

Midwest Energy Emissions Corp.
Form 4
June 27, 2014

FORM 4

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

OMB APPROVAL

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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)
06/26/2014

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 Indirect Beneficial Ownership (Instr. 4)		
			Code	V	Amount	(A) or (D)	Price		
Common Stock	06/26/2014		S		100,000 ⁽¹⁾	D	\$ 1 16,663,233	I	By 3253517 Nova Scotia Limited ⁽²⁾
Common Stock	06/26/2014		S		50,000 ⁽¹⁾	D	\$ 1 16,613,233	I	By 3253517 Nova Scotia Limited ⁽²⁾

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Common Stock	06/26/2014	S	<u>50,000</u> ⁽¹⁾	D	\$ 1	16,563,233	I	By 3253517 Nova Scotia Limited <u>(2)</u>
Common Stock	06/26/2014	S	<u>326,627</u> ⁽¹⁾	D	\$ 0.43	16,236,606	I	By 3253517 Nova Scotia Limited <u>(2)</u>
Common Stock	06/26/2014	S	<u>297,143</u> ⁽³⁾	D	\$ 0.34	15,939,463	I	By 3253517 Nova Scotia Limited <u>(2)</u>
Common Stock						506,920	D	

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

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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) (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 Reported Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer Other

MacPherson Richard
34 CEDARBANK TERRACE X X
HALIFAX, A5 B3P 2TR

Signatures

/s/ Richard
MacPherson 06/27/2014
__Signature of Reporting Date
Person

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 26, 2014, 3253517 Nova Scotia Limited effected a transfer of 100,000, 50,000, 50,000 and 326,627 shares of common stock to four purchasers in private sales transactions for cash consideration.
- (2) The Reporting Person is the controlling principal of 3253517 Nova Scotia Limited.
- (3) On June 26, 2014, 3253517 Nova Scotia Limited effected a transfer of 297,143 shares of common stock to one transferee in a private transaction for consideration consisting of loan repayment.

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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