Edgar Filing: WILLIS GARY K - Form 4

WILLIS GARY Form 4	X									
May 16, 2011									PPROVAL	
	UNITED	STATES		RITIES A shington	N OMB Number:	3235-0287				
Check this box if no longer subject to Section 16. Form 4 or Form 5		NGES IN SECUF	Estimated burden hou response	Expires:January 31, 2005Estimated average burden hours per response0.5						
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 Respon	nses)									
1. Name and Address WILLIS GARY	2. Issuer Name and Ticker or Trading Symbol PLUG POWER INC [PLUG]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last) (968 ALBANY S	Middle) DAD	3. Date of Earliest Transaction (Month/Day/Year) 05/12/2011				X_ Director 10% Owner Officer (give title Other (specify below) below)				
() LATHAM, NY 1	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 Person 					
(City) (a	State)	(Zip)	Tab	le I - Non-I	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned	
	nnsaction Date th/Day/Year)	2A. Deemo Execution any (Month/Da	Date, if	3. Transactio Code (Instr. 8) Code V	Disposed (Instr. 3, 4	(A) or of (D)		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Reminder: Report on	a separate line	for each cla	ass of sec	urities benef	-		-			
					inform require	ation cont ed to respo ys a currei	spond to the colle ained in this forn 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	Transaction	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A)		

	Derivative Security				Code	v	or Dispose (D) (Instr. 3, 4 and 5) (A)			Expiration Date	Title	Amount or Number of Shares
Option to Purchase Plug Power Common Stock	\$ 0.51	05/12/201	1		A		12,000 (1)		(2)	05/12/2021	Plug Power Common Stock	12,000
Reporting Owners												
Reporting	g Owner Name	e / Address										
Reporting		, i i i i i i i i i i i i i i i i i i i	Director	10% Owner	Officer	r	Other					
WILLIS GARY K 968 ALBANY SHAKER ROAD LATHAM, NY 12110		X										
Signat	tures											

/s/ Gerard L. Conway, Jr., Attorney 05/16/2011 in Fact

Explanation of Responses:

**Signature of Reporting Person

- 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 2009 Non-Employee Director Compensation Plan.
- Consists of an option to acquire common stock granted on May 12, 2011 with respect to which: 12,000 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.
- (3) This total also accounts for 66,440 options that expired on 6/15/2010.

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.