

SunCoke Energy, Inc.  
Form 8-K  
April 27, 2015

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

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d)**

**of the Securities Exchange Act of 1934**

**Date of Report (Date of Earliest Event Reported): April 21, 2015**

**SUNCOKE ENERGY, INC.**

**(Exact name of registrant as specified in its charter)**

**Delaware**  
**(State of Incorporation)**

**001-35243**  
**(Commission**

**File Number)**

**90-0640593**  
**(IRS Employer**

**Identification No.)**

**1011 Warrenville Road, Suite 600**

**Lisle, Illinois**  
**(Address of principal executive offices)**

**60532**  
**(Zip code)**

**Registrant's telephone number, including area code: (630) 824-1000**

**Not Applicable**

**(Former name or former address, if changed since last report)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 1.01. Entry into Material Definitive Agreement.**

On April 21, 2015, SunCoke Energy, Inc. (the *Company* ) entered into Amendment No. 3 (the *Third Amendment* ) to the Credit Agreement, dated as of July 26, 2011 (the *Credit Agreement* ), among the Company, the banks and other financial institutions party thereto, and JPMorgan Chase Bank, N.A. as Administrative Agent. The Third Amendment: (i) allows certain Credit Agreement borrowings (designated as *Specified Revolving Loans* ) with a higher applicable margin than other revolving loans; (ii) modifies existing restrictive covenants governing the payment of dividends and other cash distributions in order to permit such restricted payments so long as the Company maintains a maximum consolidated leverage ratio less than 2.00 to 1.00 and maintains a minimum total liquidity (cash and revolver capacity) of at least \$75 million, after giving effect to any such payments; and (iii) reduces the maximum consolidated leverage ratio to 3.25 to 1.00, from 3.75 to 1:00. The Third Amendment became effective on April 21, 2015. The foregoing brief description is qualified in its entirety by a copy of the Third Amendment, which is attached to this Current Report on Form 8-K as Exhibit 10.1, and is incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

Exhibit  
No.

Description

10.1	Amendment No. 3 to Credit Agreement, dated as of April 21, 2015, by and among SunCoke Energy, Inc., the banks and other financial institutions party thereto, and JPMorgan Chase Bank, N.A. as Administrative Agent.
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**SIGNATURES**

Pursuant to the requirements of the Exchange Act, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**SUNCOKE ENERGY, INC.**

(Registrant)

By: /s/ Fay West  
Fay West  
Senior Vice President and  
Chief Financial Officer

Date: April 27, 2015

**EXHIBIT INDEX**

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