

Midwest Energy Emissions Corp.
 Form 4/A
 July 19, 2013

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 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)
 34 CEDARBANK TERRACE
 (Street)

3. Date of Earliest Transaction
 (Month/Day/Year)
 03/19/2013

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)
 03/21/2013

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 Ownership (Instr. 4)			
			Code	V	Amount	(A) or (D)	Price			
Common Stock	03/19/2013		S		55,500 <u>(1) (3)</u>	D	\$ 0.88	17,569,061	I	By 3253517 Nova Scotia Limited ⁽²⁾
Common Stock	03/19/2013		S		250,000	D	\$ 0.43	17,319,061	I	By 3253517 Nova Scotia Limited

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 (Instr. 5)
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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 07/19/2013

**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).

- On March 19, 2013, 3253517 Nova Scotia Limited (the "Transferor") effected a transfer of 55,500 and 250,000 shares of common stock to two transferees in private transactions. The consideration for the transfer of 55,500 shares was CDN \$50,000 payable \$25,000 in cash and \$25,000 in services previously rendered to the Transferor. The 250,000 shares have been transferred pursuant to and as consideration for an executed Release relating to, among other things, services previously rendered. The 250,000 shares have been valued at the market price of the common stock on the date of transfer.
- The Reporting Person is the controlling principal of 3253517 Nova Scotia Limited.
 - This form is being filed to amend this reported transaction only in order to reflect the disposition of 55,500 shares at a price of \$0.88 per share. The original filing indicated 55,000 shares at a price of \$0.89 per share.

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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