SunCoke Energy, Inc. Form 4 July 22, 2014

FORM 4

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

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

OMB APPROVAL

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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

1(b).

(Print or Type Responses)

1. Name and Add Thomson Mic	•	ting Person *	2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
			SunCoke Energy, Inc. [SXC]				
(Last)	(First)	(Middle)	3. Date of Earliest Transaction				
			(Month/Day/Year)	Director 10% Owner			
1011 WARRENVILLE ROAD, SUITE 600			07/21/2014	_X_ Officer (give title Other (specify below) President & COO			
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
			Filed(Month/Day/Year)	Applicable Line) _X_Form filed by One Reporting Person			
LISLE, IL 605	532			Form filed by More than One Reporting Person			
(City)	(State)	(Zin)					

(City)	(State) (A	Table	I - Non-Do	erivative S	Securi	ties Acq	uired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if	3. 4. Securities Acquired Transaction(A) or Disposed of		5. Amount of Securities	6. Ownership Form: Direct	7. Nature of Indirect		
(Instr. 3)	(ividinal 2 aly, 1 car)	any	Code	(D)		Beneficially	(D) or	Beneficial	
		(Month/Day/Year)	(Instr. 8)	(A)		Owned Following	Indirect (I) (Instr. 4)	Ownership (Instr. 4)	
						Reported Transaction(s) (Instr. 3 and 4)			
			Code V	Amount	(D)	Price	(Ilisti. 3 and 4)		
Common Stock (1)	07/21/2014		F	1,238	D	\$ 21.9	136,815	D	
Common Stock	07/21/2014		M	3,824	A	\$ 0 (2)	138,053	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)	4. Transactic Code (Instr. 8)	5. Number ion 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. Prio Deriv Secur (Instr.
			Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Common Stock Units (3)	<u>(4)</u>	07/21/2014	M		3,824	<u>(5)</u>	(5)	Common Stock	3,824	\$

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Thomson Michael J 1011 WARRENVILLE ROAD SUITE 600

President & COO

LISLE, IL 60532

Signatures

/s/ Rita M. Slager, attorney-in-fact 07/22/2014

**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 share units.
- The shares of common stock were acquired pursuant to a grant of restricted common stock units under the SunCoke Energy, Inc.

 (2) Long-Term Performance Enhancement Plan. This transaction represents the settlement of vested restricted common stock units in shares.
- (2) Long-Term Performance Enhancement Plan. This transaction represents the settlement of vested restricted common stock units in shares of common stock.
 - Grant of restricted common stock units awarded in July 2011. These units were awarded pursuant to the SunCoke Energy, Inc. Long-Term Performance Enhancement Plan, in a transaction exempt under Rule 16b-3. Half of these units vest ratably in increments of
- (3) one-third at the end of each of three annual vesting cycles. The remaining half vests on the fourth anniversary of the date of grant.

 Incremental settlement is contingent only upon the continued employment of the reporting person with SunCoke Energy, Inc. through the end of each vesting cycle.
- (4) Conversion rate is 1 for 1.
- (5) 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.

Reporting Owners 2

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