

KHOSLA VINOD

Form 4

August 24, 2011

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Khosla Ventures I, L.P.

(Last) (First) (Middle)

3000 SAND HILL
ROAD, BUILDING 3, SUITE 190

(Street)

MENLO PARK, CA 94025

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
Gevo, Inc. [GEVO]

3. Date of Earliest Transaction
(Month/Day/Year)
08/22/2011

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____X____ 10% Owner
____ Officer (give title below) ____ Other (specify below)

6. Individual or Joint/Group Filing(Check
Applicable Line)
____ Form filed by One Reporting Person
__X__ 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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	08/22/2011		J ⁽¹⁾		185,377	D	\$ 0 ⁽¹⁾	0	I	See Footnote ⁽¹⁾
Common Stock								4,966,917	D ⁽²⁾	
Common Stock								2,032,063	I	See Footnote ⁽³⁾
Common Stock								77,142	I	See Footnote ⁽⁴⁾

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

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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 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 Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Report Transaction (Instr. 10)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Khosla Ventures I, L.P. 3000 SAND HILL ROAD BUILDING 3, SUITE 190 MENLO PARK, CA 94025		X		
Khosla Ventures Associates I, LLC 3000 SAND HILL ROAD BUILDING 3, SUITE 190 MENLO PARK, CA 94025		X		
Khosla Ventures III, L.P. 3000 SAND HILL ROAD BUILDING 3, SUITE 190 MENLO PARK, CA 94025		X		
Khosla Ventures Associates III, LLC 3000 SAND HILL ROAD BUILDING 3, SUITE 190 MENLO PARK, CA 94025		X		
VK Services, LLC 3000 SAND HILL ROAD BUILDING 3, SUITE 190		X		

MENLO PARK, CA 94025

KHOSLA VINOD
3000 SAND HILL ROAD
BUILDING 3, SUITE 190
MENLO PARK, CA 94025

X

Signatures

By: /s/ Kimberly Totah, Kimberly Totah, as Attorney-in-Fact for Vinod Khosla, as Managing Member of VK Services, LLC, in its capacity as Manager of Khosla Ventures Associates I, LLC, in its capacity as general partner of Khosla Ventures I, L.P.

08/24/2011

__Signature of Reporting Person

Date

By: /s/ Kimberly Totah, Kimberly Totah, as Attorney-in-Fact for Vinod Khosla, as Managing Member of VK Services, LLC, in its capacity as Manager of Khosla Ventures Associates III, LLC, in its capacity as general partner of Khosla Ventures III, L.P.

08/24/2011

__Signature of Reporting Person

Date

By: /s/ Kimberly Totah, Kimberly Totah, as Attorney-in-Fact for Vinod Khosla, as Managing Member of VK Services, LLC, in its capacity as Manager of Khosla Ventures Associates I, LLC

08/24/2011

__Signature of Reporting Person

Date

By: /s/ Kimberly Totah, Kimberly Totah, as Attorney-in-Fact for Vinod Khosla, as Managing Member of VK Services, LLC, in its capacity as Manager of Khosla Ventures Associates III, LLC

08/24/2011

__Signature of Reporting Person

Date

By: /s/ Kimberly Totah, Kimberly Totah, as Attorney-in-Fact for Vinod Khosla, as Managing Member of VK Services, LLC

08/24/2011

__Signature of Reporting Person

Date

By: /s/ Kimberly Totah, Kimberly Totah, as Attorney-in-Fact for Vinod Khosla

08/24/2011

__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) Consists of securities originally purchased by Khosla Ventures I, L.P. ("Khosla I") that were distributed by Khosla I to Khosla Ventures Associates I, LLC ("KVA I"), which serves as the general partner of Khosla I, which were then distributed in turn by KVA I to the current owners who are members or affiliates of members of KVA I as part of a pro rata distribution.

- (2) The securities are owned by Khosla I. VK Services, LLC serves as the manager of KVA I, which serves as the general partner of Khosla I. Vinod Khosla is the managing member of VK Services, LLC. Each of KVA I, VK Services, LLC and Vinod Khosla may be deemed to possess sole voting and investment control over the shares owned by Khosla I and may be deemed to have indirect beneficial ownership of such shares. Neither KVA I nor Vinod Khosla owns any securities of the Issuer directly. Each Reporting Person disclaims beneficial ownership of such shares except to the extent of their pecuniary interest therein.

- (3) The securities are owned by Khosla Ventures III, L.P. ("Khosla III"). VK Services, LLC serves as the manager of Khosla Ventures Associates III, LLC ("KVA III"), which serves as the general partner of Khosla III. Vinod Khosla is the managing member of VK Services, LLC. Each of KVA III, VK Services, LLC and Vinod Khosla may be deemed to possess sole voting and investment control over the shares owned by Khosla III and may be deemed to have indirect beneficial ownership of such shares. Neither KVA III nor Vinod Khosla owns any securities of the Issuer directly. Each Reporting Person disclaims beneficial ownership of such shares except to the extent of their pecuniary interest therein.

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- The securities are owned by VK Services, LLC. VK Services, LLC serves as the manager of each of KVA I and KVA III. Vinod Khosla is the managing member of VK Services, LLC, and may be deemed to possess sole voting and investment control over the shares held by
- (4) VK Services, LLC, and may be deemed to have indirect beneficial ownership of such shares. Each Reporting Person disclaims beneficial ownership of such shares except to the extent of their pecuniary interest therein.

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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