compensation awarded pursuant to Plug Power's 2009 Non-Employee Director Compensation Plan.

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.