

Sere J Darby
Form 4
May 01, 2012

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 *
Sere J Darby

(Last) (First) (Middle)
909 FANNIN, SUITE 1850

(Street)

HOUSTON, TX 77010

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
GeoMet, Inc. [GMET]

3. Date of Earliest Transaction (Month/Day/Year)
04/30/2012

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)
President and CEO

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock | 04/30/2012 | | J ⁽⁵⁾ | V Amount 99,108 ⁽⁵⁾ | (A) or (D) Price \$ 0 | 829,426 ⁽²⁾ (3) (4) (6) | D |
| Common Stock | | | | | 1,900 | I | By Spouse ⁽¹⁾ |
| Common Stock | | | | | 256,231 | I | By Limited Partnership ⁽¹⁾ |
| Common Stock | | | | | 97,236 | I | By Charitable Family Foundation |

| | | | |
|--------------|------------|---|--------------------------------------|
| Common Stock | 1,997 | I | (1) By Controlled Corporation (1) |
| Common Stock | 44,451 (3) | I | By GRAT (1) |
| Common Stock | 44,451 (4) | I | By Spouse's GRAT (1) |

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

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(9-02)

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. Transaction Code (Instr. 8) | 5. Number of Derivative 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 Security (Instr. 3 and 4) | 8. Amount of Underlying Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|---------|--|-----------------------|---|---|
| | | | | | (A) | (D) | Date Exercisable | Expiration Date | | |
| Stock Options (Right to Buy) | \$ 0.72 | 04/30/2012 | | D(7) | | 83,148 | (8) | 03/23/2016 | Common Stock | 8 |
| Stock Options (Right to Buy) | \$ 0.72 | 04/30/2012 | | A(7) | 83,148 | | | 04/30/2012 04/30/2015 | Common Stock | 8 |
| Stock Options (Right to Buy) | \$ 0.875 | 04/30/2012 | | D(7) | | 129,141 | | 09/20/2013 09/20/2017 | Common Stock | 1 |
| Stock Options (Right to Buy) | \$ 0.875 | 04/30/2012 | | A(7) | 129,141 | | | 04/30/2012 04/30/2015 | Common Stock | 1 |
| Stock Options (Right to Buy) | \$ 1.59 | 04/30/2012 | | D(7) | | 148,662 | | 04/05/2014 04/05/2018 | Common Stock | 1 |

| | | | | | | | | |
|------------------------------|---------|------------|------------------|---------|------------|------------|--------------|---|
| Stock Options (Right to Buy) | \$ 1.59 | 04/30/2012 | A ⁽⁷⁾ | 148,662 | 04/30/2012 | 04/30/2015 | Common Stock | 1 |
| Stock Options (Right to Buy) | \$ 2.5 | 04/30/2012 | D ⁽⁷⁾ | 106,660 | 01/30/2006 | 05/19/2013 | Common Stock | 1 |
| Stock Options (Right to Buy) | \$ 2.5 | 04/30/2012 | A ⁽⁷⁾ | 106,660 | 01/30/2006 | 05/19/2013 | Common Stock | 1 |
| Stock Options (Right to Buy) | \$ 2.5 | 04/30/2012 | D ⁽⁷⁾ | 213,320 | 01/30/2006 | 09/22/2013 | Common Stock | 2 |
| Stock Options (Right to Buy) | \$ 2.5 | 04/30/2012 | A ⁽⁷⁾ | 213,320 | 01/30/2006 | 09/22/2013 | Common Stock | 2 |
| Stock Options (Right to Buy) | \$ 2.5 | 04/30/2012 | D ⁽⁷⁾ | 106,660 | 01/30/2006 | 04/27/2014 | Common Stock | 1 |
| Stock Options (Right to Buy) | \$ 2.5 | 04/30/2012 | A ⁽⁷⁾ | 106,660 | 01/30/2006 | 04/27/2014 | Common Stock | 1 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Sere J Darby 909 FANNIN, SUITE 1850 HOUSTON, TX 77010 | X | | President and CEO | |

Signatures

/s/ J. Darby Sere 05/01/2012
 **Signature of Date
 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).

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- (1) The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein.
- (2) 9,693 shares of common stock were transferred by the reporting person to his adult son on October 31, 2011.
- (3) 75,106 shares of common stock were transferred by the J. Darby Sere 2008 Annuity Trust to the reporting person and his spouse jointly on March 13, 2012.
- (4) 75,106 shares of common stock were transferred by the Judith A. Sere 2008 Annuity Trust to the reporting person and his spouse jointly on March 13, 2012.
- (5) Reflects the number of restricted stock units that vested under the reporting person's severance agreement.
- (6) Includes 93,282 shares of restricted stock that vested under the reporting person's severance agreement.
The reported transactions involved amendments to outstanding options as part of the reporting person's severance agreement, which
- (7) resulted in the deemed cancellation of the "old" options and the grant of replacement options that remain exercisable for up to three years after the reporting person's termination date.
- (8) The options had a performance vesting schedule so there was no fixed vesting date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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