

Midwest Energy Emissions Corp.
 Form 4
 July 02, 2014

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 MacPherson Richard

2. Issuer Name and Ticker or Trading Symbol
 Midwest Energy Emissions Corp.
 [MEEC]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 34 CEDARBANK TERRACE
 (Street)

3. Date of Earliest Transaction
 (Month/Day/Year)
 06/30/2014

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

HALIFAX, A5 B3P 2TR
 (City) (State) (Zip)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 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	06/30/2014		S		25,000 ⁽¹⁾	D	\$ 1	15,914,463	I	By 3253517 Nova Scotia Limited ⁽²⁾
Common Stock	06/30/2014		S		100,000 ⁽¹⁾	D	\$ 1	15,814,463	I	By 3253517 Nova Scotia Limited ⁽²⁾
Common Stock	06/30/2014		G		100,000 ⁽³⁾	D	\$ 0	15,714,463	I	By 3253517

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Common Stock	06/30/2014		G	12,500	D	<u>\$ 0</u> (3)	15,701,963	I	Nova Scotia Limited (2) By 3253517 Nova Scotia Limited (2)
Common Stock	06/30/2014		G	1,250	D	<u>\$ 0</u> (3)	15,700,713	I	By 3253517 Nova Scotia Limited (2)
Common Stock	06/30/2014		G	5,000	D	<u>\$ 0</u> (3)	15,695,713	I	By 3253517 Nova Scotia Limited (2)
Common Stock	06/30/2014		G	25,000	D	<u>\$ 0</u> (3)	15,670,713	I	By 3253517 Nova Scotia Limited (2)
Common Stock	06/30/2014		G	25,000	D	<u>\$ 0</u> (3)	15,645,713	I	By 3253517 Nova Scotia Limited (2)
Common Stock							506,920	D	

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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(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)	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 Owned Beneficially (Instr. 5)
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(Instr. 3,
4, and 5)

	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Code V (A) (D)				

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MacPherson Richard 34 CEDARBANK TERRACE HALIFAX, A5 B3P 2TR	X	X		

Signatures

/s/ Richard MacPherson	07/02/2014
**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) On June 30, 2014, 3253517 Nova Scotia Limited effected a transfer of 25,000 and 100,000 shares of common stock to two purchasers in private sales transactions for cash consideration.
 - (2) The Reporting Person is the controlling principal of 3253517 Nova Scotia Limited.
 - (3) On June 30, 2014, 3253517 Nova Scotia Limited made a gift of an aggregate of 168,750 shares of common stock to 6 persons.

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.