SunCoke Energy, Inc. Form 4 March 01, 2016

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB APPROVAL

OMB 3235-0287 Number: January 31,

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Check this box if no longer subject to Section 16. Form 4 or

SECURITIES Form 5 obligations

may continue. See Instruction 1(b).

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 * West Fay

Symbol

(Middle)

(7:-

5. Relationship of Reporting Person(s) to Issuer

(Last) (First) SunCoke Energy, Inc. [SXC]

2. Issuer Name and Ticker or Trading

(Check all applicable)

1011 WARRENVILLE

3. Date of Earliest Transaction

X Director

10% Owner _ Other (specify

(Month/Day/Year) 02/26/2016

X_ Officer (give title below)

ROAD, SUITE 600

Senior Vice President & CFO

(Street)

(State)

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

Applicable Line)

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

6. Individual or Joint/Group Filing(Check

Person

LISLE, IL 60532

(C:tr.)

| (City) | (State) (2 | Table | I - Non-De | erivative S | Securi | ties Ac | quired, Disposed o | of, or Beneficial | ly Owned |
|------------------------|--------------------------------------|-------------------------------|------------------|--|------------------|--------------------------------|---------------------------------|-----------------------|----------|
| 1.Title of Security | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if | 3. Transactio | 4. Securities sactionAcquired (A) or Disposed of (D) | | 5. Amount of Securities | 6. Ownership Form: Direct | 7. Nature of Indirect | |
| (Instr. 3) | , , | any | Code | | | Beneficially | (D) or | Beneficial | |
| | | (Month/Day/Year) | (Instr. 8) | | | Owned Following Reported | Indirect (I) (Instr. 4) | Ownership (Instr. 4) | |
| | | | Code V | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | |
| Common Stock | 02/26/2016 | | M | 2,040 | A | \$0 | 15,842 | D | |
| Common Stock (1) | 02/26/2016 | | F | 743 | D | \$0 | 15,099 | D | |

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

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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. 5. Number Transaction Derivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | | 8. Price Deriva Securit (Instr.) |
|---|---|---|---|--|--------|--|--------------------|---|--|---|
| | | | | Code V | and 5) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| RSU's (Feb 2014) (2) | <u>(3)</u> | 02/26/2016 | | M | 2,040 | <u>(4)</u> | <u>(4)</u> | Common Stock | 2,040 | \$ (|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|---|---------------|-----------|-----------------------------|-------|--|--|--|
| • | Director | 10% Owner | Officer | Other | | | |
| West Fay 1011 WARRENVILLE ROAD SUITE 600 LISLE, IL 60532 | X | | Senior Vice President & CFO | | | | |

Signatures

/s/ Rita M. Slager, attorney-in-fact 03/01/2016

**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) Shares withheld by Registrant to satisfy minimum statutory withholding requirements on vesting of restricted common stock units.
- (2) Restricted share units awarded pursuant to the SunCoke Energy, Inc. Long-Term Performance Enhancement Plan in a transaction exempt under Rule 16b-3. The restricted share units vest in three equal annual installments commencing on February 26, 2014.
- (3) Conversion rate is 1 for 1.
- (4) Not applicable.

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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