

DOUGLAS KEVIN  
Form 4  
April 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 \*  
DOUGLAS KEVIN

2. Issuer Name and Ticker or Trading Symbol  
WESTPORT INNOVATIONS INC  
[WPRT]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

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

\_\_\_\_ Director  
\_\_\_\_ Officer (give title below)  
\_\_\_\_ 10% Owner  
\_\_\_\_ Other (specify below)  
13(d)(3) group

125 E. SIR FRANCIS DRAKE  
BLVD., STE 400

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

(Street)

LARKSPUR, CA 94939

(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)
Common Stock	04/19/2012		X	18,500 A	\$ 40 2,407,253	D (1) (2)	
Common Stock	04/20/2012		X	5,800 A	\$ 41 2,957,315	I (2) (3)	By James Douglas and Jean Douglas Irrevocable Descendants' Trust
Common Stock	04/21/2012		X	61,600 A	\$ 41 2,468,853	D (1) (2)	

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Common Stock	04/21/2012	X	44,900	A	\$ 41	3,002,215	I <u>(2)</u> <u>(3)</u>	By James Douglas and Jean Douglas Irrevocable Descendants' Trust
Common Stock	04/21/2012	X	26,100	A	\$ 41	1,571,075	I <u>(2)</u> <u>(4)</u>	By Douglas Family Trust
Common Stock	04/21/2012	X	15,400	A	\$ 41	902,546	I <u>(2)</u> <u>(5)</u>	By James E. Douglas III
Common Stock	04/21/2012	X	61,500	A	\$ 40	2,530,353	D <u>(1)</u> <u>(2)</u>	
Common Stock	04/21/2012	X	66,000	A	\$ 40	3,068,215	I <u>(2)</u> <u>(3)</u>	By James Douglas and Jean Douglas Irrevocable Descendants' Trust
Common Stock	04/21/2012	X	34,000	A	\$ 40	1,605,075	I <u>(2)</u> <u>(4)</u>	By Douglas Family Trust
Common Stock	04/21/2012	X	20,000	A	\$ 40	922,546	I <u>(2)</u> <u>(5)</u>	By James E. Douglas III
Common Stock						601,839	I <u>(2)</u> <u>(6)</u>	By KGD 2010 Annuity Trust V
Common Stock						601,839	I <u>(2)</u> <u>(7)</u>	By MMD 2010 Annuity Trust V

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

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(9-02)

**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 Underlying Securities (Instr. 3 and 4)
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					Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
			Code	V	(A)	(D)				
Put Option (obligation to buy)	\$ 40	04/19/2012	X			185	03/29/2012	04/20/2012	Common Stock	18,500
Put Option (obligation to buy)	\$ 41	04/20/2012	X			58	03/28/2012	04/20/2012	Common Stock	5,800
Put Option (obligation to buy)	\$ 41	04/21/2012	X			616	03/28/2012	04/20/2012	Common Stock	61,600
Put Option (obligation to buy)	\$ 41	04/21/2012	X			449	03/28/2012	04/20/2012	Common Stock	44,900
Put Option (obligation to buy)	\$ 41	04/21/2012	X			261	03/28/2012	04/20/2012	Common Stock	26,100
Put Option (obligation to buy)	\$ 41	04/21/2012	X			154	03/28/2012	04/20/2012	Common Stock	15,400
Put Option (obligation to buy)	\$ 40	04/21/2012	X			615	03/29/2012	04/20/2012	Common Stock	61,500
Put Option (obligation to buy)	\$ 40	04/21/2012	X			660	03/29/2012	04/20/2012	Common Stock	66,000
Put Option (obligation to buy)	\$ 40	04/21/2012	X			340	03/29/2012	04/20/2012	Common Stock	34,000
Put Option (obligation to buy)	\$ 40	04/21/2012	X			200	03/29/2012	04/20/2012	Common Stock	20,000

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other



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- These shares are held directly by the James Douglas and Jean Douglas Irrevocable Descendants' Trust and indirectly by Kevin Douglas.
- (3) Kevin Douglas and Michelle Douglas, husband and wife, are each a co-trustee of the James Douglas and Jean Douglas Irrevocable Descendants' Trust.
  - (4) These shares are held directly by the Douglas Family Trust and indirectly by Kevin Douglas. James E. Douglas, Jr. and Jean A. Douglas, husband and wife, are each a co-trustee of the Douglas Family Trust.
  - (5) These shares are held directly by James E. Douglas III and indirectly by Kevin Douglas.
  - (6) These shares are held directly by the KGD 2010 Annuity Trust V, a grantor-retained annuity trust of which Kevin Douglas is the sole trustee, and indirectly by Kevin Douglas.
  - (7) These shares are held directly by the MMD 2010 Annuity Trust V, a grantor-retained annuity trust of which Michelle Douglas is the sole trustee, and indirectly by Michelle Douglas and Kevin Douglas.

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

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