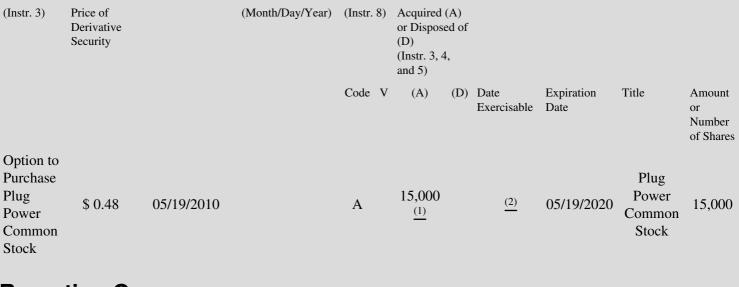
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| MCNAME Form 4 May 21, 20 | E GEORGE C | | | | | | |
|---|--|---|--------------------------------|--|---|--|---|
| FORM | ЛЛ | STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section | | | | | |
| Check t if no lor subject Section Form 4 Form 5 obligati may con <i>See</i> Inst 1(b). | nger to 16. or Filed pur ons ntinue. | | | | | | |
| (Print or Type | Responses) | | | | | | |
| 1. Name and MCNAME | Symbo | 1 | d Ticker or Trading INC [PLUG] | 5. Relationship of Reporting Person(s) to Issuer | | | |
| (Last) 968 ALBA | (Month | 3. Date of Earliest Transaction (Month/Day/Year) 05/19/2010 | | (Check all applicable) X_ Director10% Owner Officer (give titleX_ Other (specify below) below) Chairman of the Board | | | |
| (Street) | | | nendment, D Ionth/Day/Yea | Date Original ar) | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting | | |
| | , NY 12110 | | | | Person | Note than one R | eporting |
| (City) | (State) | (Zip) Ta | ble I - Non- | Derivative Securities A | Acquired, Disposed o | of, or Beneficia | lly Owned |
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | Execution Date, if any | Code (Instr. 8) | 4. Securities onAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price | Securities Elementically Owned | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| Reminder: Re | port on a separate line | e for each class of se | curities bene | information cont required to resp | or indirectly. spond to the collect tained in this form ond unless the for ntly valid OMB cor | are not m | SEC 1474 (9-02) |

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. Number of | 6. Date Exercisable and | 7. Title and Amount of |
|-------------|-------------|---------------------|--------------------|-----------|--------------|-------------------------|------------------------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transacti | orDerivative | Expiration Date | Underlying Securities |
| Security | or Exercise | | any | Code | Securities | (Month/Day/Year) | (Instr. 3 and 4) |

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Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | |
|--|---------------|------------|---------|-----------------------|--|--|
| | Director | 10% Owner | Officer | Other | | |
| MCNAMEE GEORGE C 968 ALBANY SHAKER ROAD LATHAM, NY 12110 | Х | | | Chairman of the Board | | |
| Signatures | | | | | | |
| /s/ Gerard L. Conway, Jr., Attorney in Fact | | 05/21/2010 | | | | |
| <u>**</u> 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) Awarded pursuant to Plug Power's 2009 Non-Employee Director Compensation Plan.
- Consists of an option to acquire common stock granted on May 19, 2010 with respect to which: 15,000 shares will become exercisable(2) one year from the grant date provided that the non-employee director has remained as a director of the Company during that one-year period.

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.