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PLUG POWER INC									
Form 4									
July 26, 2016									
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION								OMB APPROVAL	
		Vashington			010		Number:	3235-0287	
Check this box if no longer		U					Expires:	January 31,	
subject to S1. Section 16. Form 4 or	SECUI	RITIES			NERSHIP OF	Estimated a burden hour response	iours per		
Form 5 obligations may continue. See Instruction 1(b). 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 Re Marsh Andrew	ol				5. Relationship of Reporting Person(s) to Issuer				
	PLU	PLUG POWER INC [PLUG]				(Check all applicable)			
(Last) (First)									
(Month/E C/O PLUG POWER INC.,, 968 07/23/2 ALBANY-SHAKER ROAD			2016 _X_Officer (g				we title Other (specify below)		
(Street)		mendment, D Month/Day/Yea	-			6. Individual or Jos Applicable Line)			
LATHAM, NY 12110						_X_ Form filed by O Form filed by M Person			
(City) (State)	(Zip)	able I - Non-	Derivative S	ecuriti	ies Acqu	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)2. Transacti (Month/Day	any	1			of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
~		Code V	Amount	(D)	Price	(Instr. 3 and 4)			
Common 07/23/201 Stock	6	М	122,222	А	<u>(1)</u>	525,606	D		
Common 07/23/201 Stock	6	F	72,747	D	\$ 1.79	452,859	D		
Common Stock						61,843 <u>(2)</u>	Ι	By 401(k) Plan	

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

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number.

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. Transactic Code (Instr. 8)	5. Number of orDerivative 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 Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	<u>(1)</u>	07/23/2016		М	122,222 (<u>3)</u>	(4)	(4)	Common Stock	122,222

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Marsh Andrew C/O PLUG POWER INC., 968 ALBANY-SHAKER ROAD LATHAM, NY 12110	Х		President and CEO				
Signatures							
/s/ Gerard L. Conway, Jr., Attorney-in-Fact		07/26/2	2016				

**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) Restricted stock units convert into common stock on a one-for-one basis.
- (2) The reporting person holds 61,843 shares of Plug Power Common Stock under a 401(k) plan. The information in this report is based on a plan statement as of December 31, 2015.
- (3) Awarded pursuant to Plug Power's 2011 Stock Option and Incentive Plan.
- (4) The restricted stock units are fully vested as of July 23, 2016.

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.