

PLUG POWER INC  
Form 3  
December 05, 2014

# FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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## INITIAL STATEMENT OF 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 \*

Â MIDDLETON PAUL B  
(Last) (First) (Middle)

C/O PLUG POWER INC.,Â 968  
ALBANY-SHAKER ROAD

(Street)

LATHAM,Â NYÂ 12110

(City) (State) (Zip)

2. Date of Event Requiring  
Statement

(Month/Day/Year)  
12/01/2014

3. Issuer Name **and** Ticker or Trading Symbol  
PLUG POWER INC [PLUG]

4. Relationship of Reporting  
Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_X\_\_ Officer \_\_\_\_ Other  
(give title below) (specify below)  
SVP, Chief Financial Officer

5. 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

### Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security  
(Instr. 4)

2. Amount of Securities  
Beneficially Owned  
(Instr. 4)

3. Ownership  
Form:  
Direct (D)  
or Indirect  
(I)  
(Instr. 5)

4. Nature of Indirect Beneficial  
Ownership  
(Instr. 5)

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

SEC 1473 (7-02)

**Persons who respond to the collection of  
information contained in this form are not  
required to respond unless the form displays a  
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### Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security  
(Instr. 4)

2. Date Exercisable and  
Expiration Date  
(Month/Day/Year)

Date Expiration  
Exercisable Date

3. Title and Amount of  
Securities Underlying  
Derivative Security  
(Instr. 4)

Title Amount or  
Number of  
Shares

4. Conversion  
or Exercise  
Price of  
Derivative  
Security

5. Ownership  
Form of  
Derivative  
Security:  
Direct (D)  
or Indirect  
(I)

6. Nature of Indirect  
Beneficial Ownership  
(Instr. 5)

(Instr. 5)

Stock Options	Â (1)	12/01/2024	Common Stock	250,000	\$ 3.54	D	Â
Restricted Stock Units	Â (2)	12/01/2024	Common Stock	40,000	\$ (3)	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MIDDLETON PAUL B C/O PLUG POWER INC. 968 ALBANY-SHAKER ROAD LATHAM, NY 12110	Â	Â	Â SVP, Chief Financial Officer	Â

## Signatures

/s/ Paul B. 12/03/2014  
Middleton

\_\_Signature of  
Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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) The stock options vest in equal monthly installments over a three-year period beginning on December 1, 2014. All unvested options will vest effective upon the consummation of a change in control.
- (2) The restricted stock units vest in equal monthly installments over a three-year period beginning on December 1, 2014. All unvested restricted stock units will vest effective upon the consummation of a change in control.
- (3) Each restricted stock unit is the equivalent of one share of Plug Power Inc. common stock.

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### Remarks:

PaulÂ MiddletonÂ servesÂ asÂ theÂ ChiefÂ FinancialÂ OfficerÂ ofÂ PlugÂ PowerÂ Inc.

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.