

Gevo, Inc.  
Form DEFA14A  
April 24, 2013

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**SCHEDULE 14A**

**Proxy Statement Pursuant to Section 14(a) of the**  
**Securities Exchange Act of 1934**

**(Amendment No.    )**

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

Preliminary Proxy Statement

**Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**

Definitive Proxy Statement

Definitive Additional Materials

Soliciting Material under §240.14a-12

**Gevo, Inc.**

**(Name of Registrant as Specified In Its Charter)**

**(Name of Person(s) Filing Proxy Statement, if other than the Registrant)**

Payment of Filing Fee (Check the appropriate box):

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No fee required

Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

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(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

**Important Notice Regarding the Availability of Proxy Materials for the**

**Annual Stockholder Meeting of**

**GEVO, INC.**

**To Be Held On:**

**June 6, 2013 at 3:00 p.m.**

**at 345 Inverness Drive South, Building C, Suite 310, Englewood, Colorado 80112**

**COMPANY NUMBER**

**ACCOUNT NUMBER**

**CONTROL NUMBER**

**Notice is hereby given that the Annual Meeting of Stockholders of Gevo, Inc. will be held at 345 Inverness Drive South, Building C, Suite 310, Englewood, Colorado on Thursday, June 6, 2013 at 3:00 p.m., local time.**

**You are receiving this communication because you held shares in Gevo, Inc. as of the close of business on April 8, 2013, the record date for the Annual Stockholder Meeting.**

**This is not a ballot. You cannot use this notice to vote your shares. This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. We encourage you to access and review all of the important information contained in the proxy materials before voting.**

**If you want to receive a paper or e-mail copy of the proxy materials you must request one. There is no charge to you for requesting a copy. To facilitate timely delivery please make the request as instructed below before 5/26/13.**

**Please visit <http://www.amstock.com/ProxyServices/ViewMaterial.asp?CoNumber=16912>, where the following materials are available for view:**

Notice of Annual Meeting of Stockholders

Proxy Statement

Form of Electronic Proxy Card

Annual Report

**TO REQUEST MATERIALS:** **TELEPHONE: 888-Proxy-NA (888-776-9962) 718-921-8562 (for international callers)**

**E-MAIL: [info@amstock.com](mailto:info@amstock.com)**

**WEBSITE: <http://www.amstock.com/proxyservices/requestmaterials.asp>**

**TO VOTE:**

**ONLINE:** To access your online proxy card, please visit [www.voteproxy.com](http://www.voteproxy.com) and follow the on-screen instructions. You may enter your voting instructions at [www.voteproxy.com](http://www.voteproxy.com) up until 11:59 PM Eastern Daylight Time the day before the cut-off or meeting date.

**IN PERSON:** You may vote your shares in person by attending the Annual Stockholder Meeting. Directions to the Gevo, Inc. Annual Stockholder Meeting are available in the Proxy Statement which can be viewed at <http://www.amstock.com/ProxyServices/ViewMaterial.asp?CoNumber=16912>.

**TELEPHONE:** To vote by telephone, please visit <https://secure.amstock.com/voteproxy/login2.asp> to view the materials and to obtain the toll free number to call.

**MAIL:** You may request a voting card by following the instructions above.

**THE BOARD OF DIRECTORS RECOMMENDS A VOTE FOR THE ELECTION OF EACH OF THE BOARD'S DIRECTOR NOMINEES AND FOR PROPOSALS 2, 3, 4 AND 5.**

1. To elect the following three nominees as Class III members of the Company's Board of Directors to serve for a three-year term:
2. To approve an amendment to the Company's Amended and Restated Certificate of Incorporation to increase the number of authorized shares of common stock from 100,000,000 to 150,000,000 and the number of authorized shares of preferred stock from 5,000,000 to 10,000,000.

**NOMINEES:**

Gary W. Mize  
Bruce A. Smith  
Shai Weiss

3. To amend and restate the Gevo, Inc. 2010 Stock Incentive Plan.
4. To ratify the appointment of Deloitte & Touche LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2013.
5. To approve an advisory (non-binding) resolution on the compensation of the Company's named executive officers, as presented in the proxy statement.

**Please note that you cannot use this notice to vote by mail.**