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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person * <u>Pavlish John</u> _____ (Last) (First) (Middle) <u>2517 KINCAID PL</u> _____ (Street) <u>THE VILLAGES FL 32163</u> _____ (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Midwest Energy Emissions Corp. [ MEEC ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner Officer (give title below) _____ Other (specify below) _____ <u>Senior VP/Chief Tech Officer</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>06/24/2024</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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	06/24/2024		M		1,000,000 <sup>(1)</sup>	A	\$0.45	2,097,243	D	
Common Stock	06/24/2024		F		681,715 <sup>(1)</sup>	D	\$0.6601	1,415,528	D	
Common Stock	06/24/2024		M		600,000 <sup>(2)</sup>	A	\$0.27	2,015,528	D	
Common Stock	06/24/2024		F		245,418 <sup>(2)</sup>	D	\$0.6601	1,770,110	D	

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Stock Option (Right to Buy)	\$0.45	06/24/2024		M			1,000,000	11/16/2015	06/28/2024	Common Stock	1,000,000	\$0	0	D	
Stock Option (Right to Buy)	\$0.27	06/24/2024		M			600,000	06/28/2019	06/28/2024	Common Stock	600,000	\$0	0	D	

**Explanation of Responses:**

- Reflects shares of the Issuer's common stock acquired by the Reporting Person through the cashless exercise of an option to acquire 1,000,000 shares of common stock, pursuant to which 681,715 shares were withheld by the Issuer with a VWAP of \$0.6601 per share to pay the exercise price of \$0.45 per share, resulting in 318,285 shares of common stock being issued to the Reporting Person on a net basis.
- Reflects shares of the Issuer's common stock acquired by the Reporting Person through the cashless exercise of an option to acquire 600,000 shares of common stock, pursuant to which 245,418 shares were withheld by the Issuer with a VWAP of \$0.6601 per share to pay the exercise price of \$0.27 per share, resulting in 354,582 shares of common stock being issued to the Reporting Person on a net basis.

/s/ John Pavlish 06/26/2024  
 \*\* Signature of Reporting Person Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.