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Conway Gerard Form 4	L JR									
December 16, 2	011									
FORM 4	1								PPROVAL	
Washington, D.C. 20549								N OMB Number:	3235-0287	
Check this be if no longer subject to Section 16. Form 4 or Form 5	STATEM	IENT OF	Estimated a burden hou response	Expires:January 31, 2005Estimated average burden hours per response0.5						
obligations may continue <i>See</i> Instructio 1(b).	e.			-	-	npany Act ny Act of 1	of 1935 or Secti 940	on		
(Print or Type Resp	ponses)									
1. Name and Address of Reporting Person <u>*</u> Conway Gerard L JR			2. Issuer Name and Ticker or Trading Symbol PLUG POWER INC [PLUG]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) (Middle)			3. Date of Earliest Transaction				(Check an applicable)			
968 ALBANY-SHAKER ROAD			(Month/Day/Year) 12/13/2011				Director 10% Owner X Officer (give title Other (specify below) below) General Counsel			
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)			 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 				
LATHAM, NY	7 12110						Person	More than One K	eporting	
(City)	(State)	(Zip)	Tab	ole I - Non-	Derivative	Securities A	Acquired, Disposed	of, or Beneficia	lly Owned	
	Fransaction Date onth/Day/Year)	2A. Deemo Execution any (Month/Da	Date, if	Code (Instr. 8)	4. Securit onAcquired Disposed (Instr. 3, 4 Amount	(A) or of (D)	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 Indirect Beneficial Ownership (Instr. 4)	
Reminder Penort	on a senarata lina	for each al	ass of sea							
Reminder: Report	on a separate fine		ass of sec	unities bene	Perso inforn requir	ns who rest nation cont ed to resp ays a curre	spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not rm	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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(Instr. 3)	Price of Derivative Security	Derivative		(Month/Day/Year) (Instr. 8)			Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option	\$ 2.17	12/13/2011		А		50,000 (1)		(2)	12/13/2021	Common Stock	50,000

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Conway Gerard L JR 968 ALBANY-SHAKER ROAD LATHAM, NY 12110			General Counsel					
Signatures								
/s/ Gerard L. Conway, Jr., Attorney in Fact	у	12/16/2	2011					

<u>**</u>Signature of 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).

Date

- (1) Awarded pursuant to Plug Power's 2011 Stock Option and Incentive Plan.
- (2) The stock options vest as follows: 16,667 shares become exercisable on December 13, 2012; 16,667 shares become exercisable on December 13, 2013; and 16,666 shares become exercisable on December 13, 2014.

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.