

Green Plains Renewable Energy, Inc.
 Form 4
 March 23, 2012

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).

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 *
 NTR plc

2. Issuer Name and Ticker or Trading Symbol
 Green Plains Renewable Energy, Inc.
 [GPRE]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 BURTON COURT, BURTON HALL DRIVE, SANDYFORD
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 03/09/2012

____ Director
 ____ Officer (give title below) Other (specify below)
 Former 10% Owner

DUBLIN, L2 18

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 ___ Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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 | 03/09/2012 | | S | 3,700,000 | D | \$ 10.06 | 577,653 | I | by Greenstar Investments LLC ⁽¹⁾ |

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

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 control number.

SEC 1474 (9-02)

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 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 Owned Following Transaction (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|------------------|
| | Director | 10% Owner | Officer | Other |
| NTR plc BURTON COURT, BURTON HALL DRIVE SANDYFORD DUBLIN, L2 18 | | | | Former 10% Owner |
| Greenstar North America Holdings, Inc. 3411 RICHMOND AVENUE, SUITE 7000 HOUSTON, TX 77046 | | | | Former 10% Owner |
| Greenstar Investments LLC BURTON COURT BURTON HALL DRIVE, SANDYFORD DUBLIN, L2 18 | | | | Former 10% Owner |

Signatures

/s/ Caroline Bergin, Authorized Person 03/13/2012
 **Signature of Reporting Person Date

Caroline Bergin, Authorized Person 03/13/2012
 **Signature of Reporting Person Date

Caroline Bergin, Authorized Person 03/13/2012
 **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).
- (1)

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The shares are owned indirectly by NTR plc, a public limited company registered in Ireland ("NTR"), indirectly by Greenstar North America Holdings, Inc., a Delaware corporation and wholly owned subsidiary of NTR ("GSNA"), and directly by Greenstar Investments LLC, a Delaware limited liability company and wholly owned subsidiary of GSNA.

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.