

Midwest Energy Emissions Corp.  
 Form 4  
 June 27, 2014

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2015  
 Estimated average burden hours per response... 0.5

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)

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

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

34 CEDARBANK TERRACE

06/26/2014

(Street)

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

HALIFAX, A5 B3P 2TR

(City) (State) (Zip)

**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 <sup>(1)</sup>	D	\$ 1 16,663,233	I	By 3253517 Nova Scotia Limited <u>(2)</u>
Common Stock	06/26/2014		S		50,000 <sup>(1)</sup>	D	\$ 1 16,613,233	I	By 3253517 Nova Scotia Limited <u>(2)</u>

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Common Stock	06/26/2014	S	<u>50,000</u> <sup>(1)</sup>	D	\$ 1	16,563,233	I	By 3253517 Nova Scotia Limited <u>(2)</u>
Common Stock	06/26/2014	S	<u>326,627</u> <sup>(1)</sup>	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> <sup>(3)</sup>	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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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 Reporting 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. 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.