

Green Plains Inc.  
Form 8-K  
August 09, 2016

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 OR 15(d)**

**of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported)**

**August 9, 2016**

**GREEN PLAINS INC.**

**(Exact name of registrant as specified in its charter)**

**Iowa**

**(State or other jurisdiction of incorporation)**

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**001-32924**  
**(Commission file number)**

**84-1652107**  
**(IRS employer identification no.)**

**450 Regency Parkway, Ste. 400, Omaha, Nebraska**  
**(Address of principal executive offices)**

**68114**  
**(Zip code)**

**(402) 884-8700**

**(Registrant's telephone number, including area code)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 8.01. Other Events.**

On August 9, 2016, Green Plains Inc. (the **Company** ) issued a press release announcing it intends to offer, subject to market and other conditions, \$150 million aggregate principal amount of Convertible Senior Notes due 2022 (the **notes** ). The notes will be convertible, when certain conditions are met, into cash, shares of the Company's common stock or a combination of cash and common stock, at the Company's election. The interest rate, conversion rate, offering price and other terms are to be determined at the time of pricing of the offering. The notes are to be offered and sold in a private placement under Section 4(a)(2) of the Securities Act of 1933, as amended (the **Securities Act** ), and Rule 506 of Regulation D thereunder only to qualified institutional buyers (as defined in Rule 144A under the Securities Act). A copy of the press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits. The following exhibit is filed as part of this report.

**Exhibit**

<b>No.</b>	<b>Description of Exhibit</b>
99.1	Press Release, dated August 9, 2016

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**Green Plains Inc.**

Date: August 9, 2016

By: /s/ Jerry L. Peters  
Jerry L. Peters  
Chief Financial Officer  
(Principal Financial Officer)