KAHN ALLEN Form 4 November 02, 2011

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL

OMB 3235-0287 Number:

January 31, Expires: 2005

Estimated average burden hours per

0.5 response...

if no longer subject to Section 16. Form 4 or Form 5

obligations

Check this box

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

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

(First)

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

KAHN ALLEN

(Last)

Stock

GREENMAN TECHNOLOGIES

(Check all applicable)

INC [GMTI] (Middle)

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

10/27/2011

X Director Officer (give title

10% Owner _ Other (specify

C/O GREENMAN

TECHNOLOGIES, 7 KIMBALL

LANE, BLDGE A

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

LYNNFIELD, MA 01940

(City) (State) (Zip)

(Street)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3) (Month/Day/Year)

3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)

6. Ownership 7. Nature of 5. Amount of Form: Direct Indirect Securities Beneficially Beneficial (D) or Owned Indirect (I) Ownership Following (Instr. 4) (Instr. 4) Reported

(A) Transaction(s) (Instr. 3 and 4) (D) Price Amount

Code V

Common 10/27/2011 10/27/2011 Α 136,750

4,962,250

D

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of	2.	2 Transaction Data	2A Doomad	4.	5	6. Date Exer	raicable and	7 Title and	A mount of	8. Price
Derivative Security	Conversion or Exercise	3. Transaction Date (Month/Day/Year)	Execution Date, if any		ansactionNumber Expiration		Oate Underlying S		Securities	Derivati Security
(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)		e `	, icai)	(mon.) and		(Instr. 5]
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Common Stock Purchase Options	(1)					<u>(1)</u>	<u>(1)</u>	Common Stock	184,500	

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
KAHN ALLEN C/O GREENMAN TECHNOLOGIES 7 KIMBALL LANE, BLDGE A LYNNFIELD, MA 01940	X	X					

Signatures

/s/ Charles E Coppa, attorney
in fact

**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).

Options to purchase 8,000 shares of common stock are exercisable at prices ranging from \$.38 to \$1.95 per share, vest immediately and (1) have a term of 10 years from date of grant. Options to purchase 176,500 shares of common stock are exercisable at prices ranging from \$.23 to \$1.80 per share, vest equally over a 5 year term and have a term of 10 years from date of grant.

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.

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