FORM 4

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

Washington, D.C. 20549

OMB APPROVAL

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#### 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

#### 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

10b5-1(c). See Instr	uction 10.					
1. Name and Address  MacPherson R			2. Issuer Name and Ticker or Trading Symbol Midwest Energy Emissions Corp. [ MEEC ]		ntionship of Reporting Per all applicable) Director	son(s) to Issuer
(Last) 1810 JESTER DR	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 07/28/2023	X	Officer (give title below)  President a	Other (specify below)
(Street) CORSICANA (City)	TX (State)	75109 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv	Form filed by One Re	g (Check Applicable Line) porting Person an 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. Transac Code (Ir 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	07/28/2023		M		16,458(1)	A	\$0.17	11,812,497	D	
Common Stock	07/28/2023		F		8,451(1)	D	\$0.3311	11,804,046	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. Transac Code (In 8)		Derivative		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		Derivative	9. Number of derivative Securities Beneficially Owned Following Reported	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	Amount or Number of Shares		Transaction(s) (Instr. 4)		
Stock Option (Right to Buy)	\$0.17	07/28/2023		M			16,458	07/31/2018	07/31/2023	Common Stock	16,458	\$0	0	D	

#### Explanation of Responses:

1. Reflects shares of the Issuer's common stock acquired by the Reporting Person through the cashless exercise of an option to acquire 16,458 shares of common stock, pursuant to which 8,451 shares were withheld by the Issuer with a VWAP of \$0.3311 per share to pay the exercise price of \$0.17 per share, resulting in 8,007 shares of common stock being issued to the Reporting Person on a net basis.

/s/ Richard MacPherson

\*\* Signature of Reporting Person Date

08/01/2023

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

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.

 $<sup>^{\</sup>star}$  If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

<sup>\*\*</sup> Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).